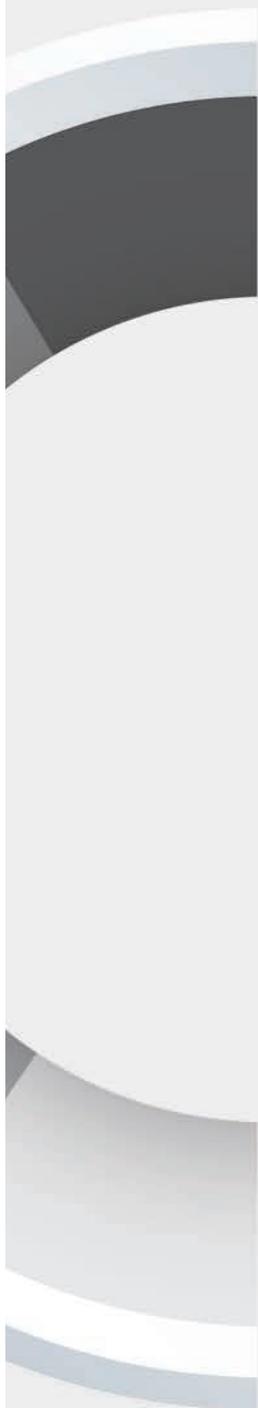


# JPMorgan Global Emerging Markets Income Trust plc

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Annual Report & Financial Statements for the year ended 31st July 2021



### Your Company

#### Objective

The Company's investment objective is to provide investors with a dividend income combined with the potential for long term capital growth from a diversified portfolio of emerging markets investments.

#### Investment Policy

In order to achieve its investment objective and to seek to manage risk, the Company invests in a diversified portfolio of high quality emerging markets companies which, collectively, are expected to pay a higher dividend yield than the benchmark.

The Company invests predominantly in listed equities. It is free to invest in any particular market, sector or country in the global emerging markets universe and there are no fixed limits on portfolio construction with regard to region, country, sector or market capitalisation. The portfolio will typically contain around 50 to 80 holdings.

No more than 15% of gross assets will be invested in any one company at the time of investment.

Borrowings may be utilised to gear the portfolio to enhance shareholder returns.

Detailed information on investment policies, investment guidelines and risk management are given in the Business Review on page 23.

#### Risk

Investors should note that there can be significant economic and political risks inherent in investing in emerging economies. As such, emerging markets can exhibit more volatility than developed markets and this should be taken into consideration when evaluating the suitability of the Company as a potential investment.

#### Benchmark

The Company's benchmark is the MSCI Emerging Markets Index, with net dividends reinvested, in sterling terms.

#### Capital Structure

At 31st July 2021, the Company's issued share capital comprised 297,289,438 Ordinary shares of 1p each, including 49,277 shares held in Treasury.

#### Continuation Vote

At the Annual General Meeting ('AGM') of the Company held in 2018, an ordinary resolution was put to shareholders that the Company continue in operation. The resolution received the support of 100% of voting Shareholders. A further continuation vote will be put to Shareholders at this year's AGM.

#### Management Company

The Company employs JPMorgan Funds Limited ('JPMF' or the 'Manager') as its Alternative Investment Fund Manager. JPMF delegates the management of the Company's portfolio to JPMorgan Asset Management (UK) Limited ('JPMAM').

#### Financial Conduct Authority ('FCA') regulation of 'non-mainstream pooled investments' and MiFID II 'complex instruments'

The Company currently conducts its affairs so that the shares it issues can be recommended by Independent Financial Advisers to ordinary retail investors in accordance with the rules of the Financial Conduct Authority ('FCA') in relation to non-mainstream investment products and intends to continue to do so for the foreseeable future.

The shares are excluded from the FCA's restrictions which apply to non-mainstream investment products because they are shares in an investment trust. The Company's ordinary shares are not classified as 'complex instruments' under the FCA's revised appropriateness criteria adopted in the implementation of MiFID II.

#### Association of Investment Companies ('AIC')

The Company is a member of the AIC.

#### Website

The Company's website can be found at [www.jpmglobalemergingmarketsincome.co.uk](http://www.jpmglobalemergingmarketsincome.co.uk) which includes useful information about the Company, such as daily prices, factsheets and current and historic half year and annual reports.



## Why invest in the JPMorgan Global Emerging Markets Income Trust plc

### Our heritage and our team

JPMorgan Global Emerging Markets Income Trust plc looks to deliver a combination of income plus growth through a diversified portfolio of high quality emerging markets companies. The Company benefits from the comprehensive research capabilities and local knowledge of one of the largest investment teams dedicated to emerging markets, with close to 100 specialist portfolio managers and analysts based in eight locations around the world, speaking multiple languages. More latterly the investment team has integrated ‘ESG’ into its entire approach, for the benefit of our clients, the Company and society as a whole. Further detail of integrating ESG into the investment process can be found on page 17.

### Our Investment Approach

We aim to build a high quality, high conviction portfolio that provides a more defensive and conservative exposure to the long-term secular emerging market growth story. Dividends are a strong proxy in emerging markets for corporate governance and understanding corporate risk. The Company’s stock specific, fundamental approach taps into the ideas generated by our large emerging markets team to seek out strong companies that can provide long-term growth and a sustainable dividend stream.

**5.1p**

Dividend per share for  
financial year 2021

**92**

Investment professionals  
across Emerging Markets  
and Asia

**20+**

Languages spoken,  
nationalities represented  
on the investment team

**4,000+**

Company meetings  
conducted per annum

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NOTE: THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should seek your own personal financial advice from your stockbroker, bank manager, solicitor or other financial adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom or, if not, from another appropriately authorised financial adviser. If you have sold or otherwise transferred all your ordinary shares in JPMorgan Global Emerging Markets Income Trust plc, please forward this document, together with the accompanying documents, immediately to the purchaser or transferee, or to the stockbroker, bank or agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

# Strategic Report

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# FINANCIAL HIGHLIGHTS

## TOTAL RETURNS (INCLUDING DIVIDENDS REINVESTED)

	2021	2020	3 Years Cumulative	5 Years Cumulative
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### Return to shareholders<sup>1,A</sup>

	+27.8%	-16.0%	+27.3%	+50.6%
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### Return on net assets<sup>2,A</sup>

	+24.6%	-9.1%	+26.7%	+57.2%
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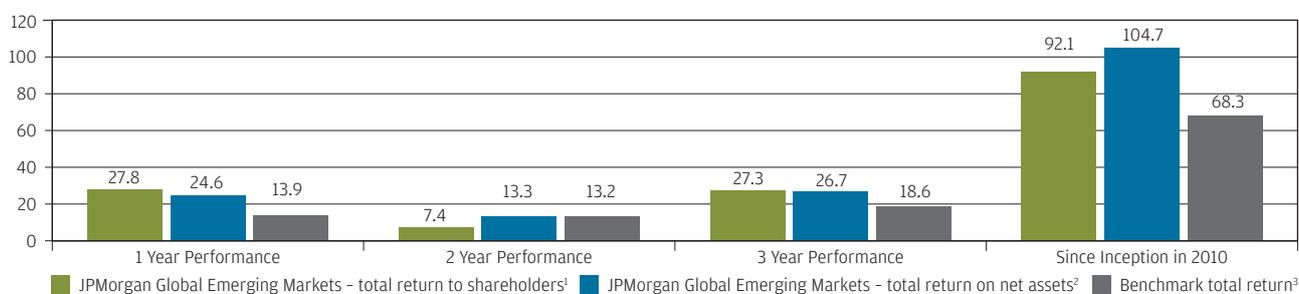
### Return on the MSCI Emerging Markets Index<sup>3</sup>

	+13.9%	-0.6%	+18.6%	+56.4%
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### Dividends

	5.1p	5.1p	15.3p	25.2p
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## PERFORMANCE TO 31ST JULY 2021



<sup>1</sup> Source: Morningstar.

<sup>2</sup> Source: Morningstar/J.P. Morgan, using cum income net asset value per share.

<sup>3</sup> Source: MSCI. The Company's benchmark is the MSCI Emerging Markets Index, with net dividends reinvested, in sterling terms.

<sup>A</sup> Alternative Performance Measure ('APM').

A glossary of terms and APMs is provided on pages 88 to 90.

## SUMMARY OF RESULTS

	2021	2020	% change
<b>Total returns for the year ended 31st July</b>			
Return to shareholders <sup>1,A</sup>	+27.8%	-16.0%	
Return on net assets <sup>2,A</sup>	+24.6%	-9.1%	
Benchmark return <sup>3</sup>	+13.9%	-0.6%	
<b>Net asset value, share price and discount at 31st July</b>			
Net assets (£'000)	452,500	376,413	+20.2 <sup>4</sup>
Number of shares in issue (excluding shares held in Treasury)	297,240,161	297,240,161	–
Net asset value per share <sup>A</sup>	152.2p	126.6p	+20.2 <sup>4</sup>
Share price	142.0p	115.5p	+22.9 <sup>4</sup>
Share price discount to net asset value per share <sup>A</sup>	6.7%	8.8%	
<b>Revenue for the year ended 31st July</b>			
Gross revenue return (£'000)	18,934	16,374	+15.6
Net revenue return available for shareholders (£'000)	14,699	12,717	+15.6
Revenue return per share	4.94p	4.28p	+15.4
Dividend per share	5.10p	5.10p	0.0
<b>Gearing at 31st July<sup>A</sup></b>			
	5.4%	6.9%	
<b>Ongoing Charges<sup>A</sup></b>			
	1.04%	1.16%	

<sup>1</sup> Source: Morningstar.

<sup>2</sup> Source: Morningstar/J.P. Morgan using cum income net asset value per share.

<sup>3</sup> Source: MSCI. The Company's benchmark is the MSCI Emerging Markets Index, with net dividends reinvested, in sterling terms.

<sup>4</sup> Excludes dividends reinvested.

<sup>A</sup> Alternative Performance Measure ('APM').

A glossary of terms and APMs is provided on pages 88 to 90.



**Sarah Fromson**  
Chairman

### Performance

In the financial year to 31st July 2021, Emerging Markets delivered strongly positive returns for investors. The Company's benchmark Index, the MSCI Emerging Markets Index with net dividends reinvested (GBP) rose 13.9%. Over the same period, I am very pleased to be able to report that the Company's total return on net assets was 24.6%, outperforming the benchmark by a considerable margin. The total return to shareholders was 27.8%, reflecting a narrowing of the discount to net asset value at which the Company's shares trade, to 6.7% by the end of the period, from 8.8% a year earlier.

The principal reasons for the Company's outperformance against the benchmark index were stock selection in China, Russia and Taiwan which outweighed the negative relative contribution from the Company's exposure to South Korea and Brazil. As mentioned in my previous Statement in April 2021, the Company's Income objective means that the composition of the portfolio varies significantly from the benchmark index, which further explains why returns may vary meaningfully from those of the index. This has been the case over the long term – in the ten years to 31st July 2021, the Company's compound total return on net assets was 104.7%, compared to the benchmark return of 68.3%. The Investment Managers' Report that follows provides more detail on the Company's investment strategy and performance.

### Dividends

Gross revenue for the year amounted to £18.9 million (2020: £16.4 million) with net revenue of £14.7 million (2020: £12.7 million). Net revenue return per ordinary share for the year, calculated on the average number of shares in issue, was 4.94p (2020: 4.28p).

In the current financial year, the Board paid three interim dividends of 1.0p per share and has announced the payment of a fourth interim dividend of 2.1p per share. This brings the total dividend for the year to 5.1p per share, maintained at the same level as the previous two years.

The Board highlights that whilst the revenues generated in this financial year did not cover the dividends paid, it felt that it was appropriate to use revenue reserves to support the current year's fourth interim dividend, as we did last year. We recognise that the Company's dividend generation is important to our shareholders, and it is a distinguishing feature of investment trusts that we have the capacity to smooth the dividend stream in this way. We cannot guarantee that we will always be able to do this, but we currently have revenue reserves of £8.4 million, after the payment of the fourth quarterly interim dividend (July 2020: £8.9 million), which equate to a little over half of future annual dividends at the current level.

The Board pays four interim dividends, reflecting the support we have received from shareholders for a regular and timely income stream. It is seeking shareholder authority to maintain this dividend payment policy at the forthcoming Annual General Meeting ('AGM').

It is possible that some companies within the portfolio may have difficulties maintaining historic dividend pay-out ratios in the short term and the Board continues to monitor dividend receipts with this possibility in mind. However, over the longer term, both the Investment Manager and your Board remain of the view that Emerging Markets offer long term growth potential with attractive income prospects. The Board carefully considers the revenue outlook and potential sensitivities with the investment team on a regular basis, including the impact of currency movements on revenue receipts. As shareholders are aware, the Company receives dividends in the currencies of developing countries and US dollars but pays dividends in sterling. It has not been the Company's policy to hedge currency risk as that is expensive and, for many currencies, impracticable. That policy inevitably means that the Company's asset values and cash flows will be favourably or adversely affected by currency movements from time to time.

## Share purchases and Issuance

During the financial year to 31st July 2021, the Company's share price traded at an average discount to net asset value of 6.6%. The Company did not carry out any share issuance or share repurchases during the year, nor has it done so since the year end.

The Board is seeking shareholder authority at the forthcoming AGM to have the flexibility to issue up to a further 10% of the Company's issued share capital. The intention is to use this authority to meet demand for the Company's shares as and when they trade at an appropriate premium to net asset value.

## Key Performance Indicators ('KPIs')

The Board tracks a series of KPIs. Further details may be found on page 25 of the 2021 Annual Report. The Board pays particular attention to performance, ongoing charges, gearing, income available to pay dividends and the investment risk of the portfolio.

## Gearing and loan Facilities

The Board regularly discusses gearing with the Investment Managers, who use it to enhance long-term shareholder returns. As at the beginning of the financial year, the Company had two US Dollar 20 million fixed rate loan facilities with National Australia Bank, repayable in October 2020 (2.31% per annum) and November 2022 (3.28% per annum). Upon maturity of the first loan facility on 8th October 2020, the Company entered into a three year US Dollar 20 million rolling interest loan facility with ING Bank, repayable in October 2023. This resulted in a lower blended interest rate for the Company. As at 31st July 2021, gearing stood at 5.4% (2020: 6.9%).

## Management Fee

The Board is pleased to report that with effect from 1st August 2021, JPMorgan has agreed to reduce its investment management fee, which is now being charged at the rate of 0.75% per annum (previously 0.9% per annum) on the net asset value of the Company's portfolio.

The fee will continue to be calculated and paid monthly.

## Board and Corporate Governance

Following the Board's annual evaluation by the Nomination Committee, it is felt that the Board's composition and size are appropriate. However, as part of its long-term succession planning, the Board has a plan to refresh the Board in an orderly manner over time. Consistent with this plan, in anticipation of the retirement of Richard Robinson at the conclusion of the 2021 AGM, and to ensure continuity, the Board is delighted to welcome Lucy Macdonald as a non-executive Director of the Company. Lucy joined the Board on 1st April 2021. She has over 30 years' experience in the asset management industry, most recently as CIO Global Equities at Allianz Global Investors. She was also Lead Portfolio Manager of Brunner Investment Trust, a global income and growth trust, from 2016 until May 2020. Lucy is on the CFA Investor Panel. Her appointment will further increase the Board's diversity of skills, experience and background, and I am confident that Lucy will make an invaluable contribution to your Company.

Lucy Macdonald will succeed Richard as the Senior Independent Director upon his retirement.

On behalf of the Board, I would like to express our gratitude and appreciation to Richard for the significant contribution he has made to the Board's work since he joined the Board in 2011.

As part of the Board's ongoing succession planning, I will be retiring from the Board at the conclusion of the 2022 AGM, after having served on the Board from 2011 and as its Chairman since 2018. The Board plans

to start a further recruitment process to appoint another new Director in early 2022 and then to agree the next Board Chairman.

The Board supports annual re-election for all Directors, as recommended by the UK Corporate Governance Code, and therefore all of the Directors (except for Richard) will stand for re-election at the forthcoming Annual General Meeting. Shareholders who wish to contact the Chairman or other members of the Board may do so through the Company Secretary or the Company's website, details of which appear below.

### **Environmental, Social and Governance ('ESG')**

The Investment Managers believe that sustainable investment delivers superior returns over the long-term. Accordingly, ESG considerations were integral to their stock selection process long before ESG issues gained prominence. This integration of ESG considerations into the investment process has been formalised recently.

The Board is mindful of the ever-increasing focus on ESG and sustainable investing and holds regular discussions about these factors. We share the Investment Managers' view on the importance of ESG factors for sustainable, long-term investments and support their efforts to maintain continual engagement with investee companies throughout the duration of the investment. The Board receives reports from the Investment Managers on ESG issues that arise in the course of their work.

We published the Investment Managers' first ESG Report in our 2020 Annual Report. Since then, we have released our first externally measured ESG Rating by MSCI on our website. This gives the Company an 'A' rating in the Equity Emerging Markets Global peer group. Further information on how ESG considerations are integrated into the investment process can be found in the Investment Managers' Report which follows, and in the separate Environmental, Social and Governance Statement on page 17 of this report.

### **Annual General Meeting**

Regrettably, COVID-19 restrictions prevented the holding of the Company's AGM in 2020 in the usual format. The Directors were disappointed not to be able to have the usual interaction with shareholders at this forum. Current indications are that a more familiar format for the AGM may be permissible in November this year and, to that end, the AGM is scheduled to be held at 2.00 p.m. on Thursday, 25th November 2021 at 60 Victoria Embankment, London EC4Y 0JP.

We do of course strongly advise all shareholders to consider their own personal circumstances before attending the AGM in person. For shareholders wishing to follow the AGM proceedings but choosing not to attend, we will be able to welcome you through conferencing software. Details on how to register, together with access details, will be available shortly on the Company's website: [www.jpmglobalemergingmarketsincome.co.uk](http://www.jpmglobalemergingmarketsincome.co.uk) or by contacting the Company Secretary at [invtrusts.cosec@jpmorgan.com](mailto:invtrusts.cosec@jpmorgan.com).

As is normal practice, all voting on the resolutions will be conducted on a poll. Due to technological reasons, shareholders viewing the meeting via conferencing software will not be able to vote on the poll and we therefore encourage all shareholders, and particularly those who cannot attend physically, to exercise their votes in advance of the meeting by completing and submitting their form of proxy. Shareholders are encouraged to send any questions ahead of the AGM to the Board via the Company Secretary at the email address above. We will endeavour to answer relevant questions at the meeting or via the website depending on arrangements in place at the time.

If there are any changes to the above AGM arrangements, the Company will update shareholders through the Company's website and, as appropriate, through an announcement on the London Stock Exchange.

### Adoption of New Articles of Association

The Company's Articles of Association, the document that specifies the regulations for a company's operations and defines a company's purpose, was last amended following shareholder approval in 2017. Resolution 13 within the Notice of Meeting, which will be proposed as a special resolution, seeks shareholder approval to adopt new Articles of Association (the 'New Articles') in order to update the Company's current Articles of Association (the 'Existing Articles').

A summary of the principal amendments being introduced in the New Articles is set out in the Appendix to the AGM Notice within this 2021 Annual Report. The proposed amendments, if approved, include the possibility of the Company holding the Company's general meetings by virtual means only. This will facilitate shareholder attendance in situations where they are prevented, through laws or regulations, from attending at a physical location. This format will only be utilised as a contingency to ensure the continued smooth operation of the Company where physical meetings are prohibited; 'virtual-only' meetings will only be held in extremis. Other amendments, which are of a minor, technical or clarifying nature, have been summarised in the Appendix.

Your Board would encourage shareholders to support these and the other more procedural changes that are proposed.

### Continuation vote

In accordance with the Company's Articles of Association, an ordinary resolution will be put to shareholders at the forthcoming Annual General Meeting that the Company continue in existence as an investment trust for a further three-year period.

The Board believes that the long-term outlook for global emerging markets remains favourable. Equally, it believes that JPMorgan has the resources and process to deliver good results for shareholders. Accordingly, the Board believes that the continuation of the Company is in the best interests of all shareholders and strongly recommends that shareholders vote in favour of the resolution.

### Outlook

It is a great relief that the global outlook has improved significantly over the past year, thanks to the development and roll-out of several vaccines. While many Emerging Market countries are still struggling to source and administer the vaccinations, their economic recovery is already underway as lockdown restrictions ease and Emerging Markets growth is forecast to rebound sharply this year and next. This should support corporate earnings and dividend pay-out ratios, although there are, as ever, risks that require constant monitoring. Foremost amongst these at present is the Chinese government's escalating efforts to control companies and societal behaviour more broadly.

Despite the uncertainties generated by these developments, your Board believes that Emerging Markets provide many interesting opportunities to invest in quality companies with good capital and dividend returns prospects. We are confident that the Investment Managers' disciplined investment process, integration of ESG considerations, and careful approach to risk management, supported by JPMorgan's extensive worldwide research resources, will continue to deliver attractive long-term returns for shareholders. On behalf of the Board, I would like to thank you for your ongoing support.

**Sarah Fromson**  
*Chairman*

25th October 2021



**Omar Negyal**  
Investment Manager



**Jeffrey Roskell**  
Investment Manager



**Isaac Thong**  
Investment Manager

## Performance review

The Company's return on net assets for the year to 31st July 2021 was 24.6%, outperforming our benchmark, the MSCI Emerging Markets Index (GBP) with net dividends reinvested, which returned 13.9% (on a net total return basis). The value of the Company's shares (including dividends) rose 27.8% over the period, and the discount at which the Company's shares traded to Net Asset Value (NAV) narrowed to 6.7% by the end of the period, from 8.8% a year earlier.

In the Company's last annual report, we reiterated our view that our Income approach is a positive way to invest in Emerging Markets over the long term. We also said that we remained comfortable with the underlying fundamentals of the portfolio and that we believed these fundamentals would be the key driver of long-term performance. Consequently, over the past year, we maintained our established stock selection process, focusing on current dividend yield and the sustainability and growth prospects of dividends over the long-term. We are pleased that our steady and disciplined approach has seen performance improve in the last year and bolstered our longer-term performance. The Company returned 8.2% annualised on an NAV basis over three years, compared to a benchmark return of 5.9% annualised, and returned 9.5% pa over five years on the same basis, compared to a benchmark return of 9.4% pa. In addition, over the past year, the portfolio also significantly outperformed high yielding emerging markets stocks - the portfolio's NAV return of 24.6% outpaced the MSCI Emerging Market High Dividend Yield Index, which returned 15.7% (this is for comparison purposes only; our official benchmark remains MSCI Emerging Markets).

The coronavirus pandemic remained the main driver of markets in both developed and emerging markets over the past year. The year began with economies everywhere under significant pressure due to lockdowns and COVID-related issues, but the emergence of several viable vaccines in November 2020 heralded a dramatic improvement in investor sentiment and markets rose significantly during late 2020 and early 2021 as investors discounted a return to more normal economic conditions. More recently, market attention has shifted to events in China. The Chinese government is taking an increasingly pro-active role in regulating many areas of the economy, including technology companies, financial institutions, online lenders and education providers, and investors' concerns about this crackdown have seen Chinese share prices in some sectors fall sharply this year. We discuss this further below.

## PERFORMANCE ATTRIBUTION

for the year ended 31st July 2021

	%	%
Contributions to total returns		
Return on MSCI Emerging Markets Index (in sterling terms)		13.9
Investment Manager contribution		11.7
Portfolio total return		25.6
Management fee/other expenses	-1.0	
Return on net assets <sup>A</sup>		24.6
Impact of narrowing of discount		3.2
Return to shareholders <sup>A</sup>		27.8

Source: JPMAM/Morningstar. All figures are on a total return basis.

Performance attribution analyses how the Company achieved its recorded performance relative to its benchmark.

<sup>A</sup> Alternative Performance Measure ('APM').

A glossary of terms and APMs is provided on page ● to ●.

## Performance drivers over the past year

The Company's outperformance relative to its benchmark over the past year was due to a mixture of stocks that we own, and others that we do not. The table below, showing the top five and bottom five contributors to performance over this period, illustrates this.

### Top 5 (contributors)

Alibaba (not held), China  
Tencent (not held), China  
Taiwan Semiconductor, Taiwan  
JS Global, China  
Severstal, Russia

### Bottom 5 (detractors)

China Overseas Land, China  
Joyoung, China  
Ping An Insurance, China  
NIO (not held), China  
Vale (not held), Brazil

The portfolio's geographical split provides another useful way to view relative performance. The table below shows the relative contribution to performance made by the top three contributors and bottom three detractors, by country.

Country exposure	Contribution to relative performance
China	6.9%
Russia	2.9%
Taiwan	2.0%
Turkey	-0.3%
Brazil	-0.6%
South Korea	-1.8%

Combining these two ways of assessing relative performance, the Company's exposure to China was the most important driver of relative performance. This was due mainly to stock selection - our underweights to some of the pure growth areas (for example technology companies and e-commerce platforms such as Alibaba and Tencent) made a positive contribution to relative returns, as these sectors underperformed over the period. In addition, our positions in financials and consumer stocks (for example **China Merchants Bank** and **Jiangsu Yanghe Brewery**) performed relatively well during the year, partly as economically sensitive cyclical stocks outperformed in the rally triggered by the arrival of effective vaccines.

Our exposure to Russia was the second most important contributor to relative performance by country, thanks mainly to the positive dividend policies of our Russian holdings, many of which aim to pay all of their free cash flow as dividends. Favourable demand/supply factors have provided strong support for commodity and materials prices, and as a result, cash flow generation has been high for some of the portfolio's Russian commodity producers, such as **Severstal**, a steel manufacturer and **Alrosa**, a diamond miner. This has fed through to dividends. Even after some good performance underpinned by favourable demand/supply dynamics, we can still find stocks with high (i.e. double digit) dividend yields, although we do, of course, take account of the longer term implications of product prices generally normalizing at lower levels, when considering valuations.

Taiwan was the third most favourable influence on relative performance at the country level. Here, our semiconductor holdings, especially **Taiwan Semiconductor Manufacturing Company (TSMC)**, performed well. Semiconductor producers around the world have been experiencing unprecedented demand for their products from the manufacturers of vehicles, consumer products and data processing equipment. At the same time, the pandemic has severely interrupted supply chains. This has facilitated healthy growth in profits and cash flow for semiconductor producers, and in Taiwan, companies in this sector, such as TSMC, pay attractive dividends.

In terms of negatives, it is interesting to note that although China was a very strong positive contributor overall, our bottom three stocks were all drawn from this market. During the year, the outgoing US administration issued an Executive Order restricting US citizens from investing in certain Chinese companies deemed to have military links. As a result of this order, we sold our positions in two Hong-Kong based companies. **CNOOC**, an oil and gas producer, was on the list of banned companies and although **China Overseas Land and Investment (COLI)**, a real estate development company, was not, we sold this position as a precautionary measure. In the case of **Ping An Insurance**, the Chinese insurance sector has seen some disappointments in terms of delivered growth rates; this combined with more concern over capital requirements this led us to trim our position here.

### Dividends

The environment for dividends has been a challenging one, due to the economic impact of the pandemic. In this context, we feel it is worth repeating a few points we made in the previous annual report:

- First, in Emerging Markets, dividends are mainly driven by payout ratios, so the earnings base from which companies pay dividends is crucial. During the past year, we saw a sharp downturn in company earnings, but they are beginning to recover as economies re-open. Clearly, the pace and magnitude of this recovery within individual companies must be a key consideration in our stock selection process.
- Secondly, bank dividends have been hit particularly hard by the adverse economic effects of the pandemic and by regulatory intervention to limit dividend payouts. Across Emerging Markets, such regulatory intervention was harsher in non-Asian markets (e.g. Mexico, South Africa, Hungary and Poland) than in Asian ones (e.g. China, Taiwan, Indonesia). However, regulatory restrictions have subsequently eased, and dividend payments have resumed in some previously constrained markets.
- Finally, companies in many other sectors saw dramatic declines in revenues during lockdowns, forcing management teams to make difficult choices to balance cash flows. However, from a portfolio viewpoint, it is positive that where regulators permitted, most companies continued to pay dividends, even in very difficult circumstances.

Overall, these factors delivered an increase in portfolio dividend receipts of 16% in the financial year, although it is important to note that dividend receipts were affected by the pandemic in both FY20 and FY21, so the FY21 increase comes off a lower base. We continue to think the portfolio's long term dividend producing power is high, although we recognise the possibility that COVID-related uncertainties could linger for some time. For this reason, we will maintain our strong focus on the sustainability and growth potential of company dividends, in addition to the yield itself.

### Positioning

We build the portfolio on a bottom-up basis, selecting stocks based on their sound fundamental qualities, strong balance sheets and capacity to pay dividends over the long term. Naturally, some areas within Emerging Markets offer more investment opportunities than others, and this results in structural tilts within the portfolio towards some sectors and countries. From a sectoral viewpoint, we tend to find the most attractive income opportunities within Technology, Consumer Staples and Financials, so these are the portfolio's three key sector overweights. On a geographical basis, the three key overweights are Taiwan, Russia and Mexico.

During the year, we made moderate changes to the portfolio based on individual stock views. Some examples include:

### Buys/Additions

**Realtek** - a chip designer based in Taiwan. Realtek's attractive yield makes it an appealing addition to the portfolio. Given the current demand/supply imbalances plaguing semiconductor manufacturers and users (discussed above), combined with the very favourable long-term outlook for this industry, we believe successful companies in this space have significant attractions as income payers. Realtek has been designing and producing integrated circuits (ICs) for more than 20 years and it is seeing growing demand for ICs for use in communications networks, automotive electronics, digital home centres and other wireless technologies. The industry is capital light and generates high free cash flow. In addition, Taiwan's dividend culture supports decent payout ratios. We have often discussed the direct link we make between dividend policies and corporate governance and Realtek is a positive example - returning meaningful amounts of earnings as dividends each year, a tangible sign of positive treatment of minority shareholders. This does not mean we ignore other aspects of governance; for example we communicated with the company ahead of its AGM as a number of management proposals fell short of our views on best practice, particularly around board composition. We decided to support management's proposals this year, but only after setting out some key requests that we would like to see adopted which will define how we vote in future years.

**Xinyi Solar** - the largest solar glass producer in the world, with a 30% global market share. This Chinese company is the lowest cost supplier of solar glass, and we expect demand for its products to grow strongly in future. These two factors should support dividend growth. However, when making this acquisition, we were very mindful of environmental considerations. Glass manufacturing is inherently a highly energy intensive process, so holding this stock increases the portfolio's carbon footprint. On the other hand, Xinyi Solar's products are essential if the world is to become less dependent on fossil fuels, and, on balance, these considerations, combined with its positive dividend outlook, prevailed. The company will play a meaningful role in reducing global carbon emissions over the long term, while also benefiting from robust demand for its products.

**NetEase** - a Chinese online games company with a diversified portfolio of popular games. The stock fits into the lower yield/higher growth part of the portfolio. We think NetEase has the capabilities to be a durable competitor in this market and this should ensure that its already high levels of cash flow will continue to grow. Importantly, the company has a clear dividend policy, which commits it to a 30% payout ratio, and it supplements shareholder returns with buybacks. This distinguishes NetEase from many other internet stocks, where dividends tend to be low on the priority list. Within our materiality framework we identified social issues as an important area, with the view that the company was doing a good job of addressing issues around content appropriateness and addictive elements in games (though subsequently government regulation around this has increased). We did identify data privacy as a more negative issue - something we generally apply to Chinese companies in this space due to government influence. While many Chinese stocks have recently been hit by increased regulation and government oversight, we are comfortable that NetEase's fundamentals remain strong.

**Banorte** - a Mexican bank. This is a top-up to an existing position and gives exposure to post-pandemic dividend recovery in the Mexican banking sector. Following the easing of stringent regulatory restrictions, Mexican banks now look relatively attractive in terms of their capability and willingness to pay dividends. However, we continue to avoid bank names in other markets such as South Africa and Central and Eastern Europe, where the overall dividend outlook looks more uncertain.

### **Sales/Reductions**

**Ambev** - a Brazilian drinks supplier. This was a longstanding position, and with hindsight, we feel we should have been less patient. Our confidence in the company has declined over time as it struggled to compete with other brewers such as Heineken. Ambev's management still emphasises cash returns via dividends, but overall, future returns look more challenged, so we exited the position.

**China Life Insurance Co** - The Chinese insurance sector has become riskier for income investors due to capital rules changes that may have adverse consequences for dividends. This increased uncertainty regarding future dividends has prompted us to reduce our position in this and other Chinese insurers.

**Jiangsu Yanghe Brewery** - We made a valuation-driven reduction in the size of our position in this Chinese drinks company. The move was prompted by a strong share price rally, which left the valuation - including the dividend yield - looking less attractive. We believe this partial sale is a good illustration of the discipline inherent in our investment process, which uses yields as a guide that encourages us to re-consider position sizing during good times and to hold stocks during tougher times.

### **ESG**

We believe that sound environmental, social and governance (ESG) practices are extremely important to the sustainability of business models, and we welcome the fact that more Emerging Market companies are explicitly recognising this fact and improving their practices accordingly. ESG considerations are therefore integral to our investment process (see pages 16 to 18 for further detail). When considering potential investments, our analysts assess each company on a list of relevant issues, including its carbon emissions, renewable energy and recycling policies, employment and diversity practices and its approach to corporate governance.

We place particular emphasis on governance and we draw a direct link between a company's dividend policy and the quality of its governance. In our view, a company's willingness to return cash to shareholders is a tangible and positive governance indicator. We have engaged with many companies on this issue over time, to understand their motivations and capital allocation objectives. We also discuss the magnitude of returns to shareholders and the motivations behind any split between dividends and buybacks.

In our ongoing engagements with the companies we hold, we are often forced to grapple with difficult, complex and subtle issues. Often, there are no easy resolutions to the problems we seek to redress, but we take comfort from the time our experienced research analysts dedicate to these negotiations, with the support of our Investment Stewardship team.

### Outlook

COVID is likely to remain an important economic driver for Emerging Markets (EM) over the coming year and beyond. Brazil and India have been struggling with COVID variants which are likely to prove a drag on growth. China's economic data was strong in H121, but expectations for growth in H2 and beyond are more conservative, although still robust by global standards. Unlike China, economic activity in almost all other EM economies is still far below pre-pandemic levels. However, accommodative central banks and large fiscal stimulus packages have created a solid base for economic growth as lockdown restrictions ease, and the International Monetary Fund (IMF) expects EM economies to rebound strongly this year and continue to grow robustly in 2022.

Another important development within Emerging Markets over the past year has been the rise in the Chinese government's efforts to regulate economic activity and social behaviour. The government has made it increasingly clear that it wishes to exert more control over companies' activities, part of its drive for 'common prosperity'. Anti-monopoly measures, treatment of employees and cultural protection requirements are all examples in this area and we have seen crackdowns of technology companies and private education providers. Consequently, we need to think carefully about policy risks when we consider investments in some sectors of this market. However, overall, we are comfortable with our China stocks from this policy risk perspective. Our key positioning in China is within financials and consumer stocks.

Financials certainly have their own risks, but government efforts to control this sector is not new news, while the portfolio's Chinese consumer names (e.g. Midea or Inner Mongolia Yili) operate in relatively uncontroversial areas such as home appliances and food and beverages.

One other area which has concerned markets recently has been the issues being faced by a large Chinese property developer, Evergrande, with the company facing serious difficulties in servicing its large debt obligations. Markets are currently worrying that this could then cause meaningful knock-on impacts to the Chinese economy (as property is so important to China). At the point of writing the exact fate of Evergrande is still undetermined. Overall, we view the issue as certainly a negative event but one that looks manageable from a financial system perspective. Whilst clearly not a positive development, we are comfortable with our portfolio positions (particularly financials) from the viewpoint of property exposure.

From a dividend perspective, we are still cautious about near term dividend announcements across Emerging Markets, mainly due to the halting nature of the post-pandemic recovery. However, looking further ahead, we are confident about the earnings and dividend payment power of our portfolio companies. In our view, Emerging Markets continue to offer the potential for long term growth, and pay-out ratios for the asset class should generally remain relatively steady, at around 35%. As a reminder, we receive dividends from portfolio companies in local currencies and pay out dividends in sterling. Currency movements therefore have an impact on revenue receipts from year-to-year - all else being equal, a rising pound puts pressure on revenue receipts from Emerging Markets, while a decline in sterling supports revenue income. During the financial year, sterling moves were not the key factor in dividends or overall returns (e.g. the pound weakened by 2% against the Chinese renminbi but strengthened by 2% versus the Taiwan dollar and 4% versus the Russian ruble).

Against this positive long term backdrop of ongoing growth in EM economies and markets, combined with steady payout ratios, we remain focused on our aim of investing in quality businesses with sound fundamentals, strong balance sheets and sustainable dividend policies. We believe this focus on quality businesses puts the Company's portfolio in a strong position to successfully navigate current market uncertainties and we remain confident in the Company's potential to deliver dividends and capital returns to shareholders with a long-term perspective. We are most appreciative of your continued support.

**Omar Negyal**  
**Jeffrey Roskell**  
**Isaac Thong**

*Investment Managers*

25th October 2021

## ESG and J.P.Morgan Investment Trusts

### Introduction

ESG is an acronym which stands for Environmental, Social and Governance. It has become a convenient label for describing the broad field of sustainability in the corporate sector and is widely used when assessing the environmental impact of businesses, when considering how companies acquit themselves in respect of their broad social responsibilities and when reviewing the practices and standards used in governing corporate organisations.

Awareness of these issues has increased significantly in recent years among investment practitioners and their clients, and indeed in society at large, and our practices at J.P.Morgan Asset Management have been at the forefront of these developments. In these pages we explain how our approach has developed and how it is applied for the benefit of shareholders across the J.P.Morgan range of investment trusts.

### The basics: what is ESG?

**E is for Environmental.** This component considers a company's impact on the world we live in, relating to the quality and functioning of the natural environment and natural systems.

**S is for Social.** Social factors address the way that companies act within society; this includes the way that employee interests are managed, and the broader impact a company has on society.

**G is for Governance.** This component relates to how companies are managed. It considers the measures that protect shareholder interests as well as the way any company meets regulatory and other external obligations.

The table below provides illustrative examples of ESG issues in each of the **E**, **S** and **G** categories:

Environmental	Social	Governance
Carbon pollution and emissions	Human rights	Board structure: effectiveness, diversity, independence
Environmental regulations (and adherence)	Diversity	Executive pay and criteria
Climate change policies	Health and safety	Shareholder rights
Sustainable sourcing of materials	Product safety	Financial reporting and accounting standards
Recycling	Employee management	How a business is run
Renewable energy use	Employee well-being	
Water and waste management	Commitment to communities	

### What is our approach at J.P.Morgan Asset Management?

We have worked hard over a number of years to demonstrate effective ESG integration in investment processes, not just in the equity funds we manage, but across all asset classes including Fixed Income, Real Assets, Alternatives and Multi-Asset Solutions, with approaches which have been vetted for effectiveness by a central Sustainability Investing Leadership team. At the time of writing, we can show 100% ESG integration across our actively managed products.

For our equity product range, this integration does not simply involve paying external vendors for ESG information; it rests heavily on our own proprietary research and on the team of 150 analysts who cover stocks around the world, from the USA to Japan. Our research teams complete a standard checklist of 40 questions on every company they follow, 12 on environmental issues, 12 on social factors and 16 relating to governance. Investors also work with a central Stewardship team which sets priorities for corporate engagement both in thematic terms of issues and in terms of significant individual investments held in portfolios.

Our Emerging Markets and Asia Pacific Equity team, which is responsible for the management of your Company's portfolio, has been in the vanguard of these efforts over the last decade. Our most basic requirements of analysts covering any company includes a specific focus on governance and has done for over two decades. We first implemented a checklist addressing sustainability in a broad sense in 2013 and we continue to use this today. More recently, we have developed a materiality framework to ensure that consideration of the most critical sustainability factors in each industry is placed at the centre of all investment research that we carry out on companies.

The materiality framework identifies the most important ESG factors in over 50 industry categories, as chosen by our research experts. This not only allows a far sharper focus on how companies are performing in the areas that are most significant for their particular industry, it also helps us drive targeted engagement on the most important issues for any single company.

## Why do we integrate ESG into our investment processes?

First, **consideration of sustainability is intrinsic to a long term approach to investment.** When we invest our clients' assets for them, we have to make judgements about future risks and rewards of any investment. Those risks and rewards have always included the factors shown in the table above, and indeed all ESG factors, because all of them have the potential to affect the future value of a security. A business that produces huge amounts of carbon emissions or plastic waste, for example, is likely to find itself the subject of scrutiny from regulators and consumers and failure to anticipate this and to change will likely bring a loss of value for shareholders in the long run. The same is true of businesses that neglect their social responsibilities, or fail in matters of governance. In all these instances, investors will eventually assign a higher discount rate to future cash flows, with consequences for the prices of that company's securities.

As public and official attention has grown in the field of ESG, however, the consequences for investment returns have become more and more important in the overall investment judgement. Thirty years ago, as long as a company met existing regulations, its environmental impact would probably have been taken for granted by many. Now, these issues are likely to be critical in any assessment of an industry, and the capital markets have discriminated starkly between companies which are offering compelling narratives of transition to a low-carbon approach, and those which have yet to do so. So ESG has simply become a bigger and more important part of any investment judgement and our research processes have needed to evolve accordingly.

Second, **our clients require that we consider sustainability factors.** Both clients and regulators are paying far more attention to this field, and we as investors must meet their requirements for incorporating ESG in our investment processes, and be able to show how we do this. Demonstrating how ESG is addressed is now a basic requirement for any committed asset manager. As our clients' interest and requirements in the field of ESG have grown, so we have enhanced our capability.

Finally, **the asset management industry itself has responsibilities and obligations,** not only to our clients, but to society in a broader sense. We have a duty to not just produce good investment outcomes for our clients, but to be a responsible corporate citizen. This cannot credibly be done if the core practice of our industry, investment management, is not included in the effort. We must consider the broader consequences of the investment choices that we make for our clients. Given the evolution of public policy, client scrutiny, public attitudes, and trends in the corporate world, it is clear that consideration of ESG has become a key component of the way the industry approaches its fiduciary responsibilities.

## Engagement and Voting

We seek to act as a responsible and engaged shareholder of businesses on behalf of our clients. We engage with all companies owned in your Company's portfolio on a regular basis, often several times in the course of a year. We do this not just to further our understanding of businesses, but to convey to management any concerns, suggestions or opinions that we have. Ongoing, meaningful dialogue with the management of companies owned by your Company is fundamental to our investment process.

As an example, we engaged with Walmart de Mexico (Walmex) over its proposed changes to management KPI measurement. Walmex had disclosed the updated KPIs for its senior management compensation programme, which is a positive, but we felt the set of chosen KPIs could have been better. In order to align incentives with their evolving omnichannel strategy, changes included the extension of the evaluation period from one to three years and the use of metrics such as Operating Income, Extended Assortment GMV and NPS. However, the company excluded Return on invested capital (ROIC), a metric that we consider very important to evaluate management's performance. We communicated our preference to the company, but decided to nonetheless support the proposal given it still went a long way towards aligning the interests of management and shareholders.

We held discussions with certain companies in which we are invested to talk them through our ESG research and framework, share best practice and push the companies to improve on specific areas of weakness that we had identified. An example here was President Chain Store. We walked the company through our materiality scoring and then had an in depth conversation about where the company might be able to improve. There were two areas which we highlighted, both of which the company committed to seriously consider. The first was on female board representation, where we indicated our view is that the current 15% level is too low. The second was to suggest the company consider removing adverts for tobacco from within its convenience stores, in order to be in line with best practice elsewhere in Emerging Markets.

Alongside this direct engagement, we endeavour to vote at all of the meetings called by companies in which your portfolio invests.

A summary of key voting statistics and activity undertaken in respect of stocks in the Company's portfolio for the 12 months to 31st July 2021 is detailed below. On behalf of the Company, J.P.Morgan voted at all of the annual general meetings and extraordinary meetings held during the year by its portfolio companies.

## JPMorgan Global Emerging Markets Income Trust plc: Voting at shareholder meetings over the year to 31st July 2021

	For	Against	Abstain	Against/ Abstain Total	Total Items	% Against
<b>Management Proposed</b>						
Routine/Business	428	5	0	5	433	1.2
Director Related	635	89	24	113	748	11.9
Capitalisation	149	45	0	45	194	23.2
Reorganisation and Mergers	59	2	0	2	61	3.3
Non-salary Compensation	48	6	0	6	54	11.1
<b>Shareholder Proposed</b>						
Anti-takeover Related	1	0	0	0	1	0.0
Routine/Business	5	0	0	0	5	0.0
Director Related	31	1	1	2	33	3.0
Corporate Governance	0	1	0	1	1	100.0
Compensation	5	0	0	0	5	0.0
<b>TOTAL</b>	<b>1,361</b>	<b>149</b>	<b>25</b>	<b>174</b>	<b>1,535</b>	<b>9.7</b>

## The future

We know that our clients, including the Directors of your Company, see attention to ESG factors as critical in their assessment of us as investment manager. We expect ESG to remain a dominant theme within the financial services industry going forward; the course being taken by regulators suggests that its importance will only increase in years to come; our research process and the investment judgements we make will continue to reflect that and to evolve as necessary. In investing your Company's assets we have always looked for companies with the ability to create value in a sustainable way and that will not change.

## TEN LARGEST INVESTMENTS

AT 31ST JULY

Company	Country	Sector	2021 Valuation		2020 Valuation	
			£'000	% <sup>1</sup>	£'000	% <sup>1</sup>
Taiwan Semiconductor Manufacturing	Taiwan	Information Technology	40,083	8.4	35,369	8.8
Samsung Electronics	South Korea	Information Technology	27,318	5.7	20,607	5.1
Tata Consultancy Services	India	Information Technology	16,627	3.5	15,444	3.8
Vanguard International Semiconductor	Taiwan	Information Technology	14,928	3.1	15,834	3.9
Wal-Mart de Mexico <sup>2</sup>	Mexico	Financials	14,636	3.1	3,523	0.9
Sberbank of Russia	Russia	Financials	14,525	3.0	13,010	3.2
Infosys <sup>2</sup>	India	Financials	13,843	2.9	5,536	1.4
China Merchants Bank <sup>2</sup>	China	Financials	12,270	2.6	4,789	1.2
China Construction Bank	China	Financials	11,258	2.4	10,480	2.6
Hong Kong Exchanges & Clearing <sup>2</sup>	China	Consumer Discretionary	11,086	2.3	8,788	2.2
<b>Total</b>			<b>176,574</b>	<b>37.0</b>		

<sup>1</sup> Based on total portfolio of £476.7m (2020: £402.3m).

<sup>2</sup> Not included in the ten largest investments at 31st July 2020.

As at 31st July 2020, the value of the ten largest investments amounted to £151.0 million representing 37.4% of total investments.

## SECTOR ANALYSIS

AT 31ST JULY

	31st July 2021		31st July 2020	
	Portfolio % <sup>1</sup>	Benchmark %	Portfolio % <sup>1</sup>	Benchmark %
Information Technology	32.4	21.2	32.4	18.4
Financials	28.6	18.4	29.0	18.1
Consumer Discretionary	12.8	16.3	10.7	18.0
Consumer Staples	12.1	5.6	14.4	6.4
Communication Services	5.1	10.7	3.0	13.0
Basic Materials	4.0	9.2	3.4	7.0
Industrials	2.1	4.8	1.3	4.5
Energy	1.1	5.1	2.3	5.7
Real Estate	0.8	1.8	1.9	2.4
Utilities	0.7	2.0	0.7	2.2
Health Care	0.3	4.9	0.9	4.3
<b>Total Portfolio</b>	<b>100.0</b>	<b>100.0</b>	<b>100.0</b>	<b>100.0</b>

<sup>1</sup> Based on total portfolio of £476.7m (2020: £402.3m).

**GEOGRAPHICAL ANALYSIS**

AT 31ST JULY

	31st July 2021		31st July 2020	
	Portfolio % <sup>1</sup>	Benchmark %	Portfolio % <sup>1</sup>	Benchmark %
China & Hong Kong	33.2	34.6	30.5	41.0
Taiwan	22.7	14.6	25.1	13.0
Russia	9.2	3.5	9.1	3.0
Mexico	7.3	1.9	5.3	1.6
South Korea	6.7	13.4	6.3	11.5
India	6.4	10.7	5.2	8.1
South Africa	3.4	3.7	4.4	3.7
Indonesia	2.9	1.2	2.6	1.4
Thailand	2.3	1.6	2.7	2.0
Greece	1.4	0.2	–	0.1
Saudi Arabia	1.1	3.1	1.7	2.5
Romania	1.0	0.0	0.8	–
Brazil	0.9	5.3	2.8	5.5
Malaysia	0.8	1.3	1.2	1.8
Turkey	0.4	0.3	0.8	0.4
Chile	0.3	0.4	0.3	0.6
United Arab Emirates	–	0.8	–	0.5
Qatar	–	0.7	–	0.8
Poland	–	0.7	–	0.7
Philippines	–	0.6	0.4	0.8
Kuwait	–	0.6	–	–
Hungary	–	0.2	–	0.2
Peru	–	0.2	–	0.2
Czech Republic	–	0.1	0.1	0.1
Colombia	–	0.1	–	0.2
Argentina	–	0.1	–	0.1
Egypt	–	0.1	–	0.1
Kenya	–	–	0.7	–
United States	–	–	–	0.1
<b>Total Portfolio</b>	<b>100.0</b>	<b>100.0</b>	<b>100.0</b>	<b>100.0</b>

<sup>1</sup> Based on total portfolio of £476.7m (2020: £402.3m).



## TEN YEAR FINANCIAL RECORD

### TEN YEAR FINANCIAL RECORD

At 31st July	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Net assets (£m)	159.8	194.7	288.5	332.2	310.5	344.4	385.4	399.5	431.0	376.4	452.5
Net asset value per share (p) <sup>A</sup>	112.0	112.0	123.1	119.3	105.5	117.1	131.0	134.6	145.0	126.6	152.2
Share price (p)	112.3	114.3	123.0	122.0	100.3	115.3	126.5	126.0	143.5	115.5	142.0
Premium/(discount) (%) <sup>A</sup>	0.2	2.0	(0.1)	2.3	(4.9)	(1.5)	(3.4)	6.4	(1.0)	(8.8)	(6.7)
Gearing (%) <sup>A</sup>	5.9	5.4	7.2	5.4	6.6	4.7	6.8	6.2	5.9	6.9	5.4

#### Year ended 31st July

Gross revenue return (£'000)	8,467	10,553	13,713	17,361	21,335	17,168	19,854	21,419	22,274	16,374	18,934
Revenue return per share (p)	5.76	5.41	5.45	5.41	5.85	4.79	5.54	5.78	5.92	4.28	4.94
Dividend per share (p)	4.70	4.85	4.90	4.90	4.90	4.90	4.90	5.00	5.10	5.10	5.10
Ongoing charges (%) <sup>A</sup>	1.32	1.26	1.21	1.22	1.24	1.35	1.30	1.26	1.26	1.16	1.04

#### Rebased to 100 at 31st July 2010

Share price total return <sup>1A</sup>	100.0	105.7	118.6	122.8	105.2	127.6	145.9	151.0	178.9	150.4	192.1
Net asset value total return <sup>2A</sup>	100.0	104.0	119.2	120.8	111.4	130.2	151.6	161.5	180.7	164.3	204.7
Benchmark total return <sup>3</sup>	100.0	90.2	95.0	98.4	92.2	107.6	135.2	141.8	148.6	147.7	168.3

<sup>1</sup> Source: Morningstar. Change in share price with dividends reinvested.

<sup>2</sup> Source: Morningstar/J.P.Morgan, using cum income net asset value per share.

<sup>3</sup> Source: MSCI. The Company's benchmark is the MSCI Emerging Markets Index with net dividends reinvested, in sterling terms.

<sup>A</sup> Alternative Performance Measure ('APM').

A glossary of terms and APMs is provided on pages 88 to 90.

## Business Review

The aim of the Strategic Report is to provide shareholders with the ability to assess how the Directors have performed their duty to promote the success of the Company during the year under review. To assist shareholders with this assessment, the Strategic Report sets out the structure and objective of the Company, its investment policies and risk management, investment restrictions and guidelines, performance, total return, revenue and dividends, key performance indicators, share capital, Board diversity, discount, employees, social, community and human rights issues, principal and emerging risks and how the Company seeks to manage those risks and finally its long term viability.

## The Company's Purpose, Values, Strategy and Culture

The purpose of the Company is to provide an investment vehicle which meets the needs of investors, whether large institutions, professional advisers or individuals, who seek a dividend income combined with capital growth from emerging markets investments in an accessible, cost effective way. The Company has been investing in emerging markets since 2010. Its objective is to provide investors with a dividend income combined with the potential for long term capital growth from emerging markets investments. It seeks to outperform its benchmark index, the MSCI Emerging Markets Index, with net dividends reinvested (in sterling terms), over the longer term and to manage risk by investing in a diversified portfolio of emerging markets based companies.

To achieve this, the Board of Directors is responsible for employing and overseeing an investment management company that has the appropriate capability, resources and controls in place to actively manage the Company's assets in order to meet its investment objective. The investment management company, J.P.Morgan Asset Management, employs an investment process with a strong focus on research that integrates environmental, social and governance issues and enables it to identify what it believes to be the most attractive stocks in the market.

To ensure that the Company's purpose, values, strategy and culture are aligned, the Board comprises independent non-executive Directors from a diverse background who have a breadth of relevant skills and experience, act with professional integrity and who contribute in an open boardroom culture that both supports and challenges the investment management company and its other third party suppliers. For more information, please refer to pages 30 and 31.

## Structure and Objective of the Company

JPMorgan Global Emerging Markets Income Trust plc is an investment trust company that has a premium listing on the

London Stock Exchange. Its objective is to provide investors with a dividend income combined with the potential for long term capital growth from a diversified portfolio of emerging markets investments. In seeking to achieve this objective, the Company employs JPMorgan Funds Limited ('JPMF' or the 'Manager') which, in turn, delegates portfolio management to JPMorgan Asset Management (UK) Limited ('JPMAM'), to manage the Company's assets actively. The Board has determined an investment policy and related guidelines and limits as described below.

The Company is subject to UK and European legislation and regulations including UK company law, UK Financial Reporting Standards, the UK Listing, Prospectus, Disclosure Guidance and Transparency Rules, the Market Abuse Regulations, taxation law and the Company's own Articles of Association.

The Company is an investment company within the meaning of Section 833 of the Companies Act 2006 and has been approved by HM Revenue & Customs as an investment trust (for the purposes of Sections 1158 and 1159 of the Corporation Tax Act 2010). As a result the Company is not liable for taxation on capital gains. The Directors have no reason to believe that approval will not continue to be retained. The Company is not a close company for taxation purposes.

## Investment Policy, Investment Guidelines and Risk Management

In order to achieve the investment objective, the Company invests in a diversified portfolio and employs a Manager with a strong focus on research (including ESG considerations) and company visits that enables it to identify what it believes to be the most attractive stocks in the market.

The Board seeks to manage the Company's risk by imposing various investment limits and restrictions:

- The Company invests predominantly in listed equities but retains the flexibility also to invest in other types of securities, including, but not limited to, unlisted equities, convertible securities, preference shares, debt securities, cash and cash equivalents.
- The Company is free to invest in any particular market, sector or country in the global emerging markets universe. It may also invest in securities issued by companies based in or operating in emerging markets but listed or traded on the stock exchanges of developed markets and in the securities of issuers based in developed markets that have substantial exposure to emerging markets.
- The Company's portfolio will typically contain between 50 and 80 holdings.
- There are no fixed limits on portfolio construction with regard to region, country, sector or market capitalisation. In the

normal course of business the Company typically invests at least 80% of its gross assets in listed equities but other security types may be used in the event of adverse equity market conditions or where they represent a more efficient means of obtaining investment income for the purposes of making dividend payments. Non-equity portfolio assets are expected to comprise predominantly cash or fixed income securities issued by companies, states or supra-national organisations domiciled in, or with a significant exposure to, emerging markets. In the event of adverse equity market conditions, the Company may increase its holdings in fixed income securities of any kind to a maximum of 50% of its gross assets.

- Despite the absence of specific region, country, sector or market capitalisation limits, the Company will at all times invest and manage its assets in a manner that is consistent with spreading investment risk and in accordance with its published investment policy. The Company shall not conduct any trading activity that is significant in the context of the Company as a whole.
- No more than 15% of the Company's gross assets shall be invested in the securities of any one company or group at the time the investment is made.
- The Company shall not invest more than 10% of its gross assets in unlisted securities or in other listed closed-ended investment funds at the time the investment is made.
- The Company may undertake option writing in respect of up to 10% of the Company's net assets.
- The Company may use derivative instruments for the purposes of efficient portfolio management. The Company does not have a policy of hedging or otherwise seeking to mitigate foreign exchange risk but reserves the right to do so from time to time as part of the Company's efficient portfolio management.
- For the purposes of the investment policy, emerging markets are the capital markets of developing countries, including both recently industrialised countries and countries in transition from planned economies to free-market economies. Many, but not all, emerging market countries are constituents of the MSCI Emerging Markets Index or, in the case of smaller or less developed emerging markets, the MSCI Frontier Index. The Company may invest in securities listed in, or exposed to, these countries or other countries that meet the definition in this paragraph. These markets will tend to be less mature than developed markets and will not necessarily have such a long history of substantial foreign investment.

- The Company measures its performance against the total return of the MSCI Emerging Markets Index (in sterling) with net dividends reinvested.
- The Company has power under its Articles of Association to borrow up to an amount equal to 30% of its net assets at the time of the drawdown, although the Board intends only to utilise borrowings on such occasions as the Manager believes that gearing will enhance returns to shareholders.

Compliance with the Board's investment restrictions and guidelines is monitored continuously by the Manager and is reported to the Board on a monthly basis.

### Performance

In the year ended 31st July 2021, the Company produced a total return to shareholders of +27.8% and a total return on net assets of +24.6%. This compares with the total return on the Company's benchmark index of +13.9%. As at 31st July 2021, the value of the Company's investment portfolio was £476.7 million. The Investment Managers' Report on pages 10 to 15 includes a review of developments during the year as well as information on investment activity within the Company's portfolio.

### Total Return, Revenue and Dividends

Gross return for the year amounted to £98.6 million (2020 gross loss: £32.4 million) and net total return amounted to £91.2 million (2020 net loss: £39.4 million). Net revenue return for the year amounted to £14.7 million (2020: £12.7 million).

It is the Company's policy to pay four quarterly interim dividends during the year. On 2nd September 2021 the Board announced the payment of a fourth interim dividend of 2.1p per share (2020: 2.1p per share), payable on 21st October 2021 to shareholders on the register of members as at the close of business on 17th September 2021. This dividend amounts to £6.2 million (2020: £6.2 million) and the revenue reserve after allowing for the dividend will amount to £8.4 million. Together with three interim dividends of 1.0p per share each, this will bring the total dividend in respect of the year to 5.1p (2020: 5.1p).

### Key Performance Indicators ('KPIs')

At each Board meeting the Directors consider a number of performance measures to assess the Company's success in achieving its objectives. The principal KPIs are performance against the benchmark index, performance attribution, income and the amount available to pay dividends, share price premium or discount to net asset value per share, ongoing charges, and the investment risk of the portfolio (on absolute and relative bases). Unless there is a particular reason for the Board to change the

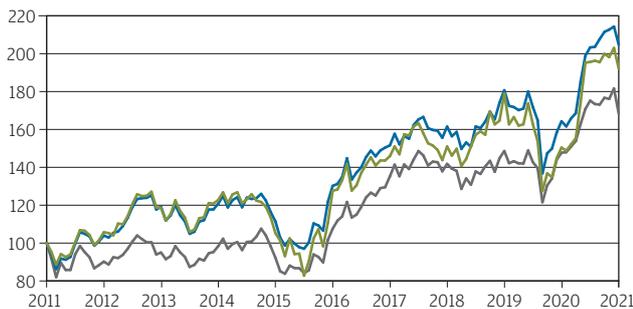
KPIs (which would require an explanation to shareholders), consistency is maintained. Further details of the principal KPIs are given as follows:

- **Performance against the benchmark index**

This is the most important KPI by which performance is judged. Due to its income focus, the Company does not have a wholly comparable benchmark against which to measure its performance. Therefore the Board has chosen the closest possible index of stocks as its benchmark for these purposes. However, the Company's investment strategy does not 'track' this index and, consequently, there may be some divergence between the Company's performance and that of the benchmark. The Company's net asset value total return is measured against the benchmark's total return (i.e. both with dividends reinvested). Information on the Company's performance is given in the Chairman's Statement and the Investment Managers' Report on pages 10 and 11 respectively.

### Ten Year Performance

FIGURES HAVE BEEN REBASED TO 100 AT 31ST JULY 2011



Source: Morningstar.

- Total return to shareholders.
- Total return on net assets, using cum income net asset value per share.
- Benchmark total return.

- **Performance attribution**

The purpose of performance attribution analysis is to assess how the Company achieved its performance relative to its benchmark index. Details of the attribution analysis for the year ended 31st July 2021 are given in the Investment Managers' Report on page 10.

- **Income and the amount available to pay dividends**

The Board recognises the importance of income to shareholders and undertakes detailed consideration of the forecast income for the Company with the Investment Managers and the Company's fund accountants, including reviews of any potential impact of exchange rate movements, further share issues or potential risk of non-receipt of a particular dividend. The review takes place on a monthly basis.

It is not the Company's investment objective to target a particular level of dividend growth and there is no guarantee that any dividends will be paid in respect of any financial year, the ability to pay dividends being dependent on the level of dividends earned from the portfolio.

- **Share price premium/(discount) to net asset value ('NAV') per share**

The Board recognises that the possibility of a narrowing premium or a widening discount can be a key disadvantage of investment trusts that can discourage investors. The share issuance and repurchase programme therefore seeks to address imbalances in supply of and demand for the Company's shares within the market in normal market conditions and thereby reduce the volatility and absolute level of the premium or discount to the NAV at which the Company's shares trade.

### Premium/(Discount) Performance



Source: Datastream.

- Share price premium/(discount) to cum income net asset value per share.

- **Ongoing Charges**

The Ongoing Charges represents the Company's management fee and all other operating expenses excluding finance costs, expressed as a percentage of the average daily net assets during the year. The Ongoing Charges for the year ended 31st July 2021 was 1.04% (2020: 1.16%). Each year, the Board reviews an analysis which shows a comparison of the Company's Ongoing Charges and its main expenses with those of its peers.

- **The investment risk of the portfolio**

The Board considers the risk profile of the Company's portfolio, on absolute and relative bases, regularly and monitors the changes in this, challenging the Investment Managers and seeking additional explanations where necessary. See note 22 on pages 71 to 76 for further information.

### Share Capital

At 31st July 2021, the Company's issued share Capital comprised 297,289,438 Ordinary shares of 1p each, including 49,277 shares held in Treasury.

The Directors have, on behalf of the Company, the authority both to issue new shares for cash at a premium to net asset value and to repurchase shares in the market (for cancellation or to be held in Treasury) at a discount to net asset value.

At the Annual General Meeting held on 2nd December 2020, shareholders granted Directors authority to issue 29,724,016 shares in the Company (being approximately 10% of the issued share capital of the Company (excluding Treasury shares) as at 21st October 2020) for cash. Shareholders also granted the Directors authority to disapply pre-emption rights in respect of these share issues and for sale of shares out of Treasury.

During the year, the Company did not issue any shares. Shares are only issued or sold out of Treasury when the share price is at a premium to the cum income net asset value per share.

The Company does not have authority to sell shares from Treasury at a discount to net asset value and will not seek such authority at the forthcoming Annual General Meeting. It will however, seek to renew its authority to sell shares from Treasury at a premium to net asset value on a non-preemptive basis.

No shares were repurchased during the year by the Company, nor were any repurchased or issued since the year end.

Resolutions to renew the authority to issue new shares and to repurchase shares for cancellation or to be held in Treasury will be put to shareholders at the forthcoming Annual General Meeting. The full text of those resolutions are set out in the Notice of Meeting on pages 84 and 85.

### Board Diversity

At 25th October 2021, there were three female Directors and two male Directors on the Board. The Company has no employees. The Board's policy on diversity is based on its belief in the benefits of having a diverse range of experience, skills, length of service and backgrounds, including but not limited to gender diversity. The policy is always to appoint individuals on merit and there will be no discrimination on the grounds of gender, race, ethnicity, religion, sexual orientation, age or physical ability. The overriding aim of the policy is to ensure that the Board is composed of the best combination of people for ensuring the delivery of investment outperformance for shareholders over the long term. The current Directors have a range of business, financial and asset management skills as well as experience relevant to the direction and control of the Company. Brief biographical details of the members of the Board are shown on page 33.

### Employees, Social, Community, Environmental and Human Rights Issues

An increasingly broad spectrum of investors now rightly focus on 'ESG' issues for their portfolios. They want to know that their Board and managers are aware of these issues, that they take them into account in building their portfolios and that they raise issues directly with investee companies. The Company is aware of the focus on these issues with the Managers and how they integrate them into their investment process.

Companies that address ESG issues and adopt sustainable business practices are better placed to maximise their performance and create enduring value for shareholders. Corporate governance issues have the most direct bearing on the risk/reward profile of the Company's portfolio.

However, environmental concerns and social issues are very important and again the focus is on the economic impact of the involvement. The Manager engages in meaningful interactions with investee companies through dedicated meetings and exercises the Company's proxy votes in a prudent and diligent manner in the interests of our shareholders. Also see the Company's Corporate Governance and Voting Policy in the Directors Report on pages 40 and 41 for further details on Proxy Voting and Stewardship/Engagement.

### Greenhouse Gas Emissions

The Company has a management contract with JPMF. It has no employees and all of its Directors are non-executive. The day to day activities are carried out by third parties. There are therefore no disclosures to be made in respect of employees. The Company itself has no premises, consumes no electricity, gas or diesel fuel and consequently does not have a measurable carbon footprint. As a low energy user under HMRC guidelines it is not required to disclose energy and carbon information. The Board notes the JPMAM policy statements in respect of Employers, Social, Community and Environmental and Human Rights issues and Greenhouse Gas Emissions and that JPMAM is a signatory to the Carbon Disclosure Project and JPMorgan Chase is a signatory to the Equator Principles on managing social and environmental risk in project finance. See [www.jpmaninvestmenttrusts.co.uk/governance](http://www.jpmaninvestmenttrusts.co.uk/governance) for further details.

### The Modern Slavery Act 2015 (the 'MSA')

The MSA requires companies to prepare a slavery and human trafficking statement for each financial year of the organisation. As the Company has no employees and does not supply goods and services, the MSA does not apply directly to it. The MSA requirements more appropriately relate to JPMF and JPMAM. JPMorgan's statement on the MSA can be found on the following

website: [https://www.jpmorganchase.com/content/dam/jpmc/jpmorgan-chase-and-co/documents/JPMC-Group-Statement-on-Modern-Slavery-FY2019\\_Final-w-signature.pdf](https://www.jpmorganchase.com/content/dam/jpmc/jpmorgan-chase-and-co/documents/JPMC-Group-Statement-on-Modern-Slavery-FY2019_Final-w-signature.pdf). Furthermore, the Investment Managers, as part of their investment process, do consider the labour practices of companies before making any investment decisions.

### Corporate Criminal Offence

The Company maintains zero tolerance towards tax evasion. Shares in the Company are purchased through intermediaries or brokers, therefore no funds flow directly into the Company.

### Principal and Emerging Risks

The Directors confirm that they have carried out a robust assessment of the principal and emerging risks facing the Company, including those that would threaten its business model, future performance, solvency or liquidity.

With the assistance of the Manager, the Board has drawn up a risk matrix, which identifies the key risks to the Company. In assessing the risks and how they can be mitigated, the Board has given particular attention to those issues that threaten the viability of the Company. These key risks fall broadly under the following categories:

- **Investment**

An inappropriate investment strategy, for example poor stock selection or asset allocation or foreign exchange weakness, may lead to underperformance against the Company's benchmark index and peer companies or it may lead to insufficient local currency income generation which may lead to a cut in the dividend. The Board manages these risks by diversification of investments through its investment restrictions and guidelines, which are monitored and reported on by the Manager. The Manager provides the Directors with timely and accurate management information, including performance data and attribution analyses, revenue estimates, currency performance, liquidity reports and shareholder analyses. The Board monitors the implementation and results of the investment process with the Investment Managers, who attend Board meetings, and reviews data which show statistical measures of the Company's risk profile.

- **Strategy**

If the Company's business strategy is no longer appropriate, it may lead to a lack of investor demand. This may result in the Company's shares trading at a narrower premium or a wider discount. The Board discusses these risks regularly and takes advice from the Manager and its professional advisers. An inappropriate gearing strategy may lead to suboptimal returns; poor performance if over-g geared in weak markets or performance foregone if under-g geared in strong markets. The

Board has set a gearing range within which the Investment Managers employ the Company's gearing on a strategic basis.

- **Financial**

The financial risks faced by the Company include market price risk, interest rate risk, liquidity risk and credit risk. Further details are disclosed in note 22 on pages 71 to 76.

- **Corporate Governance and Shareholder Relations**

Details of the Company's compliance with Corporate Governance best practice, including information on relations with shareholders, are set out in the Corporate Governance report on page 37 to 41.

- **Operational and Cybercrime**

Loss of key staff by the Manager, such as the Investment Managers, could affect the performance of the Company. Disruption to, or failure of, the Manager's accounting, dealing or payments systems or the depositary's or custodian's records could prevent accurate reporting and monitoring of the Company's financial position. This includes the risk of cybercrime and consequent potential threat to security and business continuity. Details of how the Board monitors the services provided by the Manager and its associates and the key elements designed to provide effective internal control are included in the Risk Management and Internal Control section of the Corporate Governance report on page 40. The threat of cyber attack, in all its guises, is regarded as at least as important as more traditional physical threats to business continuity and security. The Company benefits directly or indirectly from all elements of JPMorgan's Cyber Security programme. The information technology controls around the physical security of JPMorgan's data centres, security of its networks and security of its trading applications are tested by PricewaterhouseCoopers LLP and reported every six months against the AAF Standard.

- **Accounting, Legal and Regulatory**

In order to qualify as an investment trust, the Company must comply with Section 1158 of the Corporation Tax Act 2010 ('Section 1158'). Details of the Company's approval are given under 'Business of the Company' above. Were the Company to breach Section 1158, it would lose its investment trust status and, as a consequence, gains within the Company's portfolio could be subject to Capital Gains Tax. The Section 1158 qualification criteria are continuously monitored by the Manager and the results reported to the Board each month. The Company must also comply with the provisions of the Companies Act 2006 and, since its shares are listed on the London Stock Exchange, the UKLA Prospectus Rules, Listing Rules and Disclosure, Guidance & Transparency Rules ('DTRs'). A breach of the Companies Act could result in the Company and/or the Directors being fined or the subject of criminal proceedings. Breach of the UKLA Listing Rules or DTRs could

result in the Company's shares being suspended from listing which in turn would breach Section 1158. The Board relies on the services of its Company Secretary, the Manager and its professional advisers to ensure compliance with the Companies Act 2006, the UKLA Prospectus Rules, Listing Rules, DTRs and the Alternative Investment Fund Managers Directive.

- **Political and Economic**

Sustained underperformance of emerging markets as an asset class as a result of risks such as the imposition of restrictions on the free movement of capital, ability to pay corporate dividends and change in legislation. Risks of economic, political and ultimately military conflicts between nations, regions and trading blocks are an ever present risk. So too are the risks of social dislocation or civil unrest within countries. These bring with them risks to economic growth, to investors' risk appetites and, consequently, to the valuations of companies in the portfolio. These risks are discussed by the Board on a regular basis.

- **Environmental, Social and Governance**

Underperformance as a result of environmental, social and governance risks. The Board acknowledges that there are risks associated with investment in companies which fail to conduct business in a responsible manner and, therefore, it ensures that the Manager takes account of environmental, social and governance factors as part of the investment process.

The Board considers the following as emerging risks facing the Company:

### Emerging Risks

- **Climate Change**

Climate change is one of the most critical emerging issues confronting asset managers and their investors. Climate change may have a disruptive effect on the business models and profitability of individual investee companies, and indeed, whole sectors. The Board is also considering the threat posed by the direct impact of climate change on the operations of the Manager and other major service providers.

The Manager's investment process integrates consideration of environmental, social and governance factors into decisions on which stocks to buy, hold or sell. This includes the approach investee companies take to recognising and mitigating climate change risks. In the Company's and Manager's view, companies that successfully manage climate change risks will perform better in the long-term. Consideration of climate change risks and opportunities is an integral part of the investment process. The Manager aims to influence the management of climate related risks through

engagement and voting and is a participant of Climate Action 100+ and a signatory of the United Nations Principles for Responsible Investment.

- **Global Pandemics**

COVID-19 has highlighted the speed and extent of economic damage that can arise from a pandemic. While current hopes that vaccination programmes will control the virus appear well-placed, there is the risk that emergent strains may not respond to current vaccines and may be more lethal and that they may spread as global travel opens up again.

The response to the Pandemic by governments may fail to mitigate the economic damage created by the Pandemic and public health responses to it, or may create new risks in their own right. The current deployment of a number of vaccines gives hope that the world will be able eventually to live with COVID-19. Meeting the costs of support measures across the globe may see an increase in taxation which could be detrimental to investee companies, the appeal of savings and investment products (such as the Company) and to shareholders themselves. The support measures could also result in either significant levels of inflation in the medium term with a knock on effect on valuations and/or growth; or if they are not sufficient, they could lead to continued depressed levels of demand and deflation. Deflation would make the real price of the Company's debt rise and increase the effective debt burden.

The Board receives reports on the business continuity plans of the Manager and other key service providers. The effectiveness of these measures have been assessed throughout the course of the COVID-19 pandemic and the Board will continue to monitor developments as they occur and seek to learn lessons which may be of use in the event of future pandemics. The Board seeks to manage these risks through: a broadly diversified equity portfolio, appropriate asset allocation, reviewing key economic and political events and regulatory changes, active management of risk and the application of relevant policies on gearing and liquidity.

### Long Term Viability

The UK Corporate Governance Code and the AIC Code of Corporate Governance require the Board to assess the prospects of the Company over a longer period than the 12 months required by the 'Going Concern' provision.

The Company's current position and prospects are set out in the Chairman's Statement, the Investment Managers' Report and the Strategic Report. The principal and emerging risks are set out on pages 27 and 28.

The Board has taken account of the Company's current position, the principal and emerging risks that it faces, including climate change and the COVID-19 pandemic and their potential impact on its future development and prospects, and the mitigation measures which key service providers, including the Manager, have in place to maintain operational resilience and business continuity. Although the final total cost of COVID-19 and the resultant level of economic scarring are currently hard to predict with any certainty, the Board does not believe that they call into question the long term viability of the Company, particularly as the Company has no loan covenants or liabilities that cannot be readily met. As an investment company with a relatively liquid equity portfolio being capable of being realised fairly quickly and largely fixed ongoing charges which equate to a very small proportion of net assets, it would easily be able to meet its ongoing operating costs as they fall due. The Directors have assessed the prospects of the Company, to the extent that they are able to do so, over the next five years. They have made that assessment by considering those principal and emerging risks, the Company's investment objective and strategy, the investment capabilities of the Manager and the current outlook for the global economy and equity market. They have also taken into account the fact that the Company had a continuation vote at the 2018 AGM which was strongly supported with 100% of votes cast in favour and they expect a successful continuation vote to be passed at the 2021 AGM.

In determining the appropriate period of assessment the Directors had regard to their view that, given the Company's objective of providing investors with dividend income combined with the potential for long term capital growth, shareholders should consider the Company as a long term investment proposition. This is consistent with advice provided by investment advisers, that investors should consider investing in equities for a minimum of five years. Thus, the Directors consider five years to be an appropriate time horizon to assess the Company's viability.

The Directors confirm that, assuming a successful continuation vote at the 2021 AGM, and taking account of the Company's risk profile set out in note 22 on pages 71 to 76, and other factors set out under this heading, 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 five year period of assessment.

By order of the Board  
Divya Amin,  
for and on behalf of  
JPMorgan Funds Limited, Secretary.

25th October 2021

### Duty to promote the success of the Company

Section 172 of the Companies Act 2006 requires that a Director must act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members (i.e. shareholders) as a whole and in doing so, have regard (amongst other matters) to the likely consequences of any decision in the long term; the need to foster the Company's business relationships with suppliers, customers and others; the impact of the Company's operations on the community and the environment; the desirability of the Company maintaining a reputation for high standards of business conduct; and the need to act fairly as between members of the Company.

The Board is responsible for all decisions relating to the Company's investment objective and policies, gearing, discount management, corporate governance and strategy, and for monitoring the performance of the Company's third party service providers, including the Manager. The Board's philosophy is that the Company should foster a culture where all parties are treated fairly and with respect and the Board recognises the importance of keeping the interests of the Company's stakeholders, and of acting fairly between them, front of mind in its key decision making. As an externally managed investment company with no employees, the Board considers that the Company's key stakeholders are its shareholders, its Manager, its investee companies, and its other professional third party service providers (corporate broker, registrar, auditor, custodian and depositary) and wider society. The Board believes the best interests of the Company are aligned with those of these key stakeholders as all parties wish to see and ultimately benefit from the Company achieving its investment objectives whilst carrying on business in compliance with the highest possible regulatory, legal, ethical and commercial standards.

The table below sets out details of the Company's engagement with these stakeholders:

#### Stakeholder Engagement

##### Shareholders

Continued shareholder engagement is critical to the continued existence of the Company and the successful delivery of its long term strategy. The Board is focused on fostering and maintaining good working relationships with shareholders and understanding the views of shareholders in order to incorporate them into the Board's strategic thinking and objectives, including in respect of the Company's continuation votes. Full details on how the Board ensures it is fully apprised of shareholder views and how it engages with all shareholder groups can be found on page 39.

##### Manager

The principal supplier is the Manager, in particular the investment management team who are responsible for managing the Company's assets in order to achieve its stated investment objective. The Board maintains a good working relationship with the Manager, who also provides administrative support and promotes the Company through its investment trust sales and marketing teams. The Manager's investment management function is fundamental to the long term success of the Company through the pursuit of the investment objective. The Board monitors the Company's investment performance at each Board Meeting in relation to its objective and also to its investment policy and strategy. The Board also maintains strong lines of communication with the Manager via its dedicated company secretary and client director whose interactions extend well beyond the formal business addressed at each Board and Committee meeting. This enables the Board to remain regularly informed of the views of the Manager and the Company's shareholders (and vice versa).

##### Investee companies

The Board is committed to responsible investing and actively monitors the activities of investee companies through its delegation to the Manager. In order to achieve this, the Manager has discretionary powers to exercise voting rights on behalf of the Company on all resolutions proposed by the investee companies. In respect of the year under review, the Manager voted at all of the annual general meetings and extraordinary meetings held during the year by the Company's portfolio companies (full details can be found in the ESG report on page 18). The Board monitors investments made and divested and questions the Manager's rationale for exposures taken and voting decisions made.

##### Other key service providers

The Board ensures that it promotes the success of the Company by engaging specialist third party suppliers, with appropriate capability, performance records, resources and controls in place to deliver the services that the Company requires for support in meeting relevant obligations and safeguarding the Company's assets. For this reason, the Board considers the Company's Custodian, Depositary, Registrar, Auditor and Broker to be stakeholders. The Board maintains regular contact with its key external service providers, either directly, or via its dedicated company secretary or client director, and receives regular reporting from these providers at Board and Committee meetings. The Board regularly reviews and appraises its key service providers.

### Wider society and the Environment

Whilst strong long term investment performance is essential for an investment trust, the Board recognises that to provide an investment vehicle that is sustainable over the long term, both it and the Manager must have regard to ethical and environmental issues that impact society. Hence environmental, social and governance ('ESG') considerations are integrated into the Manager's investment process and will continue to evolve. Further details of the Manager's integrated approach to ESG can be found on pages 16 to 18.

The Directors confirm that they have considered their duty under Section 172 when making decisions during the financial year under review. Some of the key decisions and actions during the year which have required the Directors to have regard to applicable section 172 factors include:

### Key Decisions and Actions

#### Dividends Payable to Shareholders

The Company aims to pay, in the absence of unforeseen circumstances, a regular quarterly dividend. As previously reported, although the revenues generated last financial year did not cover the dividends paid, the Board felt that it was appropriate to use revenue reserves to maintain the dividend payout. The Board recognises that dividend generation from the Company is important to shareholders. In respect of the year to 31st July 2021, quarterly dividends totalling 5.1p (2020: 5.1p) per share were declared.

#### Succession Planning

The Board progressed its succession plans during the year resulting in the decision to appoint Lucy Macdonald as an independent non-executive director with effect from 1st April 2021. Having served as a Director since 2011, Richard Robinson will retire from the Board at the Company's forthcoming Annual General Meeting when Lucy Macdonald will take over as Chair of the Nomination Committee. Sarah Fromson also joined the Board in 2011 and she will be retiring from the Board at the Annual General Meeting in 2022. The Board plans to recruit a new Director in early 2022 and will subsequently agree the next Board Chairman. Shareholder interests are best served by ensuring a smooth and orderly succession for the Board which serves to provide both continuity and refreshment whilst ensuring diversity of both background and experience.

#### Borrowings and Gearing

The Board regularly discusses gearing with the Investment Managers who use it to enhance long-term shareholder returns. As at the beginning of the financial year, the Company had two US Dollar 20 million fixed rate loan facilities with National Australia Bank, repayable in October 2020 (2.31% per annum) and November 2022 (3.28% per annum). Upon maturity of the first loan facility on 8th October 2020, the Company entered into a three year US Dollar 20 million rolling interest loan facility with ING Bank, repayable in October 2023. This resulted in a lower blended interest rate for the Company.

#### Management Fee change

With effect from 1st August 2020, the management fee has been charged at 0.9% per annum on the Company's net assets. However, following a review, the Board reached an agreement with JPMorgan Funds Limited, its Manager, to amend the Company's investment management fee arrangements. With effect from 1st August 2021, the investment management fee has been charged at the rate of 0.75% per annum on the net asset value of the Company's portfolio. The fee will continue to be calculated and paid monthly.

#### Other Actions that Continue to Promote the Success of the Company

In addition, the Directors have kept under review the Company's other operating costs; continued to hold the Manager to account on investment performance; undertaken a robust review of the principal and emerging risks faced by the Company; and continued to encourage the Manager and the Broker to enhance its sales, marketing and PR efforts, having initiated a series of new promotional strategies to raise the Company's awareness.

Furthermore, throughout the course of the Covid-19 pandemic the Board has been in regular contact with the Manager, receiving frequent updates on the operational effectiveness of the Manager and key service providers and on areas such as portfolio activity with an enhanced ongoing focus on ESG, portfolio liquidity, gearing and the discount to NAV at which the Company's shares trade.

For and on behalf of the Board  
Sarah Fromson  
*Chairman*

25th October 2021

## Directors' Report

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**Board of Directors**



**Sarah Fromson (Chairman of the Board)**

A Director since June 2011.

Head of Risk at Wellcome Trust until retirement on 30th September 2019. A Board member of the Boston based Arrowstreet Capital Partners and a non-executive Chairman of Baronsmead Second Venture Trust plc. She is a trustee of the Wellcome Trust and the Genome Research Limited pension plans. Sarah is also on the board of Quilter Investors Limited, a subsidiary of Quilter plc. She was previously at RBS Asset Management (formerly Coutts) where she held a number of senior positions, including Chief Investment Risk Officer, Co-Head of Investments and Head of the Long-Only Investment team.

Connections with Manager: None.

Shared directorships with other Directors: None.



**Caroline Gulliver (Chairman of the Audit and Risk Committee)**

A Director since January 2015.

A Chartered Accountant, she spent 25 years with Ernst & Young LLP, latterly as an Executive Director before leaving in 2012. During that time she specialised in the asset management sector and developed an extensive experience of investment trusts and was a member of The Association of Investment Companies' Technical Committee. She is also a director of International Biotechnology Trust plc, Aberdeen Standard European Logistics Income PLC and Civitas Social Housing PLC.

Connections with Manager: None.

Shared directorships with other Directors: None.



**Mark Edwards**

A Director since February 2018.

A Chartered Accountant, he has over 30 years experience in the asset management industry with over 20 years as a Portfolio Manager in the Emerging Markets sector. He spent most of his career with T. Rowe Price specialising in Asian equities, based in London and Hong Kong before his retirement in 2015. He is a director of the Green Dragon Hotel Group. He qualified as a Chartered Accountant with KPMG in 1984.

Connections with Manager: None.

Shared directorships with other Directors: None.



**Richard Robinson (Chairman of the Nomination Committee and Senior Independent Director)**

A Director since December 2011.

Investment Director at Paul Hamlyn Foundation. He was previously Group Head of Charities & Foundations at Schroders plc and held a number of senior positions at Rothschild Asset Management. He was a director of Aurora Investment Trust plc from 2007 to 2011.

Connections with Manager: None.

Shared directorships with other Directors: None.



**Lucy Macdonald**

A director since April 2021.

Over 30 years' experience in the asset management industry, most recently as CIO Global Equities at Allianz Global Investors. She was also Lead Portfolio Manager of Brunner Investment Trust, a global income and growth trust from 2016 until May 2020. She is on the CFA UK investor panel.

Connections with Manager: None.

Shared directorships with other Directors: None.

**All Directors are members of the Audit and Risk Committee and the Nomination Committee.**

**All Directors are subject to annual reappointment.**

**All Directors are considered by the Board to be independent of the Manager and of the Company.**

The Directors present their report and the audited financial statements for the year ended 31st July 2021.

### Management of the Company

The Manager and Company Secretary is JPMorgan Funds Limited ('JPMF') a company authorised and regulated by the FCA.

The active management of the Company's assets is delegated by JPMF to an affiliate, JPMorgan Asset Management (UK) Limited ('JPMAM').

The Manager is a wholly owned subsidiary of JPMorgan Chase Bank which, through other subsidiaries, also provides accounting, banking, dealing and custodian services to the Company.

The Manager is employed under a contract which can be terminated on six months' notice, without penalty. If the Company wishes to terminate the contract on shorter notice, the balance of remuneration is payable by way of compensation.

The Board, through the Nomination Committee, conducts a formal evaluation of the Manager on an annual basis. The evaluation includes consideration of the investment strategy and process of the Manager, performance against the benchmark over the long term and the quality of support that the Company receives from the Manager including the marketing support provided. The latest evaluation of the Manager was carried out in June 2021. As a result of that process, the Board confirms that it is satisfied that the continuing appointment of the Manager is in the interests of shareholders as a whole.

No separate Management Engagement Committee has been established because all Directors are considered to be independent of the Manager and, given the nature of the Company's business, it is felt that all Directors as members of the Nomination Committee should take part in the review process.

### The Alternative Investment Fund Managers Directive ('AIFMD')

JPMF is the Company's alternative investment fund manager ('AIFM'). It is approved as an AIFM by the FCA. For the purposes of the AIFMD the Company is an alternative investment fund ('AIF'). JPMF has delegated responsibility for the day to day management of the Company's portfolio to JPMAM. The Company has appointed the Bank of New York Mellon (International) Limited ('BNY') as its depositary. BNY has appointed JPMorgan Chase Bank, N.A. as the Company's custodian. BNY is responsible for the oversight of the custody of the Company's assets and for monitoring its cash flows.

The AIFMD requires certain information to be made available to investors in AIFs before they invest and requires that material changes to this information be disclosed in the annual report of each AIF. An Investor Disclosure Document, which sets out

information on the Company's investment strategy and policies, leverage, risk, liquidity, administration, management, fees, conflicts of interest and other shareholder information is available on the Company's website at

[www.jpimglobalemergingmarketsincome.co.uk](http://www.jpimglobalemergingmarketsincome.co.uk). There have been no material changes to this information requiring disclosure. Any information requiring immediate disclosure pursuant to the AIFMD will be disclosed to the London Stock Exchange through a primary information provider.

The Company's leverage and JPMF's remuneration disclosures are set out on page 70.

### Management Fee

For the year ended 31st July 2021, the management fee was charged at the rate of 0.9% per annum (1.0% for the year ended 31st July 2020) on the Company's total assets less current liabilities. Loans that are drawn down under a loan facility with an original maturity date of one year or more are not classified as current liabilities for the purpose of the management fee calculation. The fee is calculated and paid monthly in arrears. Investments made by the Company in investment funds on which the Manager or a member of its group earns a fee are excluded from the calculation and therefore attract no additional management fee.

### Directors

All Directors of the Company who held office at the end of the year under review are detailed on page 33. Details of their beneficial shareholdings in the Company may be found in the Directors' Remuneration Report on page 46. No changes have been reported to the Directors' shareholdings since the year end.

In accordance with corporate governance best practice, all Directors will retire at the forthcoming Annual General Meeting. Being eligible, all Directors will offer themselves for reappointment by shareholders. The Board seeks to balance the need for refreshment of its members with the value derived from their experience and continuity. The Nomination Committee, having considered their qualifications, performance and contribution to the Board and to the Committees, confirms that each Director standing for reappointment continues to be effective and demonstrates commitment to the role and the Board recommends to shareholders that they be reappointed.

Sarah Fromson will be retiring from the Board at the conclusion of the 2022 AGM after an orderly succession. The Board plans to recruit a new Director in early 2022 and then to agree the next Board Chairman. The Board in reviewing its succession plan has ensured an orderly process is in place for the retirement and appointment of directors, for example not retiring two directors at the same time. The search for a new replacement Director will initially be conducted by an independent consultant.

### Director Indemnification and Insurance

As permitted by the Company's Articles of Association, each Director has the benefit of an indemnity which is a qualifying third party indemnity, as defined by Section 234 of the Companies Act 2006. The indemnities were in place during the year and as at the date of this report.

An insurance policy is maintained by the Company which insures the Directors of the Company against certain liabilities arising in the conduct of their duties. There is no cover against fraudulent or dishonest actions.

### Disclosure of information to the Auditor

In the case of each of the persons who are Directors of the Company at the time when this report was approved:

- (a) so far as each of the Directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's Auditor is unaware, and
- (b) each of the Directors has taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information (as defined) and to establish that the Company's Auditor is aware of that information.

The above confirmation is given and should be interpreted in accordance with the provision of Section 418(2) of the Companies Act 2006.

### Independent Auditor

Ernst & Young LLP has been auditor to the Company since its launch in 2010. In line with evolving best practice for corporate governance and due to the length of tenure, the Audit and Risk Committee undertook an auditor review and it has been decided to appoint Mazars LLP to succeed Ernst & Young LLP. Accordingly, a resolution to appoint Mazars LLP as auditors to the Company will be proposed at the forthcoming AGM. Ernst & Young LLP have confirmed that there are no circumstances in connection with their resignation which need to be brought to the attention of the Company's shareholders.

### Companies Act 2006 Requirements

The following disclosures are made in accordance with Section 992 of the Companies Act 2006.

### Capital Structure

As at 31st July 2021, the Company's issued share capital comprised 297,289,438 Ordinary shares of 1p each, including 49,277 shares held in Treasury. The Ordinary shares have a premium listing on the London Stock Exchange.

### Voting Rights in the Company's shares

Details of the voting rights in the Company's shares as at the date of this report are given in note 17 to the Notice of Annual General Meeting on page 86.

### Notifiable Interests in the Company's Voting Rights

At the financial year end, the following had declared a notifiable interest in the Company's voting rights:

Shareholders	Number of voting rights	%
Brewin Dolphin Limited <sup>1</sup>	29,692,676	9.99
Investec Wealth & Investment Limited <sup>1</sup>	24,990,809	8.49
Charles Stanley <sup>2</sup>	15,160,509	5.10
Smith & Williamson <sup>1</sup>	14,866,084	5.00

<sup>1</sup> Direct holding.

<sup>2</sup> Indirect holding.

Since the year end, 1607 Capital Partners disclosed their interest in the Company of 14,945,420 voting rights (5.03%). No other notifiable interests in the Company's voting rights have been disclosed by any shareholders.

The rules concerning the appointment, reappointment and replacement of Directors, amendment of the Company's Articles of Association and powers to issue or repurchase the Company's shares are contained in the Articles of Association of the Company and the Companies Act 2006.

There are no restrictions concerning the transfer of securities in the Company; no special rights with regard to control attached to securities; no agreements between holders of securities regarding their transfer known to the Company; no agreements to which the Company is party that affect its control following a takeover bid; and no agreements between the Company and its Directors concerning compensation for loss of office.

### Listing Rule 9.8.4R

Listing Rule 9.8.4R requires the Company to include certain information in a single identifiable section of the Annual Report or a cross reference table indicating where the information is set out. The Directors confirm that there are no disclosures to be made in this regard.

### Annual General Meeting

The notice covering the Annual General Meeting of the Company to be held on 25th November 2021 is given on pages 84 to 87.

Resolutions relating to the following items of special business will be proposed at the forthcoming Annual General Meeting. The full text of the resolutions is set out in the Notice of Annual General Meeting on pages 84 and 85.

### **(i) Authority to allot new shares and to disapply statutory pre-emption rights (resolutions 9 and 10)**

The Directors will seek renewal of the authority at the Annual General Meeting to issue new Ordinary shares in the Company. The authority being sought is for up to 29,724,016 new Ordinary shares for cash or by way of a sale of Treasury shares up to an aggregate nominal amount of £297,240, such amount being equivalent to approximately 10% of the issued share capital (excluding Treasury shares) as at the latest practicable date before the publication of this document or, if different, the number of Ordinary shares which is equal to 10% of the Company's issued share capital (excluding Treasury shares) as at the date of the passing of the resolution.

This authority will expire at the conclusion of the Annual General Meeting of the Company in 2022 unless renewed at a prior general meeting. It is advantageous for the Company to be able to issue new shares (or to sell Treasury shares) to investors when the Directors consider that it is in the best interests of shareholders to do so. Any such issues would only be made at prices greater than the cum income net asset value, thereby increasing the net asset value per share and spreading the Company's administrative expenses, other than the management fee which is charged on the value of the Company's assets, over a greater number of shares. The issue proceeds would be available for investment in line with the Company's investment policy.

If Resolution 10 is passed, the Directors will also have the power to allot the shares over which they are granted authority pursuant to Resolution 9 for cash and sell shares out of Treasury on a non pre-emptive basis. Any Ordinary shares allotted or sold out of Treasury on a non pre-emptive basis will not be issued at a price less than the prevailing net asset value per Ordinary share.

### **(ii) Authority to repurchase the Company's shares (resolution 11)**

The authority to repurchase up to 14.99% of the Company's issued share capital, granted by shareholders at the 2020 Annual General Meeting, will expire on 1st June 2022 unless renewed at the forthcoming Annual General Meeting. The Directors consider that the renewal of this authority is in the interests of shareholders as a whole, as the repurchase of shares at a discount to the underlying net asset value enhances the net asset value of the remaining shares.

Resolution 11 gives the Company authority to repurchase its own issued Ordinary shares in the market as permitted by the Companies Act 2006. The authority limits the number of shares that could be purchased to a maximum of 44,556,300 Ordinary shares, representing approximately 14.99% of the Company's issued Ordinary shares as at the latest practicable date before the publication of this document or, if less, the number of Ordinary shares which is equal to 14.99% of the Company's issued share capital (excluding Treasury shares) as at the date of the passing of the resolution. The authority also sets minimum and maximum prices.

If Resolution 11 is passed at the Annual General Meeting, the Board may repurchase the shares for cancellation or hold them in Treasury pursuant to the authority granted to it for possible resale at a premium to net asset value.

Any repurchases will be at the discretion of the Board and will be made in the market only at prices below the prevailing net asset value per share, thereby enhancing the net asset value of the remaining shares, as and when market conditions are appropriate. In the normal course of business the Directors would expect to exercise their discretion to repurchase shares if the discount to NAV (on an ex-income basis) at which they trade exceeded 5% over any significant period of time.

This new authority to repurchase shares if passed will expire on 24th May 2023, but it is the Board's intention to seek renewal of the authority at the 2022 Annual General Meeting.

### **(iii) Approval of dividend policy (resolution 12)**

The Directors seek approval of the Company's dividend policy to continue to pay four quarterly interim dividends during the year, which for the year ended 31st July 2021 have totalled 5.1 pence per share.

### **(iv) Adoption of new Articles of Association (Resolution 13)**

Resolution 14, which will be proposed as a special resolution, seeks shareholder approval to adopt new Articles of Association (the 'New Articles') in order to update the Company's current Articles of Association (the 'Existing Articles'). The proposed amendments being introduced in the New Articles primarily relate to changes in law and regulation and developments in market practice since the Existing Articles were adopted, and principally include provisions enabling the Company to hold wholly virtual shareholder meetings using electronic means (as well as physical shareholder meetings or hybrid meetings). The amendments reflect current best practice and are intended to relieve certain administrative burdens on the Company.

A summary of the principal amendments being introduced in the New Articles is set out in the appendix to the AGM Notice (on page 87 of this document). Other amendments, which are of a minor, technical or clarifying nature, have not been summarised in the appendix.

Whilst the proposed New Articles would permit shareholder meetings to be conducted using electronic means, the Board has no intention of holding a virtual-only meeting if it can be reasonably avoided. The Board is committed to ensuring that future general meetings (including AGMs) incorporate a physical meeting when law and regulation permits and where shareholders can meet with the Board face to face. The potential to hold a general meeting through wholly electronic means is intended as a solution to be adopted as a contingency to ensure the continued smooth operation of the Company in extreme operating circumstances where physical meetings are prohibited or cannot reasonably be held. Nothing in the New Articles will

prevent the Company from holding physical shareholder meetings.

A copy of the New Articles, together with a copy showing all of the proposed changes to the Existing Articles, will be available for inspection on the Company's website and at the offices of JPMorgan Funds Limited, 60 Victoria Embankment, London EC4Y 0JP between the hours of 9.00 a.m. and 5.00 p.m. (Saturdays, Sundays and public holidays excepted), from the date of the AGM Notice until the close of the AGM, and will also be available for inspection at the venue of the AGM from 15 minutes before and during the AGM.

**(v) Continuation vote (resolution 14)**

The Company's articles of association require that shareholder approval is sought for the Company to continue in existence as an investment trust for a further three year period. More detail is set out in the Chairman's Statement on page 9.

**Recommendation**

The Board considers that resolutions 9 to 14 are likely to promote the success of the Company and are in the best interests of the Company and its shareholders as a whole. The Directors unanimously recommend that you vote in favour of the resolutions, as they intend to do in respect of their own beneficial holdings which, as at the year end, amounted in aggregate to 118,840 Ordinary shares.

**Corporate Governance Statement**

**Compliance**

The Board is committed to high standards of corporate governance. It has considered the principles and provisions of the AIC Code of Corporate Governance published in 2019 (the 'AIC Code'), which addresses the principles and provisions set out in the UK Corporate Governance Code (the 'UK Code') published in 2018, as they apply to investment trust companies. It considers that reporting in line with the AIC Code, therefore, provides more appropriate information to the Company's shareholders. Through ongoing advice throughout the year from the Company Secretary and the use of a detailed checklist the Board confirms that the Company has complied with the principles and provisions of the AIC Code, in so far as they apply to the Company's business, throughout the year under review. As all of the Company's day-to-day management and administrative functions are outsourced to third parties, it has no executive directors, employees or internal operations and therefore has not reported in respect of the following:

- the role of the executive directors and senior management;
- executive directors' and senior management remuneration; and
- the workforce.

Copies of the UK Code and the AIC Code may be found on the respective organisations' websites: [www.frc.org.uk](http://www.frc.org.uk) and [www.theaic.co.uk](http://www.theaic.co.uk)

**Role of the Board**

A management agreement between the Company and the Manager sets out the matters which have been delegated to the Manager. This includes management of the Company's assets and the provision of accounting, company secretarial, administration and some marketing services. All other matters are reserved for the approval of the Board. A formal schedule of matters reserved to the Board for decision has been approved. This includes determination and monitoring of the Company's investment objectives and policy and its future strategic direction, gearing policy, management of the capital structure, appointment and removal of third party service providers, review of key investment and financial data and the Company's corporate governance and risk control arrangements.

At each Board meeting, Directors' interests are considered. These are reviewed carefully, taking into account the circumstances surrounding them, and, if considered appropriate, are approved. It was resolved that there were no actual or indirect interests of a Director which conflicted with the interests of the Company, which arose during the year.

Following the introduction of The Bribery Act 2010, the Board has adopted appropriate procedures designed to prevent bribery. It confirms that the procedures have operated effectively during the year under review.

The Board meets on at least four occasions during the year and additional meetings are arranged as necessary. Full and timely information is provided to the Board to enable it to function effectively and to allow Directors to discharge their responsibilities.

There is an agreed procedure for Directors to take independent professional advice, if necessary, at the Company's expense. This is in addition to the access that every Director has to the advice and services of the Company Secretary, which is responsible to the Board for ensuring that Board procedures are followed and that applicable rules and regulations are complied with.

**Board Composition**

The Board, chaired by Sarah Fromson, currently consists of five non-executive Directors, all of whom are regarded by the Board as independent of the Company's Manager, including the Chairman. The Directors have a breadth of investment knowledge, business and financial skills and experience relevant to the Company's business. Brief biographical details of each Director are set out on page 84. There were no changes to the Chairman's other significant commitments during the year under review.

A review of Board composition and balance is included as part of the annual performance evaluation of the Board, details of which

may be found below. Richard Robinson, as the Senior Independent Director, leads the evaluation of the performance of the Chairman and is available to shareholders if they have concerns that cannot be resolved through discussion with the Chairman.

### Reappointment of Directors

The Directors of the Company and their brief biographical details are set out on page 33. The skills and experience that each Director brings to the Board, and hence why their contributions are important to the long term success of the Company, are summarised in the biographical details referred to above. All of the Directors held office during the year under review and will stand for reappointment at the forthcoming AGM.

**Resolution 4** is for the reappointment of Mark Edwards. He joined the Board in February 2018 and has served for three years as a Director.

**Resolution 5** is for the reappointment of Sarah Fromson. She joined the Board in June 2011 and has served for nine years as a Director (including two years as Board Chairman). Sarah will retire from the Board at the conclusion of the 2022 AGM to allow for an orderly succession.

**Resolution 6** is for the reappointment of Caroline Gulliver. She joined the Board in January 2015 and has served for six years as a Director (including as Chairman of the Audit and Risk Committee since November 2015).

**Resolution 7** is for the appointment of Lucy Macdonald. She joined the Board in April 2021.

The Board confirms that each of the Directors standing for reappointment at the forthcoming AGM continue to contribute effectively and are considered independent of the Manager. The Board recommends that shareholders vote in favour of their reappointment.

### Tenure

Directors are initially appointed until the following Annual General Meeting when, under the Company's Articles of Association, it is required that they be reappointed by shareholders. Subject to the performance evaluation carried out each year, the Board will agree whether it is appropriate for Directors to seek reappointment. The Board has adopted corporate governance best practice such that all Directors must stand for annual reappointment.

The Board has a succession plan in place and believes in regular refreshment of the Board and its Committees and in the benefits of having a diverse range of experience, skills, length of service and backgrounds (see our diversity policy on page 26).

The Board is also of the view that length of service will not necessarily compromise the independence or contribution of directors of an investment trust company or, indeed, its chairman.

Continuity and experience can add significantly to the strength of the board especially in times of market turbulence. The Board has noted the inference of provisions in the UK Corporate Governance Code that non executive directors who have served for more than nine years should be presumed not to be independent. However, the AIC does not believe that this presumption is necessarily appropriate for investment companies and therefore does not recommend that long-serving directors be prevented from forming part of an investment trust board. However, in normal circumstances the Chairman and Directors are expected to serve for a nine-year term, but this may be adjusted for reasons of continuity and orderly succession.

Richard Robinson will retire at the 2021 AGM. We note that the remainder of the current Board with the exception of the Chair has served for less than nine years. The Chair, Sarah Fromson, has stated that it is her intention to stand down at the conclusion of the 2022 AGM. It is our intention henceforth that a majority of the Board excluding the chairman shall have served for less than nine years.

The terms and conditions of Directors' appointments are set out in formal letters of appointment, copies of which are available for inspection on request at the Company's registered office and at the Annual General Meeting.

A schedule of interests for each Director is maintained by the Company and reviewed at every Board meeting. New interests are considered carefully, taking into account the circumstances surrounding them and, if considered appropriate, are approved.

### Induction and Training

On appointment, the Manager and Company Secretary provide all Directors with induction training. Thereafter, regular briefings are provided on changes in law and regulatory requirements that affect the Company and the Directors. Directors are encouraged to attend industry and other seminars covering issues and developments relevant to investment trust companies. Regular reviews of the Directors' training needs are carried out by the Chairman by means of the evaluation process described below.

### Meetings and Committees

The Board delegates certain responsibilities and functions to the Audit and Risk Committee and the Nomination Committee of which all Directors are members.

The table below details the number of Board and Audit and Risk Committee meetings and Nomination Committee meetings attended by each Director. During the year under review there were four Board meetings, two Audit and Risk Committee meetings and two Nomination Committee meetings. In addition, there were other ad hoc Board meetings held to deal with various procedural matters and formal approvals. In addition, there is regular contact between the Directors and the Manager and Company Secretary throughout the year.

Director	Board Meetings Attended	Audit and Risk Committee Meetings Attended	Nomination Committee Meetings Attended
Sarah Fromson	4/4	2/2	1/1
Caroline Gulliver	4/4	2/2	1/1
Richard Robinson	4/4	2/2	1/1
Mark Edwards	4/4	2/2	1/1
Lucy Macdonald	1/1	0/0	1/1

As well as the formal meetings detailed above, the Board meets and communicates frequently by email or telephone to deal with day to day matters as they arise.

## Board Committees

### Nomination Committee

The Nomination Committee, chaired by Richard Robinson, meets at least annually.

The Committee ensures that the Board has an appropriate balance of skills and experience to carry out its fiduciary duties and to select and propose suitable candidates, when necessary, for appointment. A variety of sources, including independent search consultants or open advertising, may be used to ensure that a wide range of candidates is considered.

The appointment process takes into account the benefits of diversity. The Board's policy on diversity, including gender, is to take account of the benefits of these during the appointment process. However, the Board remains committed to appointing the most appropriate candidate, regardless of gender or other forms of diversity. Therefore, no targets have been set against which to report.

The Committee undertakes an annual performance evaluation of the Board, its Committee and individual Directors to ensure that all Directors have devoted sufficient time and contributed adequately to the work of the Board and its Committee. The evaluation of the Board considers the balance of experience, skills, independence, corporate knowledge, its diversity, including gender, and how it works together. Questionnaires, drawn up by the Board are completed by each Director. The responses are then collated and discussed by the Committee. The evaluation of the individual Directors is led by the Board Chairman who also meets with each Director. The Senior Independent Director leads the evaluation of the Chairman's performance. The Board reviews Directors' fees. This takes into account the level of fees paid to the directors of the Company's peers and within the investment trust industry generally to ensure that high quality individuals are attracted and retained.

The Committee has a succession plan to refresh the Board in an orderly manner over time. The Board seeks to balance the need for refreshment of its members with the value derived from experience and continuity.

The Committee reviews the terms of the management agreement between the Company and the Manager, the performance of the Manager, the notice period that the Board has with the Manager and makes recommendations to the Board on the continued appointment of the Manager following these reviews.

### Audit and Risk Committee

The report of the Audit and Risk Committee is set out on pages 42 and 43.

## Terms of Reference

Each Committee has written terms of reference which define clearly its responsibilities, copies of which are available for inspection on the Company's website, on request, at the Company's registered office and at the Company's Annual General Meeting.

## Relations with Shareholders

The Board regularly monitors the shareholder profile of the Company. It aims to provide shareholders with a full understanding of the Company's activities and performance and reports formally to shareholders each year by way of the annual report and accounts and the half year report. These are supplemented by the daily publication, through the London Stock Exchange, of the net asset value of the Company's shares.

All shareholders are encouraged to attend the Company's Annual General Meeting at which the Directors and representatives of the Manager are available in person to meet shareholders and answer their questions, subject to no public health or other restrictions. In addition, a presentation is given by the Investment Manager who reviews the Company's performance.

The Company's brokers, the Investment Managers and JPMF hold regular discussions with larger shareholders. The Directors are made fully aware of their views. The Chairman and Directors make themselves available as and when required to support these meetings and to address shareholder queries. The Directors may be contacted through the Company Secretary whose details are shown on page 93.

The Company's annual report and accounts are published in time to give shareholders at least twenty working days' notice of the Annual General Meeting. Shareholders wishing to raise questions in advance of the meeting are encouraged to submit questions via the Company's website or write to the Company Secretary at the address shown on page 93.

Details of the proxy voting position on each resolution will be published on the Company's website shortly after the Annual General Meeting.

### Risk Management and Internal Control

The UK Corporate Governance Code requires the Directors, at least annually, to review the effectiveness of the Company's system of risk management and internal control and to report to shareholders that they have done so. This encompasses a review of all controls, which the Board has identified as including business, financial, operational, compliance and risk management.

The Directors are responsible for the Company's system of risk management and internal control which is designed to safeguard the Company's assets, maintain proper accounting records and ensure that financial information used within the business, or published, is reliable. However, such a system can only be designed to manage rather than eliminate the risk of failure to achieve business objectives and therefore can only provide reasonable, but not absolute, assurance against fraud, material misstatement or loss.

Since investment management, custody of assets and all administrative services are provided to the Company by the Manager and its associates, the Company's system of risk management and internal control mainly comprises monitoring the services provided by the Manager and its associates, including the operating controls established by them, to ensure they meet the Company's business objectives. There is an ongoing process for identifying, evaluating and managing the significant risks faced by the Company (see Principal and Emerging Risks on pages 27 and 28). This process has been in place for the year under review and up to the date of the approval of the annual report and accounts, and it accords with the Financial Reporting Council's guidance. Given the foregoing, and in common with most investment trust companies, the Company does not have an internal audit function of its own. The Manager's internal audit department conducts regular and rigorous reviews of the various audit functions within its asset management business. Any significant findings that are relevant to the Company and/or the Manager's investment trust business are reported to the Board.

The key elements designed to provide effective internal controls are as follows:

- **Financial Reporting**

Regular and comprehensive review by the Board of key investment and financial data, including management accounts, revenue projections, analysis of transactions and performance comparisons.

- **Management and Other Agreements**

Appointment of a manager, depositary and custodian regulated by the FCA, whose responsibilities are clearly defined in written agreements.

- **Management Systems**

The Manager's system of risk management and internal control includes organisational agreements which clearly

define the lines of responsibility, delegated authority, control procedures and systems. These are monitored by the Manager's Compliance department which regularly monitors compliance with FCA rules.

- **Investment Strategy**

Authorisation and monitoring of the Company's investment strategy and exposure limits by the Board.

The Board, either directly or through the Audit and Risk Committee, keeps under review the effectiveness of the Company's system of risk management and internal controls by monitoring the operation of the key operating controls of the Manager and its associates as follows:

- reviews the terms of the management agreement and receives regular reports from the Manager's Compliance department;
- reviews reports on the risk management and internal controls and the operations of its Depositary, BNY Mellon Trust & Depositary (UK) Limited, and its Custodian, JPMorgan Chase Bank, which are independently reviewed; and
- reviews every six months an independent report on the risk management and internal controls and the operations of the Manager.

By means of the procedures set out above, the Board confirms that it has carried out a robust assessment of the effectiveness of the Company's system of risk management and internal controls for the year ended 31st July 2021, and to the date of approval of this annual report and accounts.

The Board confirms that any failings or weaknesses identified during the course of its review of the system of risk management and internal control were not significant and did not affect the Company.

### Corporate Governance and Voting Policy

The Company delegates responsibility for voting to the Manager. The following text in italics is a summary of the policy statements of J.P. Morgan Asset Management ('JPMAM') on corporate governance, voting policy and social and environmental issues, which has been reviewed and noted by the Board. Details on social, environmental and governance issues are included in the Strategic Report on pages 26 and 27 and in the Investment Managers' Report on pages 14 and 15.

#### **Corporate Governance**

*JPMAM believes that corporate governance is integral to our investment process. As part of our commitment to delivering superior investment performance to our clients, we expect and encourage the companies in which we invest to demonstrate the highest standards of corporate governance and best business practice. We examine the share structure and voting structure of the*

companies in which we invest, as well as the board balance, oversight functions and remuneration policy. These analyses then form the basis of our proxy voting and engagement activity.

**Proxy Voting**

JPMAM manages the voting rights of the shares entrusted to it as it would manage any other asset. It is the policy of JPMAM to vote in a prudent and diligent manner, based exclusively on our reasonable judgement of what will best serve the financial interests of our clients. So far as is practicable, we will vote at all of the meetings called by companies in which we are invested.

**Stewardship/Engagement**

JPMAM recognises its wider stewardship responsibilities to its clients as a major asset owner. To this end, we support the introduction of the FRC Stewardship Code, which sets out the responsibilities of institutional shareholders in respect of investee companies. Under the Code, managers should:

- publicly disclose their policy on how they will discharge their stewardship responsibilities to their clients;
- disclose their policy on managing conflicts of interest;
- monitor their investee companies;
- establish clear guidelines on how they escalate engagement;
- be willing to act collectively with other investors where appropriate;
- have a clear policy on proxy voting and disclose their voting record; and
- report to clients.

JPMAM endorses the Stewardship Code for its UK investments and supports the principles as best practice elsewhere. We believe that regular contact with the companies in which we invest is central to our investment process and we also recognise the importance of being an 'active' owner on behalf of our clients.

JPMAM's Voting Policy and Corporate Governance Guidelines are available on request from the Company Secretary or can be downloaded from JPMAM's website:

**<http://www.jpmorganinvestmenttrusts.co.uk/governance>**, which also sets out its approach to the seven principles of the FRC Stewardship Code, its policy relating to conflicts of interest and its detailed voting record.

## Audit and Risk Committee Report

### Composition and Role

The Audit and Risk Committee, chaired by Caroline Gulliver and comprising all of the Directors, meets at least twice each year. The members of the Audit and Risk Committee consider that they have the requisite skills and experience to fulfil the responsibilities of the Committee. As a member of the Committee, Sarah Fromson provides a valuable contribution from her extensive knowledge and experience, in particular, of risk management. This is permitted under the AIC Code because the Board Chairman was deemed to be independent on appointment. At least one member of the Committee has recent and relevant financial experience and the Audit and Risk Committee as a whole has competence relevant to the sector.

The Committee reviews the actions and judgements of the Manager in relation to the half year and annual accounts and the Company's compliance with the UK Corporate Governance Code.

The Committee reviews and examines the effectiveness of the Company's internal control systems. It monitors the Company's key risks, and the controls relating to those risks. It receives controls reports on the Manager and the custodian, and monitors the controls and service levels at the Company's other key third party suppliers. It also receives information from the Manager's Compliance department and reviews the scope and results of the external audit, its cost effectiveness, the balance of audit and non-audit services and the independence and objectivity of the external Auditor. In the Directors' opinion the Auditor is considered independent. No non-audit services prohibited by the FRC's Ethical Standard were provided to the Company. The Committee also receives confirmations from the Auditor as part of its reporting, in regard to its objectivity and independence. Representatives of the Company's Auditor attend the Audit and Risk Committee meeting at which the draft annual report and accounts are considered and also engage with Directors as and when required.

### Financial Statements and Significant Accounting Matters

During its review of the Company's financial statements for the year ended 31st July 2021, the Committee considered the following significant issues, in particular those communicated by the Auditor during its reporting:

Significant issue	How the issue was addressed
Valuation, existence and ownership of investments	The valuation of investments is undertaken in accordance with the accounting policy, disclosed in note 1(b) to the financial statements on page 61. Controls are in place to ensure that valuations are appropriate and ownership is verified through Depositary and Custodian reconciliations. The audit includes the review of the existence, ownership and valuation of the investments.

Significant issue	How the issue was addressed
Recognition of investment income	The recognition of investment income is undertaken in accordance with accounting policy disclosed in note 1(d) to the financial statements on page 61. The Board regularly reviews subjective elements of income such as special dividends and agrees their accounting treatment.
Going Concern and Long Term Viability	The Committee has reviewed the appropriateness of the adoption of the Going Concern basis in preparing the accounts, particularly in view of the impact of the COVID-19 pandemic. The Committee recommended that the adoption of the Going Concern basis is appropriate (see Going Concern statement below).  The Committee also assessed the Long Term Viability of the Company as detailed on pages 28 and 29 and recommended to the Board its expectation that the Company would remain in operation for the five year period of the assessment.

The Board was made fully aware of any significant financial reporting issues and judgements made in connection with the preparation of the financial statements.

### Going Concern

The Directors believe that having considered the Company's investment objective (see page 23), risk management policies (see pages 71 to 76), capital management policies and procedures (see page 77), the nature of the portfolio and revenue as well as cashflow and expenditure projections, taking into account the impact of COVID-19 on the revenue expected from underlying investments in these projections, the Company has adequate resources, an appropriate financial structure and suitable management arrangements in place to continue in operational existence for the foreseeable future assuming a successful continuation vote at the 2021 AGM. The Company's investments are in quoted securities which are readily realisable and exceed its liabilities significantly. Gearing levels and compliance with loan covenants are reviewed by the Board on a regular basis. The revenue projections have been stress tested for the potential impact of foreign exchange movements. The Company's key third party suppliers, including its Manager, are not experiencing any operational difficulties to adversely affect their services to the Company. In addition, the Board has considered the continued impact of COVID-19 and believes that this will have a limited financial impact on the Company's operational resources and existence. For these reasons, they consider that there is reasonable evidence to continue to adopt the going concern basis in preparing the financial statements. They have not identified any material uncertainties to the Company's ability to continue to

do so over a period of at least 12 months from the date of approval of these financial statements.

The Committee assesses the Company's ability to continue as a going concern to 31st October 2022 and makes recommendations to the board to approve the going concern concept for preparation of the financial statements.

### Auditor Appointment and Tenure

The Audit and Risk Committee has the primary responsibility for making recommendations to the Board on the reappointment and removal of external auditors. As part of its review of the continuing appointment of the Auditor, the Audit and Risk Committee considers the length of tenure of the audit firm, its fees, its independence from the Alternative Investment Fund Manager and the Investment Managers and any matters raised during the audit.

The current audit firm has audited the Company's financial statements since launch in July 2010. During 2015 a competitive tender for audit services was undertaken and it was resolved to retain Ernst & Young LLP. In accordance with present professional guidelines the Audit Partner is rotated after no more than five years and the current year is the second year for which the present Audit Partner, Caroline Mercer, has served.

In line with evolving best practice for corporate governance and due to length of tenure the Committee undertook a tender process for the Company's audit during the year in which Ernst & Young LLP was not invited to participate. The Committee reviewed tender submissions from other audit firms, and, following detailed consideration, recommended to the Board that Mazars LLP be appointed as auditors on the basis of the breadth of experience demonstrated of the investment trust sector, and the resources and strength of their audit team. The Board supported the recommendation which will be put to shareholders at the forthcoming Annual General Meeting following receipt of special notice.

Details of the fees paid for audit services are included in note 6 on page 64.

### Fair, Balanced and Understandable

Having taken all available information into consideration and having discussed the content of the annual report and accounts with the Alternative Investment Fund Manager, Investment Managers, Company Secretary and other third party service providers, the Audit and Risk Committee has concluded that the annual report and financial statements for the year ended 31st July 2021, 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, and has reported these findings to the Board. The Board's conclusions in this respect are set out in the Statement of Directors' Responsibilities on page 48.

The Directors' statement on the Company's system of Risk Management and Internal Control is set out on page 40.

By order of the Board  
Divya Amin,  
for and on behalf of  
JPMorgan Funds Limited, Secretary.

25th October 2021



The Board presents the Directors' Remuneration Report for the year ended 31st July 2021 which has been prepared in accordance with the requirements of Section 421 of the Companies Act 2006.

The law requires the Company's Auditor to audit certain of the disclosures provided. Where disclosures have been audited they are indicated as such. The Auditor's opinion is included in its report on pages 50 to 56.

As all of the Directors are non-executive, the Board has not established a Remuneration Committee. Instead remuneration of the Directors is considered by the Board on a regular basis.

## Directors' Remuneration Policy

The law requires that the Directors' Remuneration Policy is subject to a triennial binding vote. However, the Board has decided to seek annual approval and therefore an ordinary resolution to approve this report will be put to shareholders at the forthcoming Annual General Meeting. The policy subject to the vote is set out in full below and is currently in force.

The Board's policy for this and subsequent years is that Directors' fees should properly reflect the time spent by the Directors on the Company's business and should be at a level to ensure that candidates of a high calibre are recruited to the Board and retained. The Chairman of the Board, the Chairman of the Audit and Risk Committee and the Senior Independent Director are paid higher fees than the other Directors, reflecting the greater time commitment involved in fulfilling those roles. As a guide, Directors' fees are determined with reference to the median level of the fees paid to directors of JPMorgan investment trusts.

Reviews are based on information provided by the Manager and industry research carried out by third parties on the level of fees paid to the directors of the Company's peers and within the investment trust industry generally. The involvement of remuneration consultants has not been deemed necessary as part of this review. The Company has no Chief Executive Officer and no employees and therefore no consultation of employees is required and there is no employee comparative data to provide in relation to the setting of the remuneration policy for Directors.

All of the Directors are non-executive. There are no performance-related elements to their fees and the Company does not operate any type of incentive, share scheme, award or pension scheme and therefore no Directors receive bonus payments or pension contributions from the Company or hold options to acquire shares in the Company. Directors are not granted exit payments and are not provided with compensation for loss of office. No other payments are made to Directors, other than the reimbursement of

reasonable out-of-pocket expenses incurred in attending the Company's business.

In the year under review, Directors' fees were paid at the following annual rates: Chairman £35,500; Chairman of the Audit and Risk Committee £29,000; Senior Independent Director £25,500 and, other Directors £24,500. These have been revised to the following annual rates from 1st August 2021: Chairman £36,500; Chairman of the Audit and Risk Committee £30,000; Senior Independent Director £26,500 and, other Directors £25,500.

The Company's Articles of Association provide that any increase in the maximum aggregate annual limit on Directors' fees, currently £175,000, requires both Board and shareholder approval.

The Company has not sought shareholder views on its remuneration policy. The Board considers any comments received from shareholders on remuneration policy on an ongoing basis and takes account of those views.

The terms and conditions of Directors' appointments are set out in formal letters of appointment which are available for review at the Company's Annual General Meeting and the Company's registered office. Details of the Board's policy on tenure are set out on page 38.

## Directors' Remuneration Policy Implementation

The Directors' Remuneration Report, which includes details of the Directors' remuneration policy and its implementation, is subject to an annual advisory vote and therefore an ordinary resolution to approve this report will be put to shareholders at the forthcoming Annual General Meeting. There have been no changes to the policy compared with the year ended 31st July 2020 and no changes are currently proposed for the year ending 31st July 2022.

At the Annual General Meeting held on 2nd December 2020, out of votes cast, 99.9% of votes cast were in favour of (or granted discretion to the Chairman who voted in favour of) the Resolutions to approve the Directors' Remuneration Policy for the year ended 30th June 2020, and 0.1% voted against. Abstentions were received from less than 0.01% of the votes cast. Of votes cast in respect of the Directors' Remuneration Report, 99.89% were in favour (or granted discretion to the Chairman who voted in favour) and 0.11% were against. Abstentions were received from less than 0.01% of the votes cast.

Details of voting on both the Remuneration Policy and the Directors' Remuneration Report from the 2021 Annual General Meeting will be given in the annual report for the year ending 31st July 2022.

## DIRECTORS' REMUNERATION REPORT

Details of the implementation of the Company's remuneration policy are given below.

### Single Total Figure of Remuneration

The single total figure of remuneration for each Director is detailed below together with the prior year comparative.

#### Single total figure table<sup>1</sup>

	Total fees <sup>1</sup>	
	2021 £	2020 £
Sarah Fromson	35,500	35,500
Caroline Gulliver	29,000	29,000
Richard Robinson	25,500	25,500
Mark Edwards	24,500	24,500
Lucy Macdonald <sup>2</sup>	6,125	–
<b>Total</b>	<b>120,625</b>	<b>114,500</b>

<sup>1</sup> Audited information. Other subject headings for the single figure table as prescribed by regulations are not included because there is nothing to disclose in relation thereto.

<sup>2</sup> Appointed Director on 1st April 2021.

### Annual Percentage Change in Directors' Remuneration<sup>1</sup>

The following table sets out the annual percentage change in Directors' fees for the year to 31st July 2021:

	Percentage change on prior year (%)
Sarah Fromson	–
Caroline Gulliver	–
Richard Robinson	–
Mark Edwards	–
Lucy Macdonald <sup>2</sup>	n/a

<sup>1</sup> Audited information.

<sup>2</sup> Appointed Director on 1st April 2021.

A table showing the total remuneration for the Chairman since launch to 31st July 2021 is below:

### Remuneration for the Chairman over the five years ended 31st July 2021

Year ended 31st July	Fees
2021	£35,500
2020	£35,500
2019	£34,000
2018	£34,000
2017	£32,500

### Directors' Shareholdings<sup>1</sup>

There are no requirements pursuant to the Company's Articles of Association for the Directors to own shares in the Company. The Directors' beneficial shareholdings are detailed below. All shares are held beneficially.

Directors' Name	31st July 2021	31st July 2020
Sarah Fromson	21,990	21,990
Caroline Gulliver	25,000	25,000
Richard Robinson <sup>2</sup>	20,550	20,550
Mark Edwards	20,000	10,000
Lucy Macdonald	31,300	Nil
<b>Total</b>	<b>118,840</b>	<b>77,540</b>

<sup>1</sup> Audited information.

<sup>2</sup> Richard Robinson held a further non-beneficial interest in 41,960 shares as at 31st July 2021 (2020: 41,960).

As at the latest practicable date before the publication of this document, there have been no changes to the Directors' shareholdings.

The Directors have no other share interests or share options in the Company and no share schemes are available.

A graph showing the Company's share price total return compared with its benchmark, the MSCI Emerging Markets Index, with net dividends reinvested, in sterling terms, since the date the Company began investing is shown below. The MSCI Emerging Markets Index has been chosen as this is the Company's adopted benchmark index, for the reasons given on page 25.

### Share price and benchmark total return since launch to 31st July 2021



Source: Morningstar/MSCI.

— Share price total return.  
— Benchmark total return.

The table below is provided to enable shareholders to assess the relative importance of expenditure on Directors' remuneration. It compares the remuneration with distributions to shareholders by way of dividends.

### Expenditure by the Company on remuneration and distributions to shareholders

	Year ended 31st July 2021	Year ended 31st July 2020
Remuneration paid to all Directors	£120,625	£114,500
Distribution to shareholders – by way of dividend	£15,161,000	£15,161,000

For and on behalf of the Board

Sarah Fromson  
Director

25th October 2021



## STATEMENT OF DIRECTORS' RESPONSIBILITIES

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The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the Directors must not approve the financial statements unless they are satisfied that, taken as a whole, the annual report and financial statements are fair, balanced and understandable, provide the information necessary for shareholders to assess the Company's performance, business model and strategy and that they give a true and fair view of the state of affairs of the Company and of the total return or loss of the Company for that period. In order to provide these confirmations, and in preparing these financial statements, the Directors are required to:

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

and the Directors confirm that they have done so.

The Directors are responsible for keeping proper 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 to enable them to ensure that the 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.

The financial statements are published on the [www.jpmglobalemergingmarketsincome.co.uk](http://www.jpmglobalemergingmarketsincome.co.uk) website, which is maintained by the Company's Manager. The maintenance and integrity of the website maintained by the Manager is, so far as it relates to the Company, the responsibility of the Manager. The work carried out by the auditors does not involve consideration of the maintenance and integrity of this website and, accordingly, the auditor accepts no responsibility for any changes that have occurred to the financial statements since they were initially presented on the website. The financial statements are prepared in accordance with UK legislation, which may differ from legislation in other jurisdictions.

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

Each of the Directors, whose names and functions are listed on page 33 confirm that, to the best of their knowledge:

- the financial statements, which have been prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), give a true and fair view of the assets, liabilities, financial position and return of the Company; and
- the Strategic Report includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that it faces.

The Board confirms that it is satisfied that the annual report and financial statements taken as a whole is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

For and on behalf of the Board

**Sarah Fromson**

*Chairman*

25th October 2021



### To the Members of JPMorgan Global Emerging Markets Income Trust plc

#### Opinion

We have audited the financial statements of JPMorgan Global Emerging Markets Income Trust plc (the 'Company') for the year ended 31st July 2021 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes 1 to 24, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the Company's affairs as at 31st July 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to 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:

- Confirmation of our understanding of the Company's going concern assessment process and engagement with the Directors and the Company Secretary to determine if all key factors were considered in their assessment;
- Inspection of the Directors' assessment of going concern, including the revenue forecast and continuation vote, for the period to 31st October 2022 which is at least 12 months from the date these financial statements were authorised for issue. In preparing the revenue forecast, the Company has concluded that it is able to continue to meet its ongoing costs as they fall due;
- Review of the factors and assumptions, including the impact of the COVID-19 pandemic, as applied to the revenue forecast and the Directors' liquidity assessment of the investments. We considered the appropriateness of the methods used to calculate the revenue forecast and the liquidity assessment and determined, through testing of the methodology and calculations, that the methods, inputs and assumptions utilised were appropriate to be able to make an assessment for the Company;
- In relation to the Company's borrowing arrangements, our inspection of the Directors' assessment of the risk of breaching the debt covenants as a result of a reduction in the value of the Company's portfolio. We recalculated the Company's compliance with debt covenants in the scenarios assessed by the Directors and reviewed the Directors' reverse stress testing in order to identify what factors would lead to the Company breaching the financial covenants;
- Consideration of the mitigating factors included in the revenue forecast and covenant calculations that are within the control of the Company. We reviewed the Company's assessment of the liquidity of investments held and evaluated the Company's ability to sell those investments to cover the working capital requirements should revenue decline significantly;
- Assessed the impact of the continuation vote at the November 2021 AGM on the going concern basis of preparation, by considering the current and historical performance of the Company, reviewing minutes from the Broker's discussion with certain shareholders about their current intentions in relation to the continuation vote and assessing the Directors' analysis of the responses the Broker received; and
- Review of the Company's going concern disclosures included in the annual report in order to assess whether the disclosures were appropriate and in conformity with the reporting standards.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the period to 31st October 2022, which is at least 12 months from when the financial statements are authorised for issue. In relation to the Company's reporting on how they have applied the UK Corporate Governance Code, 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.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

#### Overview of our audit approach

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- Key audit matters**
- Risk of incomplete or inaccurate revenue recognition, including the classification of special dividends as revenue or capital items in the Statement of Comprehensive Income
  - Risk of incorrect valuation or ownership of the investment portfolio.
- 

- Materiality**
- Overall materiality of £4.52 million which represents 1% of shareholders' funds.
- 

#### An overview of the scope of our audit

##### Tailoring the scope

Our assessment of audit risk, our evaluation of materiality and our allocation of performance materiality determine our audit scope for the Company. This enables us to form an opinion on the financial statements. We take into account size, risk profile, the organisation of the Company and effectiveness of controls, including controls and changes in the business environment when assessing the level of work to be performed. All audit work was performed directly by the audit engagement team.

##### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our 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) that we identified. These matters included 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 were addressed in the context of our audit of the financial statements as a whole, and in our opinion thereon, and we do not provide a separate opinion on these matters.

## INDEPENDENT AUDITOR'S REPORT

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Risk	Our response to the risk	Key observations communicated to the Audit and Risk Committee
<p><b>Incomplete or inaccurate revenue recognition, including the classification of special dividends as revenue or capital items in the Statement of Comprehensive Income</b> (as described on page 42) in the Audit and Risk Committee's Report and as per the accounting policy set out on pages 61 and 62).</p> <p>The total revenue for the year to 31st July 2021 was £18.93 million (2020: £16.37 million), consisting primarily of dividend income from listed investments.</p> <p>The total amount of special dividends received by the Company was £1.07 million classified as revenue (2020: £0.83 million classified as revenue and £0.18 million classified as capital).</p> <p>There is a risk of incomplete or inaccurate recognition of revenue through the failure to recognise proper income entitlements or to apply the appropriate accounting treatment.</p> <p>In addition to the above, the Directors are required to exercise judgement in determining whether income receivable in the form of special dividends should be classified as 'revenue' or 'capital' in the Statement of Comprehensive Income.</p>	<p><b>We have performed the following procedures:</b></p> <p>We obtained an understanding of the processes and controls surrounding revenue recognition by performing walkthrough procedures.</p> <p>For all dividends received and accrued we recalculated the dividend income by multiplying the investment holdings at the ex-dividend date, traced from the accounting records, by the dividend per share, which was agreed to an independent data vendor. For a sample of dividends received and all dividends accrued we agreed amounts to bank statements and where applicable, agreed the exchange rates to an external source.</p> <p>For dividends accrued, we reviewed the investee Company announcements to assess whether the dividend obligations arose prior to 31st July 2021.</p> <p>To test completeness of recorded income, we tested that expected dividends for each investee Company held during the year had been recorded as income with reference to investee Company announcements obtained from an independent data vendor.</p> <p>For all investments held during the year, we reviewed the type of dividends paid with reference to an external data source to identify those which were 'special'. We confirmed 11 special dividends, amounting to £1.07 million, were received during the year. We have tested seven special dividends, amounting to £0.90 million, by recalculating the amount received and assessing the appropriateness of classification as revenue by reviewing the underlying circumstances of the special dividends received.</p>	<p>The results of our procedures identified no material misstatement in relation to the risk of incomplete or inaccurate revenue recognition, including classification of special dividends as revenue or capital items in the Statement of Comprehensive Income.</p>

Risk	Our response to the risk	Key observations communicated to the Audit and Risk Committee
<p><b>Incorrect valuation or ownership of the investment portfolio</b> (as described on page 42 in the Audit and Risk Committee's Report and as per the accounting policy set out on page 61).</p> <p>The valuation of the investment portfolio at 31st July 2021 was £476.73 million (2020: £402.29 million) consisting of listed investments.</p> <p>The valuation of the assets held in the investment portfolio is the key driver of the Company's net asset value and total return. Inappropriate investment pricing, or a failure to maintain proper legal title of the investments held by the Company could have a significant impact on the portfolio valuation and the return generated for shareholders.</p> <p>The fair value of listed investments is determined by reference to stock exchange listed market bid prices at close of business on the reporting date.</p>	<p><b>We have performed the following procedures:</b></p> <p>We obtained an understanding of the processes and controls surrounding investment title and the pricing of listed securities by performing our walkthrough procedures.</p> <p>For all investments in the portfolio, we compared the market prices and exchange rates applied to an independent pricing vendor and recalculated the investment valuations as at the year-end.</p> <p>We inspected the stale pricing reports produced by the Administrator to identify prices that have not changed around the year end and verified whether the listed price is a valid fair value through review of trading activity.</p> <p>We agreed the Company's investments to the independent confirmations received from the Company's Custodian and Depositary at 31st July 2021.</p>	<p>The results of our procedures identified no material misstatement in relation to risk of incorrect valuation or ownership of the investment portfolio .</p>

In the prior year, our auditor's report included a key audit matter in relation to the impact of COVID-19. The impact of COVID-19 on going concern continued to be relevant to our audit of the Company and we considered this as part of our overall work on going concern which is set out under 'Conclusions relating to going concern'. The other elements of the prior year key audit matter have not been included as a separate key audit matter as it was determined that they did not have a significant impact on our audit strategy for this year's audit.

**Our application of materiality**

We apply the concept of materiality in planning and performing the audit, in evaluating the effect of identified misstatements on the audit and in forming our audit opinion.

**Materiality**

*The magnitude of an omission or misstatement that, individually or in the aggregate, could reasonably be expected to influence the economic decisions of the users of the financial statements. Materiality provides a basis for determining the nature and extent of our audit procedures.*

We determined materiality for the Company to be £4.52 million (2020: £3.76 million), which is 1% (2020: 1%) of shareholders' funds. We believe that shareholders' funds provides us with materiality aligned to the key measure of the Company's performance.

### Performance materiality

*The application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.*

On the basis of our risk assessments, together with our assessment of the Company's overall control environment, our judgement was that performance materiality was 75% (2020: 75%) of our planning materiality, namely £3.39 million (2020: £2.82 million). We have set performance materiality at this percentage due to our past experience of the audit that indicates a lower risk of misstatements, both corrected and uncorrected.

Given the importance of the distinction between revenue and capital for investment trusts, we have also applied a separate testing threshold for the revenue column of the Statement of Comprehensive Income of £0.84 million (2020: £0.72 million being 5% of revenue return before taxation (2020: being 5% of the revenue return before taxation)).

### Reporting threshold

*An amount below which identified misstatements are considered as being clearly trivial.*

We agreed with the Audit and Risk Committee that we would report to them all uncorrected audit differences in excess of £0.23 million (2020: £0.19 million), which is set at 5% of planning materiality, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds.

We evaluate any uncorrected misstatements against both the quantitative measures of materiality discussed above and in light of other relevant qualitative considerations in forming our opinion.

### Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

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 course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard:

### Opinions on other matters prescribed by the Companies Act 2006

In our opinion the part of the directors' remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' reports have been prepared in accordance with applicable legal requirements;

### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

### Corporate Governance Statement

The Listing Rules require us to review the directors' statement 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.

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 or our knowledge obtained during the audit:

- Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on pages 42 and 43;
- Directors' explanation as to its assessment of the Company's prospects, the period this assessment covers and why the period is appropriate set out on pages 28 and 29;
- Directors' statement on fair, balanced and understandable set out on page 43;
- Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on page 27;
- The section of the annual report that describes the review of effectiveness of risk management and internal control systems set out on page 40; and;
- The section describing the work of the Audit and Risk Committee set out on page 42.

### Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 48, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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.

### Auditor's 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 auditor's 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.

### Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

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

However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the Company and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Company and determined that the most significant are FRS 102, the Companies Act 2006, the Listing Rules, UK Corporate Governance Code, the Association of Investment Companies' Code and Statement of Recommended Practice, Section 1158 of the Corporation Tax Act 2010 and The Companies (Miscellaneous Reporting) Regulations 2018.

## INDEPENDENT AUDITOR'S REPORT

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- We understood how the Company is complying with those frameworks through discussions with the Audit and Risk Committee and Company Secretary, and review of Board minutes and the Company's documented policies and procedures.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by considering the key risks impacting the financial statements. We identified a fraud risk with respect to incomplete or inaccurate revenue recognition through incorrect classification of special dividends as revenue or capital items in the Statement of Comprehensive Income. Further discussion of our approach is set out in the key audit matter above.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved review of the Company Secretary's reporting to the directors with respect to the application of the documented policies and procedures and review of the financial statements to ensure compliance with the reporting requirements of the Company.

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

### Other matters we are required to address

- Following the recommendation from the Audit and Risk Committee, we were appointed by the Company on 24th June 2010 to audit the financial statements for the year ending 31st July 2011 and subsequent financial periods. Our appointment was subsequently ratified at the first annual general meeting of the Company held on 10 November 2011. Following a competitive tender process, we were reappointed as auditor of the Company for the period ending 31st July 2016 and subsequent financial periods.

The period of total uninterrupted engagement including previous renewals and reappointments is 11 years, covering the years ending 31st July 2011 to 31st July 2021.

- The non-audit services prohibited by the FRC's Ethical Standard were not provided to the Company and we remain independent of the Company in conducting the audit.
- The audit opinion is consistent with the additional report to the Audit and Risk Committee.

### Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Caroline Mercer (Senior Statutory Auditor)

for and on behalf of  
Ernst & Young LLP  
Statutory Auditor  
Edinburgh

25th October 2021

# Financial Statements

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## STATEMENT OF COMPREHENSIVE INCOME AND STATEMENT OF CHANGES IN EQUITY

### STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST JULY 2021

	Notes	Revenue £'000	2021 Capital £'000	Total £'000	Revenue £'000	2020 Capital £'000	Total £'000
Gains/(losses) on investments held at fair value through profit or loss	3	–	78,279	78,279	–	(50,303)	(50,303)
Net foreign currency gains		–	1,416	1,416	–	1,516	1,516
Income from investments	4	18,877	–	18,877	16,308	–	16,308
Interest receivable and similar income	4	57	–	57	66	–	66
<b>Gross return/(loss)</b>		<b>18,934</b>	<b>79,695</b>	<b>98,629</b>	<b>16,374</b>	<b>(48,787)</b>	<b>(32,413)</b>
Management fee	5	(1,159)	(2,705)	(3,864)	(1,154)	(2,694)	(3,848)
Other administrative expenses	6	(724)	–	(724)	(649)	–	(649)
<b>Net return/(loss) before finance costs and taxation</b>		<b>17,051</b>	<b>76,990</b>	<b>94,041</b>	<b>14,571</b>	<b>(51,481)</b>	<b>(36,910)</b>
Finance costs	7	(254)	(594)	(848)	(270)	(630)	(900)
<b>Net return/(loss) before taxation</b>		<b>16,797</b>	<b>76,396</b>	<b>93,193</b>	<b>14,301</b>	<b>(52,111)</b>	<b>(37,810)</b>
Taxation	8	(2,098)	153	(1,945)	(1,584)	–	(1,584)
<b>Net return/(loss) after taxation</b>		<b>14,699</b>	<b>76,549</b>	<b>91,248</b>	<b>12,717</b>	<b>(52,111)</b>	<b>(39,394)</b>
<b>Return/(loss) per share</b>	9	<b>4.94p</b>	<b>25.75p</b>	<b>30.69p</b>	<b>4.28p</b>	<b>(17.53)p</b>	<b>(13.25)p</b>

All revenue and capital items in the above statement derive from continuing operations.

The 'Total' column of this statement is the profit and loss account of the Company and the 'Revenue' and 'Capital' columns represent supplementary information prepared under guidance issued by the Association of Investment Companies. The net return/(loss) after taxation represents the profit/(loss) for the year and also the total comprehensive income.

The notes on pages 61 to 77 form an integral part of these financial statements.

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST JULY 2021

	Called up share capital £'000	Share redemption premium £'000	Capital reserve £'000	Other reserve <sup>1,2</sup> £'000	Capital reserves £'000	Revenue reserve <sup>2</sup> £'000	Total £'000
At 31st July 2019	2,973	222,582	13	100,605	87,222	17,573	430,968
Net (loss)/return	–	–	–	–	(52,111)	12,717	(39,394)
Dividends paid in the year (note 10)	–	–	–	–	–	(15,161)	(15,161)
At 31st July 2020	2,973	222,582	13	100,605	35,111	15,129	376,413
Net return	–	–	–	–	76,549	14,699	91,248
Dividends paid in the year (note 10)	–	–	–	–	–	(15,161)	(15,161)
<b>At 31st July 2021</b>	<b>2,973</b>	<b>222,582</b>	<b>13</b>	<b>100,605</b>	<b>111,660</b>	<b>14,667</b>	<b>452,500</b>

<sup>1</sup> The balance of the share premium was cancelled on 20th October 2010 and transferred to the 'other reserve'.

<sup>2</sup> These reserves form the distributable reserve of the Company and may be used to fund distributions to investors.

The accompanying notes on pages 61 to 77 form an integral part of these financial statements.

# STATEMENT OF FINANCIAL POSITION

**AT 31ST JULY 2021**

	Notes	2021 £'000	2020 £'000
<b>Fixed assets</b>			
Investments held at fair value through profit or loss	11	476,731	402,288
<b>Current assets</b>	12		
Debtors		2,513	1,768
Cash and cash equivalents		2,467	6,530
<b>Current liabilities</b>	13	4,980	8,298
<b>Creditors:</b> amounts falling due within one year		(441)	(18,935)
<b>Net current assets</b>		<b>4,539</b>	<b>(10,637)</b>
<b>Total assets less current liabilities</b>		<b>481,270</b>	<b>391,651</b>
<b>Creditors:</b> amounts falling due after more than one year	14	(28,770)	(15,238)
<b>Net assets</b>		<b>452,500</b>	<b>376,413</b>
<b>Capital and reserves</b>			
Called up share capital	15	2,973	2,973
Share premium	16	222,582	222,582
Capital redemption reserve	16	13	13
Other reserve	16	100,605	100,605
Capital reserves	16	111,660	35,111
Revenue reserve	16	14,667	15,129
<b>Total shareholders' funds</b>		<b>452,500</b>	<b>376,413</b>
<b>Net asset value per share</b>	17	<b>152.2p</b>	<b>126.6p</b>

The financial statements on pages 58 to 77 were approved by the Directors and authorised for issue on 25th October 2021 and are signed on their behalf by:

**Sarah Fromson**  
*Director (Chairman)*

The accompanying notes on pages 61 to 77 form an integral part of these financial statements.

Company incorporated and registered in England and Wales number: 7273382

## STATEMENT OF CASH FLOWS

### FOR THE YEAR ENDED 31ST JULY 2021

	Notes	2021 £'000	2020 £'000
Net cash outflow from operations before dividends and interest	18	(4,737)	(5,044)
Dividends received		15,276	15,008
Interest received		6	55
Overseas tax recovered		218	2
Interest paid		(862)	(905)
<b>Net cash inflow from operating activities</b>		<b>9,901</b>	<b>9,116</b>
Purchases of investments		(186,767)	(100,666)
Sales of investments		187,826	107,077
Settlement of forward currency contracts		94	(33)
<b>Net cash inflow from investing activities</b>		<b>1,153</b>	<b>6,378</b>
Dividends paid		(15,161)	(15,161)
Repayment of bank loans		(15,505)	–
Drawdown of bank loans		15,469	–
<b>Net cash outflow from financing activities</b>		<b>(15,197)</b>	<b>(15,161)</b>
<b>(Decrease)/increase in cash and cash equivalents</b>		<b>(4,143)</b>	<b>333</b>
Cash and cash equivalents at start of year		6,530	6,314
Unrealised gains/(losses) on foreign currency cash and cash equivalents		80	(117)
Cash and cash equivalents at end of year		2,467	6,530
<b>(Decrease)/increase in cash and cash equivalents</b>		<b>(4,143)</b>	<b>333</b>
<b>Cash and cash equivalents consist of:</b>			
Cash and short term deposits		570	5,673
Cash held in JPMorgan US Dollar Liquidity Fund		1,897	857
<b>Total</b>		<b>2,467</b>	<b>6,530</b>

### RECONCILIATION OF NET DEBT

	As at 31st July 2020 £'000	Cash flows £'000	Other non-cash charges £'000	As at 31st July 2021 £'000
<b>Cash and cash equivalents:</b>				
Cash	5,673	(5,152)	49	570
Cash equivalents	857	1,009	31	1,897
	<b>6,530</b>	<b>(4,143)</b>	<b>80</b>	<b>2,467</b>
<b>Borrowings</b>				
Debt due within one year	(15,238)	15,505	(267)	–
Debt due after one year	(15,238)	(15,469)	1,937	(28,770)
	(30,476)	36	1,670	(28,770)
<b>Total</b>	<b>(23,946)</b>	<b>(4,107)</b>	<b>1,750</b>	<b>(26,303)</b>

**FOR THE YEAR ENDED 31ST JULY 2021****1. Accounting policies****(a) Basis of accounting**

The financial statements are prepared under the historical cost convention, modified to include fixed asset investments at fair value, and in accordance with the Companies Act 2006, United Kingdom Generally Accepted Accounting Practice ('UK GAAP'), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and with the Statement of Recommended Practice 'Financial Statements of Investment Trust Companies and Venture Capital Trusts' (the 'SORP') issued by the Association of Investment Companies in October 2020.

All of the Company's operations are of a continuing nature.

The financial statements have been prepared on a going concern basis. In forming this opinion, the directors have considered any potential impact of the COVID-19 pandemic on the going concern and viability of the Company. They have considered the potential impact of COVID-19 and the mitigation measures which key service providers, including the Manager, have in place to maintain operational resilience particularly in light of COVID-19. The Directors have reviewed the compliance with debt covenants in assessing the going concern and viability of the Company. The Directors have considered communications with key shareholders in respect of the continuation vote at the AGM in November 2021, and reviewed income and expense projections and the liquidity of the investment portfolio in making their assessment.

The policies applied in these financial statements are consistent with those applied in the preceding year.

**(b) Investments**

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

The Company's business is investing in financial assets with a view to providing shareholders with a dividend income and the potential for long term capital growth. The portfolio of financial assets is managed and its performance evaluated on a fair value basis, in accordance with a documented investment strategy and information is provided internally on that basis to the Company's Board of Directors.

Accordingly, upon initial recognition the investments are classified by the Company as held at fair value through profit or loss. They are included initially at fair value which is taken to be their cost, excluding expenses incidental to purchase which are written off to capital at the time of acquisition. Subsequently the investments are valued at fair value, which are quoted bid prices for investments traded in active markets. For investments which are not traded in active markets, unlisted and restricted investments, the Board takes into account the latest traded prices, other observable market data and asset values based on the latest management accounts.

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

**(c) Accounting for reserves**

Gains and losses on sales of investments and realised gains or losses on derivatives, including the related foreign exchange gains and losses, realised gains and losses on foreign currency contracts, management fee and finance costs allocated to capital and any other capital charges, are included in the Statement of Comprehensive Income and dealt with in capital reserves within 'Gains and losses on sales of investments'. Increases and decreases in the valuation of investments, and other derivatives held at the year end, including the related foreign exchange gains and losses, are included in the Statement of Comprehensive Income and dealt with in capital reserves within 'Holding gains and losses of investments'.

**(d) Income**

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

Overseas dividends are included gross of any withholding tax.

Special dividends are looked at individually to ascertain the reason behind the payment. This will determine whether they are treated as revenue or capital.

## 1. Accounting policies *continued*

### (d) Income *continued*

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

Deposit interest and interest from the liquidity fund are taken to revenue on an accruals basis.

Stock lending income is taken to revenue on an accruals basis.

### (e) Expenses

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

- Management fees are allocated 30% to revenue and 70% to capital in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio.
- Expenses incidental to the purchase and sale of an investment are charged to capital. These expenses are commonly referred to as transaction costs and comprise brokerage commission and stamp duty. Details of transaction costs are given in note 11 on page 67.

### (f) Finance costs

Finance costs are accounted for on an accruals basis using the effective interest method.

Finance costs are allocated 30% to revenue and 70% to capital, in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio.

### (g) Financial instruments

Cash and cash equivalents may comprise cash including demand deposits which are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value. Liquidity funds are considered cash equivalents as they are held for cash management purposes as an alternative to cash, are short term, and readily convertible to a known amount of cash.

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

Derivative financial instruments, including short term forward currency contracts are valued at fair value, which is the net unrealised gain or loss, and are included in current assets or current liabilities in the Statement of Financial Position. Changes in the fair value of derivative financial instruments are recognised in the Statement of Comprehensive Income as capital.

Bank loans are classified as financial liabilities measured at amortised cost. They are initially measured at proceeds net of direct issue costs and subsequently measured at amortised cost. Interest payable on the bank loans are accounted for on an accruals basis using the effective interest method in the Statement of Comprehensive Income.

### (h) Taxation

Current tax is provided at the amounts expected to be paid or recovered.

Deferred tax is provided on all timing differences that have originated but not reversed by the balance sheet date. Deferred tax liabilities are recognised for all taxable timing differences but deferred tax assets are only recognised to the extent that it is more likely than not that taxable profits will be available against which those timing differences can be utilised.

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

### (i) Value Added Tax ('VAT')

Expenses are disclosed inclusive of the related irrecoverable VAT. Recoverable VAT is calculated using the partial exemption method based on the proportion of zero rated supplies to total supplies.

**(j) Foreign currency**

The Company is required to identify its functional currency, being the currency of the primary economic environment in which the Company operates.

The Board, having regard to the currency of the Company's share capital and the predominant currency in which its shareholders operate, has determined that sterling is the functional currency. Dividends and most expenses are paid in sterling. Sterling is also the currency in which the financial statements are presented.

Transactions denominated in foreign currencies are converted at actual exchange rates at the date of the transaction. Monetary assets, liabilities and equity investments held at fair value, denominated in foreign currencies at the year end are translated at the rates of exchange prevailing at the year end.

Any gains or loss arising from a change in exchange rates subsequent to the date of the translation is included in the Statement of Comprehensive Income as an exchange gain or loss in revenue or capital, depending on whether the gain or loss is of a revenue or capital nature.

**(k) Dividends payable**

Dividends are included in the financial statements in the year in which they are paid.

**(l) Repurchase and re-issue of shares in Treasury**

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

Sales proceeds from shares re-issued from Treasury are treated as a realised profit up to the amount of the purchase price of those shares and transferred to capital reserves. The excess of the sales proceeds over the purchase price is transferred to share premium.

**(m) Share issue costs**

Share capital is classified as equity and the costs of new share issues are netted from proceeds and charged to share premium and dealt with in the Statement of Changes in Equity.

**2. Significant accounting judgements, estimates and assumptions**

The preparation of the Company's financial statements on occasion requires the Directors to make judgements, estimates and assumptions that affect the reported amounts in the primary financial statements and the accompanying disclosures. These assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the current and future periods, depending on circumstance.

The Directors do not believe that any significant accounting judgements or estimates have been applied to this set of financial statements, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year.

**3. Gains on investments held at fair value through profit or loss**

	2021 £'000	2020 £'000
Realised gains on sales of investments	58,147	2,898
Net change in unrealised gains and losses on investments	20,172	(53,173)
Other capital charges	(40)	(28)
<b>Total gains/(losses) on investments held at fair value through profit or loss</b>	<b>78,279</b>	<b>(50,303)</b>

**4. Income**

	2021 £'000	2020 £'000
<b>Income from investments:</b>		
Overseas dividends	18,877	16,304
Dividends from Participation notes	–	1
Scrip dividends	–	3
	<b>18,877</b>	<b>16,308</b>
<b>Interest receivable and similar income:</b>		
Interest from liquidity fund	6	53
Deposit interest	1	1
Stock lending income	50	12
	<b>57</b>	<b>66</b>
<b>Total income</b>	<b>18,934</b>	<b>16,374</b>

**5. Management fee**

	Revenue £'000	2021 Capital £'000	Total £'000	Revenue £'000	2020 Capital £'000	Total £'000
Management fee	1,159	2,705	3,864	1,154	2,694	3,848

Details of the management fee are given in the Directors' Report on page 34.

**6. Other administrative expenses**

	2021 £'000	2020 £'000
Administration expenses	503	451
Directors' fees <sup>1</sup>	123	115
Depository fees <sup>2</sup>	55	53
Auditors' remuneration for audit services <sup>3</sup>	43	30
	<b>724</b>	<b>649</b>

<sup>1</sup> Full disclosure is given in the Directors' Remuneration Report on pages 45 and 46.

<sup>2</sup> Includes £1,000 (2020: £4,000) irrecoverable VAT.

<sup>3</sup> Includes £1,000 (2020: £2,000) irrecoverable VAT.

**7. Finance costs**

	Revenue £'000	2021 Capital £'000	Total £'000	Revenue £'000	2020 Capital £'000	Total £'000
Interest on bank loans and overdrafts	254	594	848	270	630	900

## 8. Taxation

### (a) Analysis of tax charge for the year

	Revenue £'000	2021 Capital £'000	Total £'000	Revenue £'000	2020 Capital £'000	Total £'000
Overseas withholding tax	1,945	–	1,945	1,584	–	1,584
Tax relief from expenses charged to capital	153	(153)	–	–	–	–
<b>Total tax charge for the year</b>	<b>2,098</b>	<b>(153)</b>	<b>1,945</b>	<b>1,584</b>	<b>–</b>	<b>1,584</b>

### (b) Factors affecting total tax charge for the year

The total tax charge for the year is lower (2020: lower) than the Company's applicable rate of corporation tax of 19% (2020: 19%).

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

	Revenue £'000	2021 Capital £'000	Total £'000	Revenue £'000	2020 Capital £'000	Total £'000
Net return before taxation	16,797	76,396	93,193	14,301	(52,111)	(37,810)
Net return before taxation multiplied by the Company's applicable rate of corporation tax of 19% (2020: 19%)	3,191	14,515	17,706	2,717	(9,901)	(7,184)
Effects of:						
Non taxable capital (gains)/losses	–	(15,142)	(15,142)	–	9,270	9,270
Non taxable scrip dividends	–	–	–	(1)	–	(1)
Non taxable overseas dividends	(2,850)	–	(2,850)	(2,611)	–	(2,611)
Tax attributable to costs charged to capital	(627)	627	–	(631)	631	–
Tax relief on expenses charged to capital	153	(153)	–	–	–	–
Overseas withholding tax	1,945	–	1,945	1,584	–	1,584
Unutilised expenses carried forward to future periods	360	–	360	580	–	580
Double taxation relief expensed	(74)	–	(74)	(54)	–	(54)
<b>Total tax charge for the year</b>	<b>2,098</b>	<b>(153)</b>	<b>1,945</b>	<b>1,584</b>	<b>–</b>	<b>1,584</b>

### (c) Deferred taxation

The Company has an unrecognised deferred tax asset of £6,477,000 (2020: £4,562,000) based on a prospective corporation tax rate of 25% (2020: 19%). The deferred tax asset has arisen due to the cumulative excess of deductible expenses over taxable income. Given the composition of the Company's portfolio, it is not likely that this asset will be utilised in the foreseeable future and therefore no asset has been recognised in the financial statements.

Given the Company's status as an investment trust company and the intention to continue meeting the conditions required to retain approval, the Company has not provided for deferred tax on any capital gains or losses arising on the revaluation or disposal of investments.

**9. Return/(loss) per share**

	2021 £'000	2020 £'000
Revenue return	14,699	12,717
Capital return/(loss)	76,549	(52,111)
<b>Total return/(loss)</b>	<b>91,248</b>	<b>(39,394)</b>
Weighted average number of shares in issue during the year	297,240,161	297,240,161
Revenue return per share	4.94p	4.28p
Capital return/(loss) per share	25.75p	(17.53)p
<b>Total return/(loss) per share</b>	<b>30.69p</b>	<b>(13.25)p</b>

**10. Dividends**
**(a) Dividends paid and declared**

	2021 £'000	2020 £'000
<b>Dividend paid</b>		
2020 Fourth interim dividend paid of 2.1p (2019: 2.1p)	6,242	6,242
First interim dividend paid of 1.0p (2020: 1.0p)	2,973	2,973
Second interim dividend paid of 1.0p (2020: 1.0p)	2,973	2,973
Third interim dividend paid of 1.0p (2020: 1.0p)	2,973	2,973
<b>Total dividends paid in the year</b>	<b>15,161</b>	<b>15,161</b>
<b>Dividend declared</b>		
Fourth interim dividend declared of 2.1p (2020: 2.1p)	6,242	6,242

**(b) Dividend for the purposes of Section 1158 of the Corporation Tax Act 2010 ('Section 1158')**

The revenue available for distribution by way of dividend for the year is £14,699,000 (2020: £12,717,000). The revenue reserve after paying the proposed dividend will be £8,425,000 (2020: £8,887,000).

	2021 £'000	2020 £'000
First interim dividend paid of 1.0p (2020: 1.0p)	2,973	2,973
Second interim dividend paid of 1.0p (2020: 1.0p)	2,973	2,973
Third interim dividend paid of 1.0p (2020: 1.0p)	2,973	2,973
Fourth interim dividend declared of 2.1p (2020: 2.1p)	6,242	6,242
<b>Total dividends for Section 1158 purposes</b>	<b>15,161</b>	<b>15,161</b>

**11. Investments held at fair value through profit or loss**

	2021 £'000			2020 £'000		
Investments listed on a recognised stock exchange and Participation notes	476,731			402,288		
	Listed £'000	2021 Unlisted £'000	Total £'000	Listed £'000	2020 Unlisted £'000	Total £'000
Opening book cost	353,291	1,701	354,992	355,734	–	355,734
Opening investment holding gains	46,925	371	47,296	100,469	–	100,469
Opening valuation	400,216	2,072	402,288	456,203	–	456,203
Movements in the year:						
Purchases at cost	183,299	–	183,299	102,436	1,701	104,137
Sales - proceeds	(187,175)	–	(187,175)	(107,777)	–	(107,777)
Gains/(losses) on investments	78,319	–	78,319	(50,646)	371	(50,275)
Transfer to/from unquoted investments (cost)	2,072	(2,072)	–	–	–	–
	476,731	–	476,731	400,216	2,072	402,288
Closing book cost	409,263	–	409,263	353,291	1,701	354,992
Closing investment holding gains	67,468	–	67,468	46,925	371	47,296
<b>Total investments held at fair value through profit or loss</b>	<b>476,731</b>	<b>–</b>	<b>476,731</b>	<b>400,216</b>	<b>2,072</b>	<b>402,288</b>

Transaction costs on purchases during the year amounted to £209,000 (2020: £145,000) and on sales during the year amounted to £313,000 (2020: £178,000). These costs comprise mainly brokerage commission.

The company received £187,175,000 (2020: £107,777,000) from investments sold in the year. The book cost of these investments when they were purchased was £129,028,000 (2020: £104,895,000). These investments have been revalued over time and until they were sold any unrealised gains/losses were included in the fair value of the investments.

**12. Current assets**

	2021 £'000	2020 £'000
<b>Debtors</b>		
Securities sold awaiting settlement	–	670
Dividends and interest receivable	2,458	854
Overseas tax recoverable	28	193
Other debtors	27	51
	<b>2,513</b>	<b>1,768</b>

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

**Cash and cash equivalents**

Cash and cash equivalents comprise bank balances, short term deposits and liquidity funds. The carrying amount of these approximates to their fair value.

**13. Current liabilities**

	2021 £'000	2020 £'000
<b>Creditors: amounts falling due within one year</b>		
Securities purchased awaiting settlement	–	3,468
Bank loan - US Dollar 20 million fixed rate loan with NAB (maturing 2020)	–	15,238
Other creditors	361	135
Loan interest payable	80	94
	<b>441</b>	<b>18,935</b>

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

**14. Creditors: amounts falling due after more than one year**

	2021 £'000	2020 £'000
Bank loan - US Dollar 20 million fixed rate loan with NAB (maturing 2022)	14,385	15,238
Bank loan - US Dollar 20 million revolving rate loan with ING (maturing 2023)	14,385	–
	<b>28,770</b>	<b>15,238</b>

Upon maturity of the previous US Dollar 20 million loan in October 2020, the Company entered into a new three year revolving rate US Dollar 20 million loan facility with ING Bank expiring in October 2023 (at LIBOR plus 1.83% margin per annum). At the year end the Company also had a US Dollar 20 million fixed rate loan with NAB, repayable in November 2022 (at 3.28% per annum).

**15. Called up share capital**

	2021 £'000	2020 £'000
Issued and fully paid share capital:		
Ordinary shares of 1p each <sup>1</sup>		
Opening balance of 297,240,161 (2020: 297,240,161) Ordinary shares excluding shares held in Treasury	2,973	2,973
Subtotal of 297,240,161 (2020: 297,240,161) Ordinary shares excluding shares held in Treasury	2,973	2,973
49,277 (2019: 49,277) Ordinary shares held in Treasury	–	–
<b>Closing balance of 297,289,438 (2020: 297,289,438) Ordinary shares including shares held in Treasury</b>	<b>2,973</b>	<b>2,973</b>

<sup>1</sup> Fully paid Ordinary shares, which have a par value of 1p each, carry one vote per share and carry a right to receive dividends.

Further details of transactions in the Company's shares are given in the Business Review on page 26.

**Share capital transactions**

During the year nil (2020: nil) new Ordinary shares were issued/repurchased for gross proceeds of £nil (2020: £nil).

The Company has the authority to repurchase shares in the market for cancellation or to be held in Treasury.

**16. Capital and reserves**

	Called up share capital £'000	Share premium £'000	Capital redemption reserve £'000	Other reserve <sup>1,2</sup> £'000	Capital reserves		Revenue reserve <sup>2</sup> £'000	Total £'000
					Gains and losses on sales of investments <sup>2</sup> £'000	Holding gains and losses of investments £'000		
Opening balance	2,973	222,582	13	100,605	(9,777)	44,888	15,129	376,413
Net foreign currency losses	–	–	–	–	(254)	–	–	(254)
Realised gains on sale of investments	–	–	–	–	58,147	–	–	58,147
Net change in unrealised gains and losses on investments	–	–	–	–	–	20,172	–	20,172
Unrealised foreign currency gains on loans	–	–	–	–	–	1,937	–	1,937
Realised losses on repayment of loans	–	–	–	–	(267)	–	–	(267)
Transfer on repayment of loans	–	–	–	–	(244)	244	–	–
Management fee and finance costs charged to capital	–	–	–	–	(3,299)	–	–	(3,299)
Other capital charges	–	–	–	–	(40)	–	–	(40)
Tax relief from expenses charged to capital	–	–	–	–	153	–	–	153
Dividends paid in the year	–	–	–	–	–	–	(15,161)	(15,161)
Retained revenue for the year	–	–	–	–	–	–	14,699	14,699
<b>Closing balance</b>	<b>2,973</b>	<b>222,582</b>	<b>13</b>	<b>100,605</b>	<b>44,419</b>	<b>67,241</b>	<b>14,667</b>	<b>452,500</b>

<sup>1</sup> The balance of the share premium account was cancelled on 20th October 2010 and transferred to the 'Other reserve'.

<sup>2</sup> These reserves form the distributable reserve of the Company and may be used to fund distributions to investors.

**17. Net asset value per share**

	2021	2020
Net assets (£'000)	452,500	376,413
Number of shares in issue	297,240,161	297,240,161
<b>Net asset value per share</b>	<b>152.2p</b>	<b>126.6p</b>

**18. Reconciliation of net return/(loss) before finance costs and taxation to net cash outflow from operations before dividends and interest**

	2021 £'000	2020 £'000
Net return/(loss) before finance costs and taxation	94,041	(36,910)
(Less capital return)/add capital loss before finance costs and taxation	(76,990)	51,481
Scrip dividends received as income	–	(3)
(Increase)/decrease in accrued income and other debtors	(1,580)	264
Increase/(decrease) in accrued expenses	205	(9)
Management fee charged to capital	(2,705)	(2,694)
Overseas withholding tax	(1,998)	(1,584)
Dividends received	(15,276)	(15,008)
Interest received	(6)	(55)
Realised losses on foreign exchange transactions	(240)	(238)
Realised losses on liquidity funds	(188)	(288)
<b>Net cash outflow from operations before dividends and interest</b>	<b>(4,737)</b>	<b>(5,044)</b>

## 19. Contingent liabilities and capital commitments

At the balance sheet date there were no contingent liabilities or capital commitments (2020: same).

## 20. Transactions with the Manager and related parties

Details of the management contract are set out in the Directors' Report on page 34. The management fee payable to the Manager for the year was £3,864,000 (2020: £3,848,000) of which £nil (2020: nil) was outstanding at the year end.

During the year £nil (2020: £nil) was paid to the Manager for the marketing and administration of savings scheme products, of which £nil (2020: £nil) was outstanding at the year end.

Included in administration expenses in note 6 on page 64 are safe custody fees amounting to £240,000 (2020: £247,000) payable to JPMorgan Chase Bank N.A. of which £163,000 (2020: £36,000) was outstanding at the year end.

The Manager may carry out some of its dealing transactions through its group subsidiaries. These transactions are carried out at arm's length. The commission payable to JPMorgan Securities Limited for the year was £11,000 (2020: £11,000) of which £nil (2020: £nil) was outstanding at the year end.

The Company also holds cash in the JPMorgan US Dollar Liquidity Fund, which is managed by JPMF. At the year end this was valued at £1,897,000 (2020: £857,000). Income amounting to £6,000 (2020: 53,000) was receivable during the year of which £1,000 (2020: £nil) was outstanding at the year end.

Stock lending income amounting to £50,000 (2020: £12,000) was receivable by the Company during the year. JPMAM commissions in respect of such transactions amounted to £6,000 (2020: £1,000).

Handling charges on dealing transactions amounting to £41,000 (2020: £28,000) were payable to JPMorgan Chase Bank N.A. during the year of which £23,000 (2020: £2,000) was outstanding at the year end.

At the year end, total cash of £570,000 (2020: £5,673,000) was held with JPMorgan Chase Bank N.A. A net amount of interest of £1,000 (2020: £1,000) was receivable by the Company during the year from JPMorgan Chase Bank N.A. of which £nil (2020: £nil) was outstanding at the year end.

Full details of Directors' remuneration and shareholdings can be found on page 46 and in note 6 on page 64.

## 21. Disclosures regarding financial instruments measured at fair value

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

The investments are categorised into a hierarchy consisting of the following three levels:

- (1) The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date
- (2) Inputs other than quoted prices included within Level 1 that are observable (i.e.: developed using market data) for the asset or liability, either directly or indirectly
- (3) Inputs that are unobservable (i.e.: for which market data is unavailable) for the asset or liability

Categorisation within the hierarchy has been determined on the basis of the lowest level input that is significant to the fair value measurement of the relevant asset.

The following table sets out the fair value measurements using the FRS 102 hierarchy at 31st July.

	2021		2020	
	Assets £'000	Liabilities £'000	Assets £'000	Liabilities £'000
Level 1	476,731	–	400,216	–
Level 2 <sup>1</sup>	–	–	2,072	–
<b>Total</b>	<b>476,731</b>	<b>–</b>	<b>402,288</b>	<b>–</b>

<sup>1</sup> The Level 2 investment relates to an investment in Haier Electronics, for which trading in the shares was suspended on 31st July 2020 and the data used was as of 29th July 2020. The trading of the security was resumed on the Hong Kong stock exchange post year end. This holding was then converted on 23rd December 2020 to the shares of Haier home Smart shares listed on Hong Kong stock exchange.

	2021		2020	
	Equity investments £'000	Total £'000	Equity investments £'000	Total £'000
<b>Level 2</b>				
Opening balance	2,072	2,072	–	–
Purchase	–	–	1,701	1,701
Change in fair value of unquoted investment during the year	–	–	371	371
Transfers out of Level 2	(2,072)	(2,072)	–	–
<b>Closing balance</b>	<b>–</b>	<b>–</b>	<b>2,072</b>	<b>2,072</b>

## 22 Financial instruments' exposure to risk and risk management policies

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

These financial risks include market risk (comprising currency risk, interest rate risk and other price risk), liquidity risk and credit risk. The Directors' policy for managing these risks is set out below. The Company Secretary, in close cooperation with the Board and the Manager, coordinates the Company's risk management policy.

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

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

- investments in equity shares and participation notes of overseas companies, which are held in accordance with the Company's investment objective;
- cash held within a liquidity fund;
- short term debtors, creditors and cash arising directly from its operations;
- two fixed rate loans with National Australia Bank and ING; and
- short term forward foreign currency contracts for the purpose of settling short term liabilities.

### (a) Market risk

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

#### (i) Currency risk

Certain of the Company's assets, liabilities and income are denominated in currencies other than sterling which is the Company's functional currency and presentation currency. As a result, movements in exchange rates may affect the sterling value of those items.

**22. Financial instruments' exposure to risk and risk management policies** *continued*
**(a) Market risk** *continued*
**(i) Currency risk** *continued*
**Management of currency risk**

The Manager monitors the Company's exposure to foreign currencies on a daily basis and reports to the Board, which meets on at least four occasions each year. The Manager measures the risk to the Company of this exposure by considering the effect on the Company's net asset value and income of a movement in rates of exchange to which the Company's assets, liabilities, income and expenses are exposed. Income denominated in foreign currencies is converted to sterling on receipt. The Company may use short term forward currency contracts to manage working capital requirements.

It is currently not the Company's policy to hedge against foreign currency risk.

**Foreign currency exposure**

The fair value of the Company's monetary items that have foreign currency exposure at 31st July are shown below. Where the Company's equity investments (which are not monetary items) are priced in a foreign currency, they have been included separately in the analysis so as to show the overall level of exposure.

	2021										
	Hong Kong Dollars £'000	Taiwan Dollars £'000	Mexico Peso £'000	US Dollars £'000	South Korean Won £'000	Chinese Yuan £'000	Indian Rupee £'000	South Africa Rand £'000	Thailand Baht £'000	Other £'000	Total £'000
Current assets	1,658	552	–	2,091	98	155	61	–	–	287	4,902
Creditors	–	(68)	–	(28,850)	–	–	–	–	–	–	(28,918)
Foreign currency exposure on net monetary items	1,658	484	–	(26,759)	98	155	61	–	–	287	(24,016)
Investments held at fair value through profit or loss	129,575	108,088	34,758	59,286	31,957	28,994	16,627	16,055	10,944	40,447	476,731
<b>Total net foreign currency exposure</b>	<b>131,233</b>	<b>108,572</b>	<b>34,758</b>	<b>32,527</b>	<b>32,055</b>	<b>29,149</b>	<b>16,688</b>	<b>16,055</b>	<b>10,944</b>	<b>40,734</b>	<b>452,715</b>
	2020										
	Hong Kong Dollars £'000	Taiwan Dollars £'000	Mexico Peso £'000	US Dollars £'000	South Korean Won £'000	Chinese Yuan £'000	Indian Rupee £'000	South Africa Rand £'000	Thailand Baht £'000	Other £'000	Total £'000
Current assets	999	3,738	–	3,362	64	56	17	–	–	260	8,496
Creditors	–	(3,752)	–	(30,479)	–	–	–	–	–	–	(34,231)
Foreign currency exposure on net monetary items	999	(14)	–	(27,117)	64	56	17	–	–	260	(25,735)
Investments held at fair value through profit or loss	86,093	65,640	21,295	81,058	25,253	36,578	9,023	17,506	10,956	48,886	402,288
<b>Total net foreign currency exposure</b>	<b>87,092</b>	<b>65,626</b>	<b>21,295</b>	<b>53,941</b>	<b>25,317</b>	<b>36,634</b>	<b>9,040</b>	<b>17,506</b>	<b>10,956</b>	<b>49,146</b>	<b>376,553</b>

In the opinion of the Directors, the above year end amounts are broadly representative of the exposure to foreign currency risk during the year.

**Foreign currency sensitivity**

The following table illustrates the sensitivity of return after taxation for the year and net assets with regard to the Company's monetary financial assets and financial liabilities and exchange rates. The sensitivity analysis is based on the Company's monetary currency financial instruments held at each balance sheet date and the income receivable in foreign currency and assumes a 10% (2020: 10%) appreciation or depreciation in sterling against the currencies to which the Company is exposed to, which is considered to be a reasonable illustration based on the volatility of exchange rates during the year.

	2021		2020	
	If sterling strengthens by 10% £'000	If sterling weakens by 10% £'000	If sterling strengthens by 10% £'000	If sterling weakens by 10% £'000
Statement of Comprehensive Income – return after taxation				
Revenue return	(1,888)	1,888	(1,636)	1,636
Capital return	2,402	(2,402)	2,574	(2,574)
Total return after taxation	514	(514)	938	(938)
<b>Net assets</b>	<b>514</b>	<b>(514)</b>	<b>938</b>	<b>(938)</b>

In the opinion of the Directors, the above sensitivity analysis is not representative of the whole of the current or comparative year due to fluctuations in the Company's investment in the JPMorgan US Dollar Liquidity Fund.

**(ii) Interest rate risk**

Interest rate movements may affect the level of income receivable on cash deposits and the liquidity fund.

**Management of interest rate risk**

The Company does not normally hold significant cash balances. Short term borrowings are used when required.

**Interest rate exposure**

The exposure of financial assets and liabilities to floating interest rates using the year end figures, giving cash flow interest rate risk when rates are reset, is shown below.

	2021 £'000	2020 £'000
Exposure to floating interest rates:		
Cash and short term deposits	570	5,673
JPMorgan US Dollar Liquidity Fund	1,897	857
<b>Total exposure</b>	<b>2,467</b>	<b>6,530</b>

Interest receivable on cash balances, or paid on overdrafts, is at a margin below or above LIBOR respectively (2020: same).

The target interest earned on the JPMorgan Euro Liquidity Fund is the 7 day Euro London Interbank Bid Rate. Details of the bank loans are given in note 14 on page 68.

**22. Financial instruments' exposure to risk and risk management policies** *continued*
**(a) Market risk** *continued*
**(ii) Interest rate risk** *continued*
**Interest rate sensitivity**

The following table illustrates the sensitivity of the return after taxation for the year and net assets to a 1% (2020: 1%) increase or decrease in interest rates in regards to the Company's monetary financial assets and financial liabilities. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's monetary financial instruments held at the balance sheet date with all other variables held constant.

	2021		2020	
	1% increase in rate £'000	1% decrease in rate £'000	1% increase in rate £'000	1% decrease in rate £'000
Statement of Comprehensive Income – return after taxation				
Revenue return	25	(25)	65	(65)
Capital return	–	–	–	–
Total return after taxation for the year	25	(25)	65	(65)
<b>Net assets</b>	<b>25</b>	<b>(25)</b>	<b>65</b>	<b>(65)</b>

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

**(iii) Other price risk**

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

**Management of other price risk**

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

**Other price risk exposure**

The Company's total exposure to changes in market prices at 31st July comprises its holdings in equity investments as follows:

	2021 £'000	2020 £'000
Investments held at fair value through profit or loss	476,731	402,288

The above data is broadly representative of the exposure to other price risk during the current and comparative year.

**Concentration of exposure to other price risk**

An analysis of the Company's investments is given on pages 19 to 21. This shows that the investments' value is in a broad spread of countries with no concentration of exposure to any one country. However, it should also be noted that an investment may not be entirely exposed to the economic conditions in its country of domicile or of listing.

**Other price risk sensitivity**

The following table illustrates the sensitivity of the return after taxation for the year and net assets to an increase or decrease of 10% (2020: 10%) in the market value of equity investments. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's equities, adjusting for changes in the management fee but with all other variables held constant.

	2021		2020	
	10% increase in fair value £'000	10% decrease in fair value £'000	10% increase in fair value £'000	10% decrease in fair value £'000
Statement of Comprehensive Income - return after taxation				
Revenue return	(129)	129	(121)	121
Capital return	47,373	(47,373)	39,947	(39,947)
<b>Total return after taxation for the year and net assets</b>	<b>47,244</b>	<b>(47,244)</b>	<b>39,826</b>	<b>(39,826)</b>

**(b) Liquidity risk**

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

**Management of the risk**

Liquidity risk is not significant as the Company's assets comprise mainly readily realisable securities, which can be sold to meet funding requirements if necessary.

**Liquidity risk exposure**

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

	2021		Total £'000
	Within one year £'000	More than one year £'000	
<b>Creditors: amounts falling due within one year</b>			
Other creditors	361	–	361
<b>Creditors: amounts falling due after more than one year</b>			
Bank loans including interest	883	29,317	30,200
	<b>1,244</b>	<b>29,317</b>	<b>30,561</b>
	2020		Total £'000
	Within one year £'000	More than one year £'000	
<b>Creditors: amounts falling due within one year</b>			
Securities purchased for future settlement	3,468	–	3,468
Bank loans including interest	15,367	–	15,367
Other creditors	135	–	135
<b>Creditors: amounts falling due after more than one year</b>			
Bank loans including interest	531	15,901	16,432
	<b>19,501</b>	<b>15,901</b>	<b>35,402</b>

The liabilities shown above represent future contractual payments and therefore may differ from the amounts shown in the Statement of Financial Position.

### 22. Financial instruments' exposure to risk and risk management policies *continued*

#### (c) Credit risk

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

##### **Management of credit risk**

##### ***Portfolio dealing***

The Company invests in markets that operate Delivery Versus Payment ('DVP') settlement. The process of DVP mitigates the risk of losing the principal of a trade during the settlement process. The Manager continuously monitors dealing activity to ensure best execution, a process that involves measuring various indicators including the quality of trade settlement and incidence of failed trades. Counterparty lists are maintained and adjusted accordingly.

##### ***Cash and cash equivalents***

Counterparties are subject to regular credit analysis by the Manager and deposits can only be placed with counterparties that have been approved by JPMAM's Counterparty Risk Group. The Board regularly reviews the counterparties used by the Manager.

JPMorgan Chase Bank N.A. and the JPMorgan US Dollar Liquidity Fund have S+P credit ratings of A-1 and AAAM respectively.

##### ***Exposure to JPMorgan Chase***

JPMorgan Chase Bank, N.A. is the custodian of the Company's assets. The Company's assets are segregated from JPMorgan Chase's own trading assets. Therefore these assets are designed to be protected from creditors in the event that JPMorgan Chase were to cease trading. The Depositary, the Bank of New York Mellon (International) Limited, is responsible for the safekeeping of all custodial assets of the Company and for verifying and maintaining a record of all other assets of the Company. However, no absolute guarantee can be given on the protection of all the assets of the Company.

##### **Credit risk exposure**

The amounts shown in the Statement of Financial Position under debtors and cash and cash equivalents represent the maximum exposure to credit risk at the current and comparative year ends.

The aggregate value of securities on loan at 31st July 2021 amounted to £16.0 million (2020: £5.6 million) and the maximum value of stock on loan during the year amounted to £40.6 million (2020: £10.4 million). Collateral is obtained by the securities lending agent and is called in on a daily basis to a value of 102% of the value of the securities on loan if that collateral is denominated in the same currency as the securities on loan and 105% if it is denominated in a different currency.

#### (d) Fair values of financial assets and financial liabilities

All financial assets and liabilities are either included in the Statement of Financial Position at fair value or the carrying amount is a reasonable approximation of fair value.

### 23. Capital management policies and procedures

The Company's capital management objectives are to ensure that it will continue as a going concern and to provide investors with a dividend income combined with the potential for long term capital growth.

The Company's debt and capital structure comprises the following:

	2021 £'000	2020 £'000
<b>Debt:</b>		
US Dollar 20 million fixed rate loan with NAB (maturing 2022)	14,385	15,238
US Dollar 20 million fixed rate loan with ING (maturing 2023)	14,385	15,238
	<b>28,770</b>	<b>30,476</b>
<b>Equity:</b>		
Called up share capital	2,973	2,973
Reserves	449,527	373,440
	<b>452,500</b>	<b>376,413</b>
<b>Total debt and equity</b>	<b>481,270</b>	<b>406,889</b>

The Board's policy is to employ gearing when the Manager believes it to be appropriate to do so. Gearing will be in the range of 10% net cash to 20% geared in normal market conditions, at the discretion of the Manager.

	2021 £'000	2020 £'000
Investments held at fair value through profit or loss	476,731	402,288
Net assets	452,500	376,413
<b>Gearing</b>	<b>5.4%</b>	<b>6.9%</b>

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

- the need to buy back equity shares, either for cancellation or to hold in Treasury, which takes into account the share price discount or premium;
- the opportunity for issues of new shares, including issues from Treasury; and
- the ability to employ gearing when the Manager believes it to be appropriate

### 24. Subsequent events

The Directors have evaluated the period since the year end and have not noted any subsequent events.

# Regulatory Disclosures

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

### Leverage

For the purposes of the Alternative Investment Fund Managers Directive (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 ratio between the Company's exposure and its net asset value and is calculated on a gross and a commitment method, in accordance with the AIFMD. Under the gross method, exposure represents the sum of the Company's positions without taking into account any hedging and netting arrangements. Under the commitment method, exposure is calculated after certain hedging and netting positions are offset against each other.

The Company is required to state its maximum and actual leverage levels, calculated as prescribed by the AIFMD, as at 31st July 2021, which gives the following figures:

	Gross Method	Commitment Method
<b>Leverage Exposure</b>		
Maximum limit	106%	175%
Actual	106%	175%

JPMorgan Funds Limited (the '**Management Company**') is the authorised manager of JPM Global Emerging Markets Income Trust plc (the '**Company**') and is part of the J.P. Morgan Chase & Co. group of companies. In this section, the terms 'J.P. Morgan' or 'Firm' refer to that group, and each of the entities in that group globally, unless otherwise specified.

This section of the annual report has been prepared in accordance with the Alternative Investment Fund Managers Directive (the 'AIFMD'), the European Commission Delegated Regulation supplementing the AIFMD, and the 'Guidelines on sound remuneration policies' issued by the European Securities and Markets Authority under the AIFMD. The information in this section is in respect of the most recent complete remuneration period (the '**Performance Year**') as at the reporting date.

This section has also been prepared in accordance with the relevant provisions of the Financial Conduct Authority Handbook (FUND 3.3.5).

### Remuneration Policy

A summary of the Remuneration Policy currently applying to the Management Company (the '**Remuneration Policy Statement**') can be found at <https://am.jpmorgan.com/gb/en/asset-management/gim/per/legal/emea-remuneration-policy>. This Remuneration Policy Statement includes details of how remuneration and benefits are calculated, including the financial and non-financial criteria used to evaluate performance, the responsibilities and composition of the Firm's Compensation and Management Development Committee, and the measures adopted to avoid or manage conflicts of interest. A copy of this policy can be requested free of charge from the Management Company.

The Remuneration Policy applies to all employees of the Management Company, including individuals whose professional activities may have a material impact on the risk profile of the Management Company or the Alternative Investment Funds it manages ('**AIFMD Identified Staff**'). The AIFMD Identified Staff include members of the Board of the Management Company (the '**Board**'), senior management, the heads of relevant Control Functions, and holders of other key functions. Individuals are notified of their identification and the implications of this status on at least an annual basis.

The Board reviews and adopts the Remuneration Policy on an annual basis, and oversees its implementation, including the classification of AIFMD Identified Staff. The Board last reviewed and adopted the Remuneration Policy that applied for the 2020 Performance Year in June 2020 with no material changes and was satisfied with its implementation.

## REGULATORY DISCLOSURES

### Quantitative Disclosures

The table below provides an overview of the aggregate total remuneration paid to staff of the Management Company in respect of the 2020 Performance Year and the number of beneficiaries. These figures include the remuneration of all staff of JPMorgan Asset Management (UK) Ltd (the relevant employing entity) and the number of beneficiaries, both apportioned to the Management Company on an Assets Under Management ('AUM') weighted basis.

Due to the Firm's operational structure, the information needed to provide a further breakdown of remuneration attributable to the Company is not readily available and would not be relevant or reliable. However, for context, the Management Company manages 30 Alternative Investment Funds (with 5 sub-funds) and 2 UCITS (with 40 sub-funds) as at 31st December 2020, with a combined AUM as at that date of £21.4 billion and £22.5 billion respectively.

	Fixed remuneration	Variable remuneration	Total remuneration	Number of beneficiaries
All staff of the Management Company (USD\$'000s)	19,241	11,862	31,103	139

The aggregate 2020 total remuneration paid to AIFMD Identified Staff was USD \$63,330,000, of which USD \$5,620,000 relates to Senior Management and USD \$57,710,000 relates to other Identified Staff.<sup>1</sup>

<sup>1</sup> Since 2017, the AIFMD identified staff disclosures includes employees of the companies to which portfolio management has been formally delegated in line with the latest ESMA guidance.

### SECURITIES FINANCING TRANSACTIONS REGULATION ('SFTR') DISCLOSURES (UNAUDITED)

There were no open transactions at the year end date, 31st July 2021, in Securities Financing Transactions (as defined in Article 3 of Regulation (EU) 2015/2365, securities financing transactions include repurchase transactions, securities or commodities lending and securities or commodities borrowing, buy-selling back transactions or sell-buy back transactions and margin lending transactions) or Total Return Swaps. Accordingly, disclosures required by Article 13 of the Regulation are not applicable for the year ended 31st July 2021.

### Global Data

#### Amount of securities on loan

The total value of securities on loan as a proportion of the Fund's total lendable assets, as at the balance sheet date, is 7.96%. Total lendable assets represents the aggregate value of assets types forming part of the Fund's securities lending programme.

#### Amount of assets engaged in securities lending

The following table represents the total value of assets engaged in securities lending:

	Value £'000	% of AUM
Securities lending	15,981	3.53%%

## Concentration and Aggregate Transaction Data

### Counterparties

The following table provides details of the counterparties (based on gross volume of outstanding transactions with exposure on a gross absolute basis) in respect of securities lending as at the balance sheet date:

Collateral	Country of Incorporation	Value £'000
CITIGROUP	United States of America	6,604
MERRILL LYNCH	United States of America	4,592
JP Morgan	United States of America	3,002
UBS	Switzerland	1,783
<b>Total</b>		<b>15,981</b>

### Maturity tenure of Security lending transactions

The Company's securities lending transactions have open maturity.

### Collateral issuers

The following table lists the issuers by value of non-cash collateral received by the Company by way of title transfer collateral arrangement across securities lending transactions, as at the balance sheet date.

Issuer	Value £'000
Government of Japan	5,849
French Federal Republic	4,783
United Kingdom Treasury	2,673
United States of America Treasury	1,625
Kingdom of Belgium Government	925
Republic of Austria Government	772
Federal Republic of Germany Government	603
Republic of Finland Government	120
Kingdom of Netherlands Government	37
<b>Total</b>	<b>17,387</b>

Non-cash collateral received by way of title transfer collateral arrangement in relation to securities lending transactions cannot be sold, re-invested or pledged.

### Type, quality and currency of collateral

The following table provides an analysis of the type, quality and currency of collateral received by the Company in respect of securities lending transactions as at the balance sheet date.

Type	Quality	Currency	Value £'000
Sovereign Debt	Investment Grade	EUR	7,241
Sovereign Debt	Investment Grade	JPY	5,849
Sovereign Debt	Investment Grade	GBP	2,673
Treasury Notes	Investment Grade	USD	1,461
Treasury Bonds	Investment Grade	USD	163
<b>Total</b>			<b>17,387</b>

## REGULATORY DISCLOSURES

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### **Maturity tenure of collateral**

The following table provides an analysis of the maturity tenure of collateral received in relation to securities lending transactions as at the balance sheet date.

<b>Maturity</b>	<b>Value £'000</b>
1 day to 1 week	–
1 week to 1 month	22
1 to 3 months	99
3 to 12 months	716
more than 1 year	16,550
<b>Total</b>	<b>17,387</b>

### **Settlement and clearing**

The Company's securities lending transactions including related collaterals are settled and cleared either bi-laterally, tri-party or through a central counterparty.

### **Re-use of collateral**

Share of collateral received that is reused and reinvestment return Non-cash collateral received by way of title transfer collateral arrangement in relation to securities lending transactions cannot be sold, re-invested or pledged.

Cash collateral received in the context of securities lending transactions may be reused in accordance with the provisions contained within the Prospectus, however the Company does not currently reinvest cash collateral received in respect of securities lending transactions.

### **Safekeeping of collateral**

All collateral received by the Company in respect of securities lending transactions as at the balance sheet date is held by the Depository.

### **Return and cost**

JPMorgan Chase Bank, N.A (JPMCB), the lending agent, receives a fee of 10% of the gross revenue for its services related to the Stock Lending Transactions. The remainder of the revenue, 90%, is received by the Company i.e. for the benefit of Shareholders.

## Shareholder Information

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# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the eleventh Annual General Meeting of JPMorgan Global Emerging Markets Income Trust plc will be held at the Offices of J.P.Morgan, 60 Victoria Embankment, London EC4Y 0JP on Thursday, 25th November 2021 at 2.00 p.m. for the following purposes:

1. To receive the Directors' Report & Accounts and the Auditor's Report for the year ended 31st July 2021.
2. To approve the Company's Remuneration Policy.
3. To approve the Directors' Remuneration Report for the year ended 31st July 2021.
4. To reappoint Mark Edwards as a Director of the Company.
5. To reappoint Sarah Fromson as a Director of the Company.
6. To reappoint Caroline Gulliver as a Director of the Company.
7. To appoint Lucy Macdonald as a Director of the Company.
8. To appoint Mazars LLP as Auditor of the Company and to authorise the Directors to determine their remuneration.

## Special Business

To consider the following resolutions:

### Authority to allot new shares – Ordinary Resolution

9. THAT the Directors of the Company be and they are hereby generally and unconditionally authorised (in substitution of any authorities previously granted to the Directors) pursuant to and in accordance with Section 551 of the Companies Act 2006 (the 'Act') to exercise all the powers for the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ('Rights') up to an aggregate nominal amount of £297,240 or, if different, the aggregate nominal amount representing approximately 10% of the Company's issued Ordinary share capital (excluding Treasury shares) as at the date of the passing of this resolution, provided that this authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2022 unless renewed at a general meeting prior to such time, save that the Company may before such expiry make offers or agreements which would or might require shares to be allotted or Rights to be granted after such expiry and so that the Directors of the Company may allot shares and grant Rights in pursuance of such offers or agreements as if the authority conferred hereby had not expired.

### Authority to disapply pre-emption rights on allotment of relevant securities – Special Resolution

10. THAT subject to the passing of Resolution 9 set out above, the Directors of the Company be and they are hereby empowered pursuant to Sections 570 and 573 of the Act to

allot equity securities (within the meaning of Section 560 of the Act) for cash pursuant to the authority conferred by Resolution 9 or by way of a sale of Treasury shares as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of or sale out of Treasury of equity securities for cash up to an aggregate nominal amount of £297,240 or, if different the aggregate nominal amount representing approximately 10% of the issued share capital (excluding Treasury shares) as at the date of the passing of this resolution, at a price of not less than the net asset value per share and shall expire upon the expiry of the general authority conferred by Resolution 9 above, save that the Company may before such expiry make offers or agreements which would or might require equity securities to be allotted or sold out of Treasury after such expiry and so that the Directors of the Company may allot equity securities in pursuance of such offers or agreements as if the power conferred hereby had not expired.

### Authority to repurchase the Company's shares – Special Resolution

11. THAT the Company be generally and, subject as hereinafter appears, unconditionally authorised in accordance with Section 701 of the Act to make market purchases (within the meaning of Section 693 of the Act) of its issued Ordinary shares of 1p each in the capital of the Company on such terms and in such manner as the Directors may from time to time determine.

PROVIDED ALWAYS THAT

- (i) the maximum number of Ordinary shares hereby authorised to be purchased shall be 44,556,300 or, if different, that number of Ordinary shares which is equal to 14.99% of the Company's issued share capital (excluding Treasury shares) as at the date of the passing of this Resolution;
- (ii) the minimum price which may be paid for an Ordinary share shall be 1p;
- (iii) the maximum price which may be paid for an Ordinary share shall be an amount equal to the highest of: (a) 105% of the average of the middle market quotations for an Ordinary share taken from and calculated by reference to the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Ordinary share is contracted to be purchased; or (b) the price of the last independent trade; or (c) the highest current independent bid;
- (iv) any purchase of Ordinary shares will be made in the market for cash at prices below the prevailing net asset value per Ordinary share (as determined by the Directors);

- (v) the authority hereby conferred shall expire on 24th May 2023 unless the authority is renewed at the Company's Annual General Meeting in 2022 or at any other general meeting prior to such time; and
- (vi) the Company may make a contract to purchase Ordinary shares under the authority hereby conferred prior to the expiry of such authority which contract will or may be executed wholly or partly after the expiry of such authority and may make a purchase of Ordinary shares pursuant to any such contract.

**Approval of dividend policy – Ordinary Resolution**

- 12. THAT the shareholders approve the Company's dividend policy to continue to pay four quarterly interim dividends during the year.

**Adoption of New Articles of Association – Special Resolution**

- 13. THAT the Articles of Association produced to the meeting and signed by the chairman of the meeting for the purposes of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association with effect from the conclusion of the meeting.

**Continuation Vote – Ordinary Resolution**

- 14. THAT the Company continue in existence as an investment trust for a further three year period.

By order of the Board  
 Divya Amin, for and on behalf of  
 JPMorgan Funds Limited,  
 Company Secretary  
 25th October 2021

**Notes**

These notes should be read in conjunction with the notes on the reverse of the proxy form.

- 1. If law or Government guidance so requires at the time of the Meeting, the Chairman of the Meeting will limit, in his sole discretion, the number of individuals in attendance at the Meeting. In addition, the Company may still impose entry restrictions on certain persons wishing to attend the AGM in order to secure the orderly and proper conduct of the Meeting.

- 2. A member entitled to attend and vote at the Meeting may appoint another person(s) (who need not be a member of the Company) to exercise all or any of his rights to attend, speak and vote at the Meeting. A member can appoint more than one proxy in relation to the Meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by him. However, please note that, in the light of the ongoing COVID-19 pandemic and associated Government guidance, it may be the case that your vote will not be counted where a proxy other than the Chairman of the Meeting is appointed as additional third parties may not be permitted entry to the meeting.
- 3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Your proxy could be the Chairman, another Director of the Company or another person who has agreed to attend to represent you. Details of how to appoint the Chairman or another person(s) as your proxy or proxies using the proxy form are set out in the notes to the proxy form. If a voting box on the proxy form is left blank, the proxy or proxies will exercise his/their discretion both as to how to vote and whether he/they abstain(s) from voting. Your proxy must attend the Meeting for your vote to count. Appointing a proxy or proxies does not preclude you from attending the Meeting and voting in person. However, please note that in the current circumstances, your vote may not be counted where a proxy other than the Chairman of the Meeting is appointed as additional third parties may not be permitted entry to the meeting.
- 4. Any instrument appointing a proxy, to be valid, must be lodged in accordance with the instructions given on the proxy form.
- 5. You may change your proxy instructions by returning a new proxy appointment. The deadline for receipt of proxy appointments also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same Meeting, the one which is last received (regardless of its date or the date of its signature) shall be treated as replacing and revoking the other or others as regards that share; if the Company is unable to determine which was last received, none of them shall be treated as valid in respect of that share.
- 6. To be entitled to attend and vote at the Meeting (and for the purpose of the determination by the Company of the number of votes they may cast), members must be entered on the Company's register of members as at 6.30 p.m. two business days prior to the Meeting (the 'specified time'). If the Meeting is adjourned to a time not more than 48 hours after the specified time applicable to the original Meeting, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned Meeting. If however the Meeting is adjourned for a longer period then, to be so entitled, members must be entered on the Company's register of members as at 6.30 p.m. two business days prior to the adjourned Meeting or, if the Company gives notice of the adjourned Meeting, at the time specified in that notice. Changes to entries on the register after this time shall be disregarded in determining the rights of persons to attend or vote at the Meeting or adjourned Meeting.
- 7. Entry to the Meeting will be restricted to shareholders and their proxy or proxies, with guests admitted only by prior arrangement.

## NOTICE OF ANNUAL GENERAL MEETING

8. A corporation, which is a shareholder, may appoint an individual(s) to act as its representative(s) and to vote in person at the Meeting (see instructions given on the proxy form). In accordance with the provisions of the Companies Act 2006, each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual member of the Company, provided that they do not do so in relation to the same shares. It is therefore no longer necessary to nominate a designated corporate representative. However, please note that, in the light of the COVID-19 pandemic and associated Government guidance, including the rules on physical distancing and limitations on public gatherings, it is unlikely that your vote will be counted where a representative other than the Chairman of the Meeting is appointed as additional third parties are unlikely to be permitted entry to the meeting.  
  
Representatives should bring to the Meeting evidence of their appointment, including any authority under which it is signed.
9. Members that satisfy the thresholds in Section 527 of the Companies Act 2006 can require the Company to publish a statement on its website setting out any matter relating to: (a) the audit of the Company's Financial Statements (including the Auditors' report and the conduct of the audit) that are to be laid before the AGM; or (b) any circumstances connected with Auditors of the Company ceasing to hold office since the previous AGM, which the members propose to raise at the Meeting. The Company cannot require the members requesting the publication to pay its expenses. Any statement placed on the website must also be sent to the Company's Auditors no later than the time it makes its statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required to publish on its website pursuant to this right.
10. Pursuant to Section 319A of the Companies Act 2006, the Company must cause to be answered at the AGM any question relating to the business being dealt with at the AGM which is put by a member attending the Meeting except in certain circumstances, including if it is undesirable in the interests of the Company or the good order of the Meeting or if it would involve the disclosure of confidential information.
11. Under Sections 338 and 338A of the 2006 Act, members meeting the threshold requirements in those sections have the right to require the Company: (i) to give, to members of the Company entitled to receive notice of the Meeting, notice of a resolution which those members intend to move (and which may properly be moved) at the Meeting; and/or (ii) to include in the business to be dealt with at the Meeting any matter (other than a proposed resolution) which may properly be included in the business at the Meeting. A resolution may properly be moved, or a matter properly included in the business unless: (a) (in the case of a resolution only) it would, if passed, be ineffective (whether by reason of any inconsistency with any enactment or the Company's constitution or otherwise); (b) it is defamatory of any person; or (c) it is frivolous or vexatious. A request made pursuant to this right may be in hard copy or electronic form, must identify the resolution of which notice is to be given or the matter to be included in the business, must be accompanied by a statement setting out the grounds for the request, must be authenticated by the person(s) making it and must be received by the Company not later than the date that is six clear weeks before the Meeting, and (in the case of a matter to be included in the business only) must be accompanied by a statement setting out the grounds for the request.
12. A copy of this notice has been sent for information only to persons who have been nominated by a member to enjoy information rights under Section 146 of the Companies Act 2006 (a 'Nominated Person'). The rights to appoint a proxy can not be exercised by a Nominated Person: they can only be exercised by the member. However, a Nominated Person may have a right under an agreement between him and the member by whom he was nominated to be appointed as a proxy for the Meeting or to have someone else so appointed. If a Nominated Person does not have such a right or does not wish to exercise it, he may have a right under such an agreement to give instructions to the member as to the exercise of voting rights.
13. In accordance with Section 311A of the Companies Act 2006, the contents of this notice of meeting, details of the total number of shares in respect of which members are entitled to exercise voting rights at the AGM, the total voting rights members are entitled to exercise at the AGM and, if applicable, any members' statements, members' resolutions or members' matters of business received by the Company after the date of this notice will be available on the Company's website [www.jpimglobalemergingmarketsincome.co.uk](http://www.jpimglobalemergingmarketsincome.co.uk).
14. The register of interests of the Directors and connected persons in the called-up share capital of the Company and the Directors' letters of appointment are available for inspection at the Company's registered office during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted). It will also be available for inspection at the AGM. No Director has any contract of service with the Company.
15. You may not use any electronic address provided in this Notice of Meeting to communicate with the Company for any purposes other than those expressly stated.
16. As an alternative to completing a hard copy Form of Proxy/Voting Direction Form, you can appoint a proxy or proxies electronically by visiting [www.sharevote.co.uk](http://www.sharevote.co.uk). You will need your Voting ID, Task ID and Shareholder Reference Number (this is the series of numbers printed under your name on the Form of Proxy/Voting Direction Form). Alternatively, if you have already registered with Equiniti Limited's online portfolio service, Shareview, you can submit your Form of Proxy at [www.shareview.co.uk](http://www.shareview.co.uk). Full instructions are given on both websites.
17. As at 22nd October 2021 (being the latest business day prior to the publication of this Notice), the Company's called-up share capital consists of 297,240,161 Ordinary shares (excluding treasury shares) carrying one vote each. Therefore the total voting rights in the Company are 297,240,161.
18. A copy of the proposed new articles of association of the Company, together with a copy showing all of the proposed changes to the existing articles of association, will be available for inspection on the Company's website, [www.jpimglobalemergingmarketsincome.co.uk](http://www.jpimglobalemergingmarketsincome.co.uk), and at the offices of J.P. Morgan Asset Management, 60 Victoria Embankment, London EC4Y 0JP between the hours of 9.00 a.m. and 5.00 p.m. (Saturdays, Sundays and public holidays excepted), from the date of the AGM Notice until the close of the AGM, and will also be available for inspection at the venue of the AGM from 15 minutes before and during the AGM.

### Electronic appointment – CREST members

CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. See further instructions on the proxy form.

## SUMMARY OF THE PRINCIPAL AMENDMENTS TO THE COMPANY'S ARTICLES OF ASSOCIATION

Set out below is a summary of the principal amendments which will be made to the Company's Existing Articles through the adoption of the New Articles if Resolution 13 to be proposed at the AGM is approved by shareholders.

**This summary is intended only to highlight the principal amendments to the Existing Articles. It is not intended to be comprehensive and cannot be relied upon to identify amendments or issues which may be of interest to all shareholders. This summary is not a substitute for reviewing the full terms of the New Articles which will be available for inspection on the Company's website, [www.jpmglobalemergingmarketsincome.co.uk](http://www.jpmglobalemergingmarketsincome.co.uk) and at the offices of JPMorgan Funds Limited, 60 Victoria Embankment, London EC4Y 0JP between the hours of 9.00 a.m. and 5.00 p.m. (Saturdays, Sundays and public holidays excepted), from the date of the AGM Notice until the close of the AGM, and will also be available for inspection at the venue of the AGM from 15 minutes before and during the AGM.**

### Hybrid/virtual-only shareholder meetings

The New Articles permit the Company to hold shareholder meetings on a wholly virtual basis, whereby shareholders are not required to attend the meeting in person at a physical location but may instead attend and participate using exclusively electronic means. A shareholder meeting may be virtual-only if attendees participate only by way of electronic means, or may be held on a hybrid basis whereby some attendees attend in person at a physical location and others attend remotely using electronic means. Amendments have been made throughout the New Articles to facilitate the holding of hybrid or virtual-only shareholder meetings. These amendments are being proposed in response to the challenges posed by Government restrictions on social interactions as a result of the COVID-19 pandemic. Nothing in the New Articles will prevent the Company from holding physical shareholder meetings.

Notwithstanding the proposed amendments which allow for the possibility of holding virtual-only general meetings (including AGMs), the Board remains fully committed to ensuring that future general meetings (including AGMs) incorporate a physical meeting whenever law and regulation permits. The potential to hold a general meeting through wholly electronic means is intended as a solution to be adopted as a last resort to ensure the continued smooth operation of the Company. The Board only intends to use virtual-only meetings in extreme operating circumstances where physical meetings are prohibited or not reasonably practicable.

### Minor amendments

The Board is also taking the opportunity to make some additional minor or technical amendments to the Existing Articles, including: (i) providing that the Company will not be liable for any monies that become subject to a deduction or withholding relating to FATCA, as such liability would be to the detriment of shareholders as a whole; (ii) providing the Directors with the ability to postpone general meetings of the Company in certain circumstances after the Notice of Meeting has been sent; (iii) the inclusion of a procedure in the event an insufficient number of Directors are re-elected at an annual general meeting of the Company; (iv) expressly providing for the Board's ability to establish a capital reserve which may be used for any of the purposes to which sums standing to any revenue reserve may be applied (including to fund dividend payments and share buy backs if the Board believes it is in the best interests of the Company to do so); (v) allowing the Company to pay dividends exclusively through bank transfers or other electronic payment methods instead of by way of cheques with the further ability to retain cash payments where bank details are not provided by a shareholder; (vi) simplifying the procedure in relation to the untraced shareholders procedure by removing the requirement for the Company to publish newspaper advertisements; and (vii) clarifying that the consideration (if any) received by the Company upon the sale of any share which is forfeited by a shareholder pursuant to the New Articles will belong to the Company. These changes reflect modern best practice and are intended to relieve certain administrative burdens on the Company.

**Return to Shareholders (APM)**

Total return to shareholders, on a last traded price to last traded price basis, assuming that all dividends received were reinvested, without transaction costs, into the shares of the Company at the time the shares were quoted ex-dividend.

	Page	Year ended 31st July 2021	Year ended 31st July 2020	
<b>Total return calculation</b>				
Opening share price (p)	5	115.5	143.5	(a)
Closing share price (p)	5	142.0	115.5	(b)
Total dividend adjustment factor <sup>1</sup>		1.039183	1.044288	(c)
Adjusted closing share price (d = b x c)		147.6	120.6	(d)
<b>Total return to shareholders (e = d / a - 1)</b>		<b>+27.8%</b>	<b>-16.0%</b>	<b>(e)</b>

<sup>1</sup> The dividend adjustment factor is calculated on the assumption that the dividends paid out by the Company are reinvested into the shares of the Company at the last traded price quoted at the ex-dividend date.

**Return on Net Assets (APM)**

Total return on net asset value ('NAV') per share, on a bid value to bid value basis, assuming that all dividends paid out by the Company were reinvested, without transaction costs, into the shares of the Company at the NAV per share at the time the shares were quoted ex-dividend.

	Page	Year ended 31st July 2021	Year ended 31st July 2020	
<b>Total return calculation</b>				
Opening cum-income NAV per share with debt at par value (p)	5	126.6	145.0	(a)
Closing cum-income NAV per share debt at par value (p)	5	152.2	126.6	(b)
Total dividend adjustment factor <sup>2</sup>		1.036086	1.041060	(c)
Adjusted closing cum-income NAV per share (d = b x c)		157.7	131.8	(d)
<b>Total return on net assets (e = d / a - 1)</b>		<b>+24.6%</b>	<b>-9.1%</b>	<b>(e)</b>

<sup>2</sup> The dividend adjustment factor is calculated on the assumption that the dividends paid out by the Company are reinvested into the shares of the Company at the cum-income NAV at the ex-dividend date.

**Net asset value per share (APM)**

The value of the Company's net assets (total assets less total liabilities) divided by the number of ordinary shares in issue. Please see note 17 on page 69 for detailed calculations.

**Benchmark Total Return**

Total return on the benchmark, on a closing-market value to closing-market value basis, assuming that all dividends received were reinvested, without transaction costs, in the shares of the underlying companies at the time the shares were quoted ex-dividend.

The benchmark is a recognised index of stocks which should not be taken as wholly representative of the Company's investment universe. The Company's investment strategy does not follow or 'track' this index and consequently, there may be some divergence between the Company's performance and that of the benchmark.

**Gearing/(Net Cash) (APM)**

Gearing represents the excess amount above shareholders' funds of total investments, expressed as a percentage of the shareholders' funds.

If the amount calculated is negative, this is shown as a 'net cash' position.

		Year ended 31st July 2021 £'000	Year ended 31st July 2020 £'000	
<b>Gearing calculation</b>	<b>Page</b>			
Investments held at fair value through profit or loss	67	476,731	402,288	(a)
Net assets	67	452,500	376,413	(b)
<b>Gearing (c = a / b - 1)</b>		<b>5.4%</b>	<b>6.9%</b>	<b>(c)</b>

**Ongoing Charges (APM)**

The ongoing charges represent the Company's management fee and all other operating expenses excluding finance costs payable, expressed as a percentage of the average of the daily cum-income net assets during the year and is calculated in accordance with guidance issued by the Association of Investment Companies.

		Year ended 31st July 2021 £'000	Year ended 31st July 2020 £'000	
<b>Ongoing charges calculation</b>	<b>Page</b>			
Management fee	64	3,864	3,848	
Other administrative expenses	64	724	649	
Total management fee and other administrative expenses		4,588	4,497	(a)
Average daily cum-income net assets		439,097	386,245	(b)
<b>Ongoing charges (c = a / b)</b>		<b>1.04%</b>	<b>1.16%</b>	<b>(c)</b>

**Share Price Discount/Premium to Net Asset Value ('NAV') per Share (APM)**

If the share price of an investment trust is lower than the NAV per share, the shares are said to be trading at a discount. The discount is shown as a percentage of the NAV per share.

The opposite of a discount is a premium. It is more common for an investment trust's shares to trade at a discount than at a premium.

**H-Shares**

Companies incorporated in mainland China and listed in Hong Kong and on other foreign exchanges.

**Performance attribution**

Analysis of how the Company achieved its recorded performance relative to its benchmark (see page 10).

**Emerging Markets**

For the purposes of the investment policy, emerging markets are the capital markets of developing countries, including both recently industrialised countries and countries in transition from planned economies to free-market economies. Many, but not all, emerging market countries are constituents of the MSCI Emerging Markets Index or, in the case of smaller or less developed emerging markets, the MSCI Frontier Index. The Company invest in securities listed in, or exposed to, these countries or other countries that meet the definition in this paragraph. These markets will tend to be less mature than developed markets and will not necessarily have such a long history of substantial foreign investment.

### **Performance Attribution Definitions:**

#### **Stock/Sector selection**

Measures the effect of investing in securities/sectors to a greater or lesser extent than their weighting in the benchmark, or of investing in securities which are not included in the benchmark.

#### **Gearing/Net Cash**

Measures the impact on returns of borrowings or cash balances on the Company's relative performance.

#### **Management fee/Other expenses**

The payment of fees and expenses reduces the level of total assets, and therefore has a negative effect on relative performance.

#### **Share repurchases**

Measures the positive effect on relative performance of repurchasing the Company's shares for cancellation, or repurchases into Treasury, at a discount to their net asset value ('NAV') per share.

You can invest in a J.P. Morgan investment trust through the following:

### 1. Via a third party provider

Third party providers include:

AJ Bell You Invest	Halifax Share Dealing
Barclays Smart Investor	Hargreaves Lansdown
Charles Stanley Direct	Interactive Investor
EQi	The Share Centre
Fidelity Personal Investing	

Please note this list is not exhaustive and the availability of individual trusts may vary depending on the provider. These websites are third party sites and J.P. Morgan Asset Management does not endorse or recommend any. Please observe each site's privacy and cookie policies as well as their platform charges structure.

The Board encourages all of its shareholders to exercise their rights and notes that many specialist platforms provide shareholders with the ability to receive company documentation, to vote their shares and to attend general meetings, at no cost. Please refer to your investment platform for more details, or visit the Association of Investment Companies' ('AIC') website at [www.theaic.co.uk/aic/shareholder-voting-consumer-platforms](http://www.theaic.co.uk/aic/shareholder-voting-consumer-platforms) for information on which platforms support these services and how to utilise them.

### 2. Through a professional adviser

Professional advisers are usually able to access the products of all the companies in the market and can help you find an investment that suits your individual circumstances. An adviser will let you know the fee for their service before you go ahead. You can find an adviser at [unbiased.co.uk](http://unbiased.co.uk)

You may also buy investment trusts through stockbrokers, wealth managers and banks.

To familiarise yourself with the Financial Conduct Authority (FCA) adviser charging and commission rules, visit [fca.org.uk](http://fca.org.uk)

## Be ScamSmart

### Investment scams are designed to look like genuine investments

#### Spot the warning signs

Have you been:

- contacted out of the blue
- promised tempting returns and told the investment is safe
- called repeatedly, or
- told the offer is only available for a limited time?

If so, you might have been contacted by fraudsters.

#### Avoid investment fraud

##### 1 Reject cold calls

If you've received unsolicited contact about an investment opportunity, chances are it's a high risk investment or a scam. You should treat the call with extreme caution. The safest thing to do is to hang up.

##### 2 Check the FCA Warning List

The FCA Warning List is a list of firms and individuals we know are operating without our authorisation.

##### 3 Get impartial advice

Think about getting impartial financial advice before you hand over any money. Seek advice from someone unconnected to the firm that has approached you.

**Remember: if it sounds too good to be true, it probably is!**

#### Report a Scam

If you suspect that you have been approached by fraudsters please tell the FCA using the reporting form at [www.fca.org.uk/consumers/report-scam-unauthorised-firm](http://www.fca.org.uk/consumers/report-scam-unauthorised-firm). You can also call the FCA Consumer Helpline on **0800 111 6768**

If you have lost money to investment fraud, you should report it to Action Fraud on 0300 123 2040 or online at [www.actionfraud.police.uk](http://www.actionfraud.police.uk)

**Find out more at**  
[www.fca.org.uk/scamsmart](http://www.fca.org.uk/scamsmart)



# INFORMATION ABOUT THE COMPANY

## FINANCIAL CALENDAR

Financial year end	31st July
Final results announced	October
Half year end	31st January
Half year results announced	March
Interim dividends declared	February, June, August and November
Annual General Meeting	November

### History

JPMorgan Global Emerging Markets Income Trust plc is an investment trust which was launched in July 2010 with assets of £102.3 million.

### Company Numbers

Company registration number: 7273382

### Ordinary Shares

London Stock Exchange ISIN code: GB00B5ZZY915  
Bloomberg code: JEMI  
SEDOL B5ZZY91  
LEI: 5493000PJXU72JMCYU09

### Market Information

The Company's unaudited net asset value ('NAV') is published daily, via the London Stock Exchange. The Company's shares are listed on the London Stock Exchange. The market price is shown daily in the Financial Times, The Times, The Daily Telegraph, The Scotsman and on the JPMorgan website at [www.jpmglobalemergingmarketsincome.co.uk](http://www.jpmglobalemergingmarketsincome.co.uk), where the share price is updated every 15 minutes during trading hours.

### Share Transactions

The Company's shares may be dealt in directly through a stockbroker or professional adviser acting on an investor's behalf.

### Manager and Company Secretary

JPMorgan Funds Limited  
Company's Registered Office  
60 Victoria Embankment  
London EC4Y 0JP  
Telephone number: 020 7742 4000

For company secretarial and administrative matters please contact Divya Amin at the above address.

### Depository

The Bank of New York Mellon (International) Limited  
1 Canada Square  
London E14 5AL

The Depository has appointed JPMorgan Chase Bank, N.A. as the Company's custodian.

### Registrars

Equiniti Limited  
Reference 3570  
Aspect House  
Spencer Road  
Lancing  
West Sussex BN99 6DA

Telephone number: 0371 384 2857

Lines open 8.30 a.m. to 5.30 p.m. Monday to Friday. Calls to the helpline will cost no more than a national rate call to a 01 or 02 number. Callers from overseas should dial +44 121 415 0225.

Notifications of changes of address and enquiries regarding share certificates or dividend cheques should be made in writing to the Registrar quoting reference 3570. Registered shareholders can obtain further details on their holdings on the internet by visiting [www.shareview.co.uk](http://www.shareview.co.uk).

### Independent Auditors

Ernst & Young LLP  
Statutory Auditor  
Atria One  
144 Morrison Street  
Edinburgh EH3 8EX

### Brokers

Winterflood Securities  
The Atrium Building  
Cannon Bridge  
25 Dowgate Hill  
London EC4R 2GA  
Telephone number: 020 3100 0000



The Association of  
Investment Companies

A member of the AIC

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## CONTACT

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