BAILLIE GIFFORD UK & BALANCED FUNDS ICVC

(*An investment company with variable capital incorporated with limited liability and registered in Scotland under number SI 000008 and operating as an umbrella fund with segregated liability between Funds*)

Important Information for Singapore Investors

This Singapore country supplement dated 21 March 2024 ("Supplement") forms part of and should be read in conjunction with the prospectus for Baillie Gifford UK & Balanced Funds ICVC (the "Company") dated 30 November 2023 (the "Prospectus"). All capitalised terms contained herein shall have the same meaning in this Supplement as in the Prospectus unless otherwise indicated.

The offer or invitation of the shares (the "**Shares**") of the following Fund(s):

- Baillie Gifford Managed Fund

which is the subject of the Prospectus, does not relate to a collective investment scheme which is authorised under section 286 of the Securities and Futures Act, Chapter 289 of Singapore, as amended or modified (the "SFA") or recognised under section 287 of the SFA. The Funds are not authorised or recognised by the Monetary Authority of Singapore (the "**MAS**") and Shares are not allowed to be offered to the retail public. Each of the Prospectus, this Supplement and any other document or material issued in connection with the offer or sale is not a prospectus as defined in the SFA. Accordingly, statutory liability under the SFA in relation to the content of prospectuses does not apply. You should consider carefully whether the investment is suitable for you.

The Prospectus and this Supplement have not been registered as a prospectus with the MAS. Accordingly, the Prospectus, this Supplement and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of Shares may not be circulated or distributed, nor may Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in the SFA) under Section 304 of the SFA, (ii) to a relevant person (as defined in Section 305(5) of the SFA) pursuant to Section 305(1), or any person pursuant to Section 305(2), and in accordance with the conditions specified in Section 305 of the SFA, and where applicable, the conditions specified in Regulation 3 of the Securities and Futures (Classes of Investors) Regulations 2018, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where Shares are subscribed or purchased under Section 305 of the SFA by a relevant person which is:

(a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or

(b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities (as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within 6 months after that corporation or that trust has acquired the Shares pursuant to an offer made under Section 305 except:

(1) to an institutional investor or to a relevant person defined in Section 305(5) of the SFA, or to any person arising from an offer referred to in Section 275(1A) or Section 305A(3)(i)(B) of the SFA;

(2) where no consideration is or will be given for the transfer;

(3) where the transfer is by operation of law;

(4) as specified in Section 305A(5) of the SFA; or

(5) as specified in Regulation 36A of the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations 2005 of Singapore.

The Shares are capital markets products other than prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Specified Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

The Company is an open-ended investment company with variable capital operating as an umbrella fund with segregated liability between sub-funds and incorporated and existing under the laws of Scotland with its registered office at Calton Square 1 Greenside Row, Edinburgh. The Company and its offer of Shares in the Fund(s) are regulated by the Financial Conduct Authority (the "**FCA**") pursuant to the OEIC Regulations and the COLL Rules.

The Bank of New York Mellon, London Branch (the "**Custodian**") is the custodian of the Company. It is a branch of a company incorporated under the laws of the United States and is regulated by the FCA.

Baillie Gifford & Co, a limited company incorporated in the United Kingdom, has been appointed as Investment Adviser of the Company and is regulated by the FCA.

The contact details of the FCA are as follows:

Financial Conduct Authority
Address: 12 Endeavour Square, London, E20 1JN.
Telephone No.: +44 (0)20 7066 1000

The Funds do not have any side letter policy and will not enter into any side letters with investors.

Past performance and information on the accounts of any of the Funds may be found in the fact sheets of the corresponding Funds, or obtained from the Investment Adviser upon request.

Investors should note that reference to any fund(s) other than the Fund(s), as defined herein, is not available to Singapore investors, and any offer of Shares is not and should not be construed as an offer of shares in such other sub-funds of the Company in Singapore.

Information relating to the fees and expenses payable by investors in each of the Funds is set out under the section headed “Charges and Expenses” in the Prospectus.

This document is the Prospectus of Baillie Gifford UK & Balanced Funds ICVC prepared in accordance with The Financial Conduct Authority's Collective Investment Schemes Sourcebook and is valid from the opening of business on 30 November 2023.

BAILLIE GIFFORD UK & BALANCED FUNDS ICVC

FCA Product Reference Number: 188428

PROSPECTUS

for

BAILLIE GIFFORD BRITISH SMALLER COMPANIES FUND*

BAILLIE GIFFORD GLOBAL ALPHA GROWTH FUND

BAILLIE GIFFORD GLOBAL ALPHA PARIS-ALIGNED FUND

BAILLIE GIFFORD GLOBAL INCOME GROWTH FUND

BAILLIE GIFFORD INTERNATIONAL FUND

BAILLIE GIFFORD MANAGED FUND

BAILLIE GIFFORD RESPONSIBLE GLOBAL EQUITY INCOME FUND

BAILLIE GIFFORD UK EQUITY ALPHA FUND

BAILLIE GIFFORD UK AND WORLDWIDE EQUITY FUND

GLENFINLAS GLOBAL FUND

*This Sub-fund is in the process of termination.

Contents

Important Notice to Readers

IF YOU ARE IN ANY DOUBT ABOUT THE CONTENTS OF THIS PROSPECTUS, YOU SHOULD CONSULT YOUR FINANCIAL ADVISER.

Potential investors should not treat the contents of this Prospectus as advice relating to legal, taxation, investment or any other matters and are recommended to consult their own professional advisers concerning the acquisition, holding or disposal of Shares.

Responsibilities of Baillie Gifford & Co Limited for this document

Baillie Gifford & Co Limited, the authorised corporate director of Baillie Gifford UK & Balanced Funds, is the person responsible for the information contained in this Prospectus and has approved the contents of this Prospectus for the purpose of Section 21 of the Financial Services and Markets Act 2000. To the best of its knowledge and belief (having taken all reasonable care to ensure that such is the case) the information set out below does not contain any untrue or misleading statement or omit any matters required by the COLL Rules to be included in it. Baillie Gifford & Co Limited accepts responsibility accordingly.

The Depositary is not a person responsible for information contained in this Prospectus and accordingly does not accept any responsibility therefore under the COLL Rules or otherwise.

Status of the Prospectus

This Prospectus is based on information, law and practice at the opening of business on 30 November 2023. Copies of this Prospectus have been sent to the FCA and the Depositary.

No person has been authorised by the Company to give any information or to make any representations in connection with the offering of Shares other than those contained in the Prospectus and, if given or made, such information or representations must not be relied on as having been made by the Company. The delivery of this Prospectus (whether or not accompanied by any reports) or the issue of Shares shall not, under any circumstances, create any implication that the affairs of the Company have not changed since the date hereof. The Company cannot be bound by an out of date Prospectus when it has issued a new Prospectus, and investors should check with the ACD that this is the most recently published Prospectus.

This Prospectus contains details relevant to the legal jurisdictions in the United Kingdom. The distribution of this Prospectus and the offering of Shares in certain other jurisdictions may be restricted. Persons into whose possession this Prospectus comes are required by the Company to inform themselves about and to observe any such restrictions. This Prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation. In particular, and without prejudice to the foregoing generality the offering of Shares is not directed at the United States of America or to persons resident or domiciled in the United States of America or to any nationals or residents of either Russia or Belarus.

This document may be translated into other languages. Any such translation shall contain the same information and have the same meaning as the English language document. To the extent there is any inconsistency between the English language version and any translation, the English language version will prevail.

Target Market

The Target Market for each Sub-fund of the Company is set out in Appendix A.

Listing of Shares in the Company

Shares in the Company are not listed on any investment exchange.

Instrument of Incorporation

The provisions of the Instrument of Incorporation are binding on each of the Company's Shareholders (who are deemed to have notice of them). Copies of the Instrument of Incorporation may be obtained from, or inspected at, the Company's Head Office.

The Company and its Service Providers

An investment company with variable capital incorporated with limited liability and registered in Scotland under number SI 000008.

Head office:
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Authorised Corporate Director:
Baillie Gifford & Co Limited
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Investment Adviser:
Baillie Gifford & Co
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Depositary:
NatWest Trustee and Depositary Services
House A, Floor 0
175 Glasgow Road
Gogarburn
Edinburgh
EH12 1HQ

Custodian:
The Bank of New York Mellon, London Branch
One Canada Square
London
E14 5AL

Registrar:
Baillie Gifford & Co Limited
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Auditors:
PricewaterhouseCoopers LLP
Atria One
144 Morrison Street
Edinburgh
EH3 8EX

Glossary

accumulation Shares	Shares (of whatever Class) in the Company as may be in issue from time to time in respect of which income allocated thereto is credited periodically to capital pursuant to the COLL Rules
AIF	an alternative investment fund as defined in the Alternative Investment Fund Managers Regulations 2013
the Authorised Corporate Director, the ACD or Registrar	Baillie Gifford & Co Limited
the Act	the Financial Services and Markets Act 2000
Annual Management Charge or AMC	the fee paid by the Company out of the Scheme Property to the ACD by way of remuneration for its services as detailed in Section 5.3.1 below
Anti-Money Laundering Rules	the laws, rules, regulations and guidance relating to anti money laundering that apply to the ACD, investment in a Sub-fund and to the ACD's dealings with persons in contemplation of such an investment or in connection with this Prospectus from time to time
Approved Security	a transferable security which is (i) admitted to or dealt in on an Eligible Securities Market, or (ii) recently issued and the terms of issue include an undertaking that application will be made to be admitted to an Eligible Securities Market and such admission is secured within a year of issue
Baillie Gifford	Baillie Gifford & Co, every company wholly owned by Baillie Gifford & Co and (in relation to each such company) any subsidiary or holding company of that company and any subsidiary of a holding company of that company
Benchmark Regulation	Regulation (EU) 2016/1011, as implemented in the UK, on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds
BGA(HK)	Baillie Gifford Asia (Hong Kong) Limited 柏基亞洲(香港)有限公司 is wholly owned by BGO and is a private limited liability company incorporated in Hong Kong and whose registered office is situated at Suites 2713-2715, Two International Finance Centre, 8 Finance Street, Central, Hong Kong
BGO	Baillie Gifford Overseas Limited, wholly owned by Baillie Gifford & Co, which has its registered office at Calton Square, 1 Greenside Row, Edinburgh, EH3 8HA
Class or Classes	in relation to Shares, means (according to the context) a particular class of Share in issue from time to time relating to a single Sub-fund or in the Company or all of the Shares in issue from time to time relating to a single Sub-fund
CNH	offshore RMB currency traded outside of Mainland China
CNY	onshore RMB currency traded within mainland China only
the COLL Rules	the rules contained in the Collective Investment Schemes sourcebook (or COLL) published by the FCA as part of their Handbook of rules made under the Act, as amended or replaced from time to time, which shall, for the avoidance of doubt, not include

	guidance or evidential requirements contained in the said sourcebook
Company or Baillie Gifford UK & Balanced Funds	Baillie Gifford UK & Balanced Funds ICVC
Conversion	the conversion of Shares in one Class in a Sub-fund to Shares of another Class in the same Sub-fund and "**Convert**" and "**Conversions**" shall be construed accordingly
CTF Regulations	the Child Trust Fund Regulations 2004
Dealing Day	any day other than a Saturday, a Sunday or a bank holiday in England and Wales, as the context may require and subject always to the ACD's discretion
Depositary	NatWest Trustee and Depositary Services Limited, the depositary of the Company
Derivatives	includes but is not limited to futures, swaps, options and contracts for differences
EEA State	a member state of the European Union and any other state which is within the European Economic Area, currently Austria, Belgium, Bulgaria, Croatia, Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Ireland, Italy, Latvia, Lithuania, Luxembourg, Malta, Netherlands, Poland, Portugal, Romania, Slovakia, Slovenia, Spain, Sweden, Iceland, Norway and Liechtenstein (but please note that in the meantime, until certain issues relating to the relevant securities markets in Cyprus and Malta have been resolved to the satisfaction of the Depositary, Cyprus and Malta will not be treated as EEA States for the purposes of Eligible Derivatives Markets and Eligible Securities Markets in this Prospectus. In addition, Iceland is not currently treated as an EEA State for the purposes of Eligible Derivatives Markets and Eligible Securities Markets in this Prospectus)
Eligible Derivatives Market	(a) a market which is regulated, operates regularly, open to the public and in the United Kingdom or an EEA State; or (b) a regulated market as defined for the purposes of the COLL Rules; or (c) a market which the ACD, after consultation with and notification to the Depositary, has decided is appropriate for investment of, or dealing in, the property of the relevant Sub-fund. Such markets must be regulated, operate regularly, appropriately recognised by an overseas regulator, open to the public, adequately liquid and have adequate arrangements for unimpeded transmission of income and capital to or to the order of investors; and (d) a market identified as an eligible derivatives market for the relevant Sub-fund in Appendix D
Eligible Securities Market	(a) a market which is regulated, operates regularly, open to the public and in the United Kingdom or an EEA State; or (b) a regulated market as defined for the purposes of the COLL Rules; (c) a market which the ACD, after consultation with and notification to the Depositary, has decided is appropriate for investment of, or dealing in, the property of the relevant Sub-fund. Such markets must be regulated, operate regularly, appropriately recognised by an overseas regulator, open to the public,

	adequately liquid and have adequate arrangements for unimpeded transmission of income and capital to or to the order of investors; and
	(d) a market identified as an eligible securities market for the relevant Sub-fund in Appendix C
EPM	efficient portfolio management
ESMA Guidelines	the Guidelines on ETFs and other UCITS issues dated between 1 August 2014 (ESMA 2014/937) published by the European Securities and Markets Authority
the FCA	the Financial Conduct Authority, or any successor authority
FINRA	Financial Industry Regulatory Authority, Inc
GAPS or Government and public securities	transferable securities or approved money market instruments issued or guaranteed by (i) an EEA state; (ii) a local authority of an EEA state; (iii) a non-EEA state; or (iv) a public international body to which one or more EEA states belong
HMRC	HM Revenue and Customs
income Shares	Shares (of whatever Class) in the Company as may be in issue from time to time in respect of which income allocated thereto is distributed periodically to the holders thereof pursuant to the COLL Rules
Instrument of Incorporation	the instrument of incorporation of the Company, as amended from time to time, registered by the Company in accordance with the Regulations
Investment Adviser	Baillie Gifford & Co, the investment adviser to the Company and the ACD
IOSCO	the International Organisation of Securities Commissions
KIID	Key Investor Information Document
NASD	National Association of Securities Dealers
Net Asset Value or NAV	the value of the Scheme Property of the Company (or, where the context requires, such part of the Scheme Property as is attributable to a particular Sub-fund) less all the liabilities of the Company (or such liabilities as are attributable to that Sub-fund as the case may be) as determined in accordance with the Instrument of Incorporation
Norms-based Evaluation	is defined by the UN Principles for Responsible Investment (UN PRI) as an assessment which involves screening issuers against minimum standards of business practice based on international norms. International norms are generally accepted societal standards and frameworks, including United Nations treaties, Security Council sanctions, the United Nations Global Compact, the United Nations Human Rights Declaration and the OECD Guidelines for Multinational Enterprises
OCF	Ongoing Charges Figure
OECD	Organisation for Economic Co-operation and Development
the OEIC Regulations	the Open-Ended Investment Companies Regulations 2001
OTC	over the counter, i.e. off exchange
Permissible PRC Instruments	include the following PRC instruments that the relevant Fund may have exposure to via applicable China access channels:

	(i) Renminbi-denominated PRC securities which are permitted for investment through the QFI Scheme and/or Stock Connect; (ii) Renminbi-denominated PRC bonds and other debt instruments traded on the PRC exchanges that are permitted for investment through the QFI Scheme and/or Bond Connect; and/or other PRC instruments which are permitted for investment through the QFI Scheme, Stock Connect and/or Bond Connect
the PRA	the Prudential Regulation Authority, or any successor authority
PRC or China	People's Republic of China, excluding Hong Kong, Macau and Taiwan
Prospectus	the current Prospectus of the Company
QFI	a qualified foreign investor under the QFI Scheme
QFI Scheme	includes the qualified foreign institutional investor ("**QFII**") scheme and the RMB qualified foreign institutional investor ("**RQFII**") scheme, which have been merged into one unified programme based on recent PRC regulatory developments to allow qualified foreign institutional investors to invest in eligible PRC securities and other instruments under applicable PRC laws
Register	the register of Shareholders of the Company
the Regulations	as the context requires may be reference to: (a) the Act; (b) the OEIC Regulations; (c) the COLL Rules; (d) the UCITS Directive, as implemented in the UK; or (e) the UCITS V Level 2 Regulation
RMB or Renminbi	the lawful currency of the People's Republic of China
Scheme Property	the property of the Company to be given for safekeeping to the Depositary in accordance with the COLL Rule
Securities Financing Transactions Regulation	Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2915 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012, as implemented in the UK
Share or Shares	a share or shares in the Company (including larger denomination shares and smaller denomination shares)
Shareholder	holder(s) of registered Shares in the Company
Shares in or of a Sub-fund	Shares relating to a particular Sub-fund
Sub-fund	a sub-fund of the Company (being part of the Scheme Property of the Company which is pooled separately) and to which specific assets and liabilities of the Company are allocated and which is invested in accordance with the investment objective and policy applicable to such sub-fund
Supplementary Information Document	the current supplementary information document issued by the ACD in relation to investment in the Company

Switch	the exchange of Shares of one Sub-fund for Shares of another Sub-fund and "**Switching**" and "**Switches**" shall be construed accordingly
unit	in relation to a collective investment scheme means the right or interest (however described) of the participants in that scheme (this includes, in relation to an authorised unit trust ("**AUT**"), a unit representing the rights or interests of the unitholders in the AUT and, in relation to an investment company with variable capital ("**ICVC**"), a share in the ICVC)
UCITS	(i) an undertaking for collective investment in transferable securities established in an EEA State in accordance with the UCITS Directive or (ii) a UK UCITS
UCITS V Level 2 Regulation	Commission delegated regulation (EU) 2016/438 of 17 December 2015 supplementing Directive 2009/65/EC of the European Parliament and of the Council with regard to the obligations of depositaries, as implemented in the UK
UK UCITS	In accordance with sections 236A and 237 of the Act, subject to (4) below, an undertaking which may consist of several sub-funds and:

1) is an AUT, an ACS or an ICVC:

   (a) with the sole object of collective investment of capital raised from the public in transferable securities or other liquid financial assets specified in paragraph (2), and operating on the principle of risk-spreading;

   (b) with units which are, at the request of holders, repurchased or redeemed, directly or indirectly, out of those undertakings' assets (see also paragraph (3)); and

   (c) which (in accordance with the rules in Chapter 4.2 of the COLL Rules) has identified itself as a UCITS in its prospectus and has been authorised accordingly by the FCA.

2) The transferable securities or other liquid financial assets specified for the purposes of paragraph (1)(a) are those which are permitted by Chapter 5.2 of the COLL Rules.

3) For the purposes of paragraph (1)(b), action taken by the undertaking to ensure that the price of its units on an investment exchange do not significantly vary from their net asset value is to be regarded as equivalent to such repurchase or redemption.

4) The following undertakings are not a UK UCITS:

   (a) a collective investment undertaking of the closed-ended type;

   (b) a collective investment undertaking which raises capital without promoting the sale of its units to the public in the UK;

   (c) an open-ended investment company, or other collective investment undertaking, the units of which, under the fund rules or the instruments of incorporation of the investment company, may be sold only to the public in countries or territories outside the UK.

valuation point	the point, whether on a periodic basis or for a particular valuation, at which the ACD carries out a valuation of the Scheme Property for the Company or a Sub-fund (as the case may be) for the purpose of determining the price at which Shares of a Class may be issued, cancelled, sold, or redeemed
VAT	Value Added Tax
£/pound	pounds sterling of the United Kingdom

Subject to the foregoing, words and expressions which are defined in, or for the purposes of, the Act, the COLL Rules or the OEIC Regulations have the same meaning when they are used in this Prospectus (except where inconsistent with the context) and any references in this Prospectus to any statute or statutory instrument or other rule or regulation shall be deemed to include a reference to such statute or statutory instrument or other rule or regulation as from time to time amended and to any codification, consolidation or re-enactment thereof as from time to time in force.

PART 1: THE COMPANY

1.1 General

1.1.1 The Company

Baillie Gifford UK & Balanced Funds as described in this Prospectus is an investment company with variable capital, incorporated in Scotland under the OEIC Regulations, and is an umbrella company as defined in the OEIC Regulations. It is governed by the OEIC Regulations, the COLL Rules and its Instrument of Incorporation.

The Company is a collective investment scheme as defined in the Act. It is authorised by the FCA. The Company is a UK UCITS scheme in terms of the COLL Rules.

The Company was authorised by the Financial Services Authority, the predecessor of the FCA. Its FCA Product Reference Number ("**PRN**") is 188428. The Company has an unlimited duration.

1.1.2 Object of the Company

The object of the Company is to invest the Scheme Property in transferable securities, money market instruments, deposits, units in collective investment schemes, derivative instruments and forward transactions in accordance with the COLL Rules applicable to the Company and each Sub-fund, according to the type of authorisation of the Company, with the aim of spreading investment risk and giving its Shareholders the benefit of the results of the management of that property. The Shareholders have no interest in the Scheme Property, and are not liable for the debts of the Company.

1.1.3 Address of the Company and service and provision of documents

The address of the head office of the Company is Calton Square, 1 Greenside Row, Edinburgh EH1 3AN. This is also the address where notices, or other documents, can be served. Various documents, including copies of this Prospectus, the Instrument of Incorporation and long annual and half yearly reports, may be inspected at, and are available from, this address. A charge of £10 will be levied for each copy of the Instrument of Incorporation supplied.

1.1.4 Issued Share Capital

The maximum size of the Company's issued share capital is £50,000,000,000. The minimum size of the Company's issued share capital is £1.

Shares in the Company have no par value. The share capital of the Company at all times equals the Net Asset Value of the Company.

1.1.5 Base Currency

The base currency of the Company and of each Sub-fund is pounds sterling.

1.1.6 Directors

The sole director of the Company is Baillie Gifford & Co Limited, which acts as the authorised corporate director. It is not the present intention of the ACD that other directors will be appointed.

1.1.7 Shareholders

Shareholders are not liable for the debts of the Company. A Shareholder is not liable to make any further payment to the Company after they have paid the subscription price of the Shares.

1.1.8 Reports

Half yearly long reports of the Company and each Sub-fund will normally be published on or before 30 September in each year and annual long reports of the Company and each Sub-fund will normally be published on or before 31 March in each year. Copies of the long reports (half yearly and annual) are available on request and at https://www.bailliegifford.com.

1.2 The Structure of the Company and its Sub-funds

The Company is structured as an umbrella company, in that different Sub-funds may be established from time to time by the ACD with the approval of the FCA and the agreement of the Depositary. On the introduction of any new Sub-fund or Class, a revised Prospectus will be prepared setting out the relevant details of each Sub-fund or Class.

The assets of each Sub-fund will be treated as separate from those of every other Sub-fund and will be invested in accordance with the investment objective and policy applicable to that Sub-fund.

Each Sub-fund represents a segregated portfolio of assets and accordingly the assets of a Sub-fund belong exclusively to that Sub-fund and shall not be used or made available to discharge (directly or indirectly) the liabilities of, or claims against, any other person or body including any other Sub-fund and shall not be available for any such purpose.

Each Sub-fund will be charged with the liabilities, expenses, costs and charges of the Company attributable to that Sub-fund. Any assets, liabilities, expenses, costs or charges not attributable to a particular Sub-fund may be allocated by the ACD in a manner which is fair to the Shareholders of the Company generally, although they will normally be allocated to all of the Sub-funds pro rata to the value of the net assets of the respective Sub-funds.

The Sub-funds currently available are detailed in Appendix A. Each will be invested as a UK UCITS scheme, as defined for the purposes of the COLL Rules. Further Sub-funds may be added over time.

1.3 Shares

1.3.1 Classes of Share within the Sub-funds

Several Classes of Share may be issued in respect of each Sub-fund. The Classes of Shares currently available in respect of each Sub-fund are set out in Appendix A.

All Classes of Shares are gross paying Shares meaning that income shall be distributed (in the case of income Shares) or credited to capital (in the case of accumulation Shares) without any income tax being deducted or accounted for by the Company.

Holders of income Shares are entitled to be paid the income attributed to such Shares of the appropriate Class on or before the interim and annual income allocation dates applying to the relevant Sub-fund.

Holders of accumulation Shares are not entitled to be paid the income attributable to such Shares, but that income is automatically transferred to (and retained as part of) the capital property of the relevant Sub-fund at the end of the relevant accounting period and is reflected in the price of an accumulation Share. Where income Shares are in issue in respect of the Sub-fund during that accounting period, this requires an adjustment in the proportion of the value of the Scheme Property attributed to the Sub-fund to which the accumulation Shares are related.

Where a Sub-fund has different Classes of Share, each may attract different charges and expenses, so that monies may be deducted from the assets attributable to each of those Classes in unequal proportions. In these circumstances the proportionate interests of the Classes of Share in a Sub-fund will be adjusted accordingly, in accordance with the terms of issue of Shares of those Classes.

Also, each Class of Shares may have its own investment minima or other features, such as (in the case of the second or any further Class of Shares in a Sub-fund) restricted access, at the discretion of the ACD. Any such differences or features are set out in Appendix A in relation to the Classes of Share that are currently in issue in respect of each of the Sub-funds.

1.3.2 The Characteristics of Shares in the Company

Details of each Class of Shares that is currently available (including any restrictions on availability) and the rights attached to it in so far as they vary from the rights attached to other Classes of Share are in Appendix A, which also sets out details of the Sub-funds to which the Classes of Share relate.

Shareholders are entitled (subject to certain restrictions) to Switch all or part of their Shares in a Sub-fund for Shares of the same or another Class within a different Sub-fund. Details of this Switching facility and the applicable restrictions are in Section 4.3.9 below. Shareholders are also entitled (subject to certain restrictions) to Convert all or part of their Shares in a Class for Shares in another Class within the same Sub-fund. Details of this Conversion facility are set out in Section 4.3.10 below.

Title to Shares in the Company is evidenced by an entry on the Register and certificates are not issued to Shareholders. Details of a Shareholder's entry on the Register are available from the ACD on request by that Shareholder (subject to such proof of identity as the ACD may reasonably require and any applicable charge). A statement of shareholding ("**periodic statement**") in respect of Shares will be sent to each Shareholder at least once a year in such form as the ACD may decide. Where the Shareholder uses the services of an authorised intermediary, the ACD will send a copy of the statement to that intermediary. A periodic statement shall not constitute a document of title to the Shares to which it refers.

The ACD may impose a charge of up to £25 for the account of the ACD on the person requesting its issue for issuing any document evidencing title to Shares or for recording any entry on the Register, except in circumstances constituting a subscription, redemption, issue or cancellation of Shares.

It is not possible under the Regulations to have fractions of a Share linked to a Sub-fund. Accordingly, the rights attached to Shares of each Class are expressed in two denominations - smaller denomination and larger denomination. Each smaller denomination Share represents one 1000th of a larger denomination Share and therefore, in practice, represents a fraction of a whole Share (being a larger denomination Share). The ACD shall, whenever not less than 1,000 smaller denomination Shares of any Class are included in any registered holding, consolidate 1,000 of such Shares into a larger denomination Share of the same Class, but may at any time for the purpose of effecting a transaction in Shares with a Shareholder replace that Shareholder's entitlement to one or more larger denomination Shares with an entitlement to the corresponding number of smaller denomination Shares of the same Class.

PART 2: THE SERVICE PROVIDERS

2.1 The Authorised Corporate Director

2.1.1 Baillie Gifford & Co Limited

The authorised corporate director is Baillie Gifford & Co Limited, whose registered office is at Calton Square, 1 Greenside Row, Edinburgh EH1 3AN, as is its head office. The ACD is a private limited company with an issued share capital of £50,000 which is fully paid up. The ACD was incorporated in Scotland on 8th October 1979 and is wholly owned by Baillie Gifford & Co, a partnership constituted under the law of Scotland and domiciled in Scotland. The directors of the ACD are K B M Bolsover, D R Buckley, E Delaney, C M Fraser, L B S Haddow, D S McGowan, C M Murphy, C R S Turpin and M J C Wylie (Chairman) and the Secretary is G Allan. Three directors of the ACD, namely, E Delaney, C M Murphy and M J C Wylie, are Partners in Baillie Gifford & Co. K B M Bolsover, D R Buckley and C R S Turpin are non-executive directors. The significant business activities that are not connected with the business of the Company of those of the directors who are such Partners are their activities as such Partners.

The ACD is responsible for managing and administering the affairs of the Company (including portfolio management and risk management) in compliance with the Regulations. The ACD must act honestly, fairly, professionally, independently and in the interest of the Company and Shareholders in carrying out its role. The ACD outsources all aspects of the management and administration of the affairs of the Company, other than risk management functions and the maintenance of the Register (see Section 2.4 below), to Baillie Gifford & Co. The drawing up of marketing literature and the distribution thereof is also delegated by the ACD to Baillie Gifford & Co.

The ACD is authorised and regulated by the FCA.

The ACD also manages or operates other regulated collective schemes. Appendix E gives the names of these schemes and the capacity in which the ACD acts in relation to them.

The ACD acts as Registrar of the Company. The Register is maintained at Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN where it may be inspected during normal business hours, without charge, by any Shareholder or any Shareholder's duly authorised agent.

The Register is prima facie evidence of entitlement to Shares. No notice of any trust shall be entered on the Register.

The ACD's fee for acting as Registrar is included in the Annual Management Charge.

2.1.2 Terms of Appointment

In terms of an agreement between the Company and the ACD (the "**ACD Agreement**"), the ACD is responsible for managing and administering the affairs of the Company in compliance with the Regulations. The ACD is entitled to the fees, charges and expenses detailed in Part 5 and elsewhere in this Prospectus. The Company will indemnify the ACD against any liability incurred by it (1) in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by it as a Director of the Company and in which judgement is given in its favour or it is acquitted or (2) in connection with any application under Regulation 63 of the OEIC Regulations pursuant to which relief is granted to it by the

Court. It will also exempt the ACD from liability in certain circumstances (but not from any liability which by virtue of any rule of law would otherwise attach to it in respect of any negligence, default, breach of duty or breach of trust of which it may be guilty in relation to the Company). Subject to the Regulations, the ACD Agreement will terminate with immediate effect in certain circumstances, including the removal of the ACD by an ordinary resolution of the Company. The ACD will not be entitled to any compensation for loss of office. The Company and the ACD have also entered into an agreement supplementary to the ACD Agreement (the "**Supplementary ACD Agreement**"), dated 16 February 2015 as amended and restated from time to time, containing additional provisions relating to permitted derivatives and contingent liability investments trading. The Supplementary ACD Agreement will terminate on the earlier of the termination of (i) the ACD Agreement or (ii) the relevant trading arrangements. The Company and the ACD have also entered into a second agreement supplementary to the ACD Agreement (the "**Second Supplementary ACD Agreement**") containing additional provisions relating to permitted OTC derivatives trading. The Second Supplementary ACD Agreement will terminate on the termination of the ACD Agreement. The Company and the ACD have also entered into a variation agreement amending the ACD Agreement and Supplementary ACD Agreement to ensure compliance with certain data protection laws applicable in the United Kingdom.

The ACD is under no obligation to account to the Depositary, the Company or the Shareholders for any profit it makes on the issue or re issue of Shares or cancellation of Shares which it has redeemed.

Subject to the OEIC Regulations, under the Instrument of Incorporation Shareholders may by ordinary resolution, remove the ACD. Such a removal cannot take effect until the FCA has approved the change of director.

2.2 The ACD's Remuneration Policy

In accordance with the Regulations, the ACD is required to establish and apply a remuneration policy for certain categories of staff whose activities have a material impact on the risk profile of any UCITS and AIFs that it manages ("**Code Staff**").

The ACD has adopted a remuneration policy (the "**Remuneration Policy**") that is designed to be in line with the ACD's business strategy, objectives, values and long term interests of the ACD and the UCITS and AIFs that it manages and includes measures to avoid conflicts of interest. The Remuneration Policy:

(a) is consistent with and promotes sound and effective risk management;

(b) does not encourage risk taking which is inconsistent with the risk profiles or instruments constituting the UCITS and AIFs that the ACD manages;

(c) does not impair the ACD's compliance with its duty to act in the best interests of the UCITS and AIFs that the ACD manages;

(d) remuneration is made up of fixed and variable amounts and includes deferral arrangements to align to Baillie Gifford's long-term approach;

(e) has mechanisms to make risk adjustments and individual awards can be adjusted via the annual appraisal process; and

(f) links variable pay to performance.

Remuneration for all Code Staff is approved by the Baillie Gifford Management Committee (the "**Management Committee**").

Details of the current Remuneration Policy, including, but not limited to, a description of how remuneration and benefits are calculated, and the identity of the persons responsible for awarding remuneration and benefits including the composition of the Management Committee, is available at https://www.bailliegifford.com.

A paper copy is made available free of charge upon request at the ACD's registered office.

2.3 The Depository

2.3.1 NatWest Trustee and Depositary Services Limited

The Depositary is NatWest Trustee and Depositary Services Limited. The Depositary is incorporated in England as a private limited company. Its registered and head office is at 250 Bishopsgate, London, EC2M 4AA. The ultimate holding company of the Depositary is NatWest Group plc, which is incorporated in Scotland.

The principal business activity of the Depositary is the provision of trustee and depositary services.

The Depositary is authorised and regulated by the FCA.

2.3.2 Duties of the Depositary

The Depositary is responsible for the safekeeping of the Company's property, monitoring cash flows of the Company, and ensuring that certain processes carried out by the ACD are performed in accordance with the Regulations and scheme documents.

2.3.3 Conflicts of Interest

The Depositary may act as the depositary of other open-ended investment companies and as trustee or custodian of other collective investment schemes.

It is possible that the Depositary and/or its delegates and sub delegates may in the course of its or their business be involved in other financial and professional activities which may on occasion have potential conflicts of interest with the Company or a particular Sub-fund and/or other funds managed by the ACD or other funds for which the Depositary acts as the depositary, trustee or custodian. The Depositary will, however, have regard in such event to its obligations under the Depositary Agreement and the Regulations and, in particular, will use reasonable endeavours to ensure that the performance of its duties will not be impaired by any such involvement it may have and that any conflicts which may arise will be resolved fairly and in the best interests of Shareholders collectively so far as practicable, having regard to its obligations to other clients. Nevertheless, the Depositary operates independently from the Company, Shareholders, the ACD and its associated suppliers and the Custodian (as defined below). As such, the Depositary does not anticipate any conflicts of interest with any of the aforementioned parties.

Up to date information regarding (i) the Depositary's name, (ii) the description of its duties and any conflicts of interest that may arise between the Company, the Shareholders or the ACD and the Depositary, and (iii) the description of any safekeeping functions delegated by the

Depositary, the description of any conflicts of interest that may arise from such delegation, and the list showing the identity of each delegate and sub delegate, will be made available to Shareholders on request.

2.3.4 Delegation of Safekeeping Functions

Subject to the Regulations, the Depositary is permitted to delegate (and authorise its delegate to sub delegate) the safekeeping of Company property.

The Depositary has delegated safekeeping of the Company's Property to Bank of New York Mellon, London Branch (the "**Custodian**"). In turn, the Custodian has delegated the custody of assets in certain markets in which the Company may invest to various sub delegates ("**sub custodians**"). A list of sub custodians is given in Appendix F. Shareholders should note that the list of sub custodians is updated only at each Prospectus review.

2.3.5 Terms of Appointment

The Depositary was appointed under a Depositary Agreement (as amended from time to time) between the ACD, the Company and the Depositary (the "**Depositary Agreement**").

Under the Depositary Agreement, the Depositary is free to render similar services to others and the Depositary, the Company and the ACD are subject to a duty not to disclose confidential information.

The powers, duties, rights and obligations of the Depositary, the Company and the ACD under the Depositary Agreement shall, to the extent of any conflict, be overridden by the Regulations.

Under the Depositary Agreement the Depositary will be liable to the Company for any loss of Financial Instruments held in custody or for any liabilities incurred by the Company as a result of the Depositary's negligent or intentional failure to fulfil its obligations.

However, the Depositary Agreement excludes the Depositary from any liability except in the case of fraud, wilful default, negligence or failure to exercise due care and diligence in the performance or non-performance of its obligations.

It also provides that the Company will indemnify the Depositary for any loss suffered in the performance or non-performance of its obligations except in the case of fraud, wilful default, negligence or failure to exercise due care and diligence on its part.

The Depositary Agreement may be terminated on 180 days' notice by the Company or the Depositary or earlier on certain breaches or the insolvency of a party to the Depositary Agreement. However, termination of the Depositary Agreement will not take effect, nor may the Depositary retire voluntarily, until the appointment of a new Depositary.

Details of the fees payable to the Depositary are given in Part 5.

Shareholders may request up to date information from the ACD regarding the information set out above.

2.4 The Investment Adviser

2.4.1 Baillie Gifford & Co

The Investment Adviser is Baillie Gifford & Co. As stated earlier, the ACD is wholly owned by Baillie Gifford & Co.

The principal activity of the Investment Adviser is investment management and it provides investment management services to a number of collective investment schemes and segregated accounts.

The Investment Adviser is authorised and regulated by the FCA.

2.4.2 Terms of Appointment

The Investment Adviser is retained by, and at the expense of, the ACD under an investment management agreement (the "**Investment Management Agreement**") which may be terminated by either party on one month's notice and by the ACD with immediate effect when this is in the interests of the Shareholders of the Company. The Investment Adviser has full authority to make all investment decisions on behalf of the ACD concerning the property of the Sub-funds. However, such decisions must be consistent with the investment objective and policy of each Sub-fund, the COLL Rules and this Prospectus. The ACD has agreed to indemnify the Investment Adviser against all losses and liabilities incurred in acting as investment manager of the Sub-funds other than where there has been negligence, wilful default, breach of duty or breach of trust on the part of the Investment Adviser. However, the Company is not liable for the fees, charges and expenses payable to the Investment Adviser under the Investment Management Agreement.

The ACD will discharge, at its own expense, the fees, charges and expenses payable to the Investment Adviser under the Investment Management Agreement.

2.5 The Auditors

The auditors to the Company are PricewaterhouseCoopers LLP, Atria One, 144 Morrison Street, Edinburgh, EH3 8EX.

2.6 The Custodian

The Depositary has retained the services of The Bank of New York Mellon, London Branch to assist the Depositary to perform its function of custodian of documents of title or documents evidencing title to the Scheme Property of the Company. The relevant arrangements prohibit The Bank of New York Mellon, London Branch as such custodian from releasing the documents into the possession of a third party without the consent of the Depositary.

2.7 Conflicts of Interest

From time to time, there may be situations that give rise to a material interest or conflict of interest. Such interests can arise between the interests of the ACD, the Investment Adviser, other persons associated with them and the interests of the Sub-funds and their Shareholders. A material interest or a conflict of interest can also arise between the interests of different Shareholders. In such circumstances the ACD will put in place effective organisational and administrative arrangements to manage and monitor the material interest or conflict of interest in a way that ensures Shareholders are treated fairly, or where it is impractical to manage the conflict, it will be disclosed.

The ACD, the Investment Adviser and other persons associated with them may, from time to time, act as authorised corporate directors, investment managers or advisers to other persons, companies or funds which follow similar investment objectives to the Sub-funds. It is therefore possible that the ACD and/or the Investment Adviser may in the course of their business have potential conflicts of interest with the Company or a particular Sub-fund. Each of the ACD and the Investment Adviser will, however, have regard in such event to, amongst other things, its obligation to act in the best interests of the Company so far as practicable, having regard to its obligations to other clients, when undertaking any investment where potential conflicts of interest may arise. The Depositary may, from time to time, act as the depositary or trustee of other companies or funds.

Full details of the ACD's conflicts of interest policy can be inspected at the offices of the ACD at Calton Square, 1 Greenside Row, Edinburgh EH1 3AN during normal business hours.

From time to time, conflicts of interest may arise from the appointment by the Depositary of its delegates. For example, the Depositary may place the Company's cash on deposit with a bank which is an associate of the Depositary. It is therefore possible that a conflict of interest could arise. The Custodian and any other delegates are required to manage any such conflict having regard to the Regulations and its duties to the Depositary as more particularly set out at 2.3.3.

PART 3: THE COMPANY'S INVESTMENT AND BORROWING POWERS

3.1 The Investment Objectives and Policies

The investment objectives and policies of each Sub-fund are set out in Appendix A.

3.2 The Investment and Borrowing Powers

All the investment and borrowing powers which apply to a UK UCITS scheme, as set out in the COLL Rules, apply to each Sub-fund, subject to each Sub-fund's investment objective and policy and any particular restrictions referred to below. The ACD must ensure that, taking account of each Sub-fund's investment objective and policy, the Scheme Property attributed to each Sub-fund aims to provide a prudent spread of risk.

3.2.1 Investment Powers applying to each Sub-fund

The main investment powers which apply to each Sub-fund, based on the net value (determined in accordance with the COLL Rules, after deducting any outstanding borrowings) of the Scheme Property attributed to the Sub-fund, can be summarised as follows:

Subject to its investment objective and policy a Sub-fund must only consist of any or all of:

(a) transferable securities (including warrants);

(b) approved money market instruments;

(c) derivatives and forward transactions;

(d) deposits and (in accordance with Regulation 5.5.3 of the COLL Rules) cash and near cash; and

(e) units in collective investment schemes,

in each case subject to certain criteria.

(a) *Transferable securities*

A Sub-fund may invest in transferable securities but not more than 10% of a Sub-fund is to consist of transferable securities which are not Approved Securities.

The ACD does not intend to invest any of the Sub-funds in transferable securities which are warrants except for limited purposes which are consistent with the relevant Sub-fund's investment objective and policy; accordingly not more than 5% of any Sub-fund will consist of transferable securities which are warrants. Call options are not deemed to be warrants for the purposes of this 5% restriction.

(b) *Approved money market instruments*

Sub-fund may invest in approved money market instruments which are normally dealt in on the money market, are liquid and whose value can be accurately determined at any time, provided that (except as mentioned below):

(i) the approved money market instrument is, as appropriate, admitted to or dealt in on an Eligible Securities Market or an Eligible Derivatives Market, or

(ii) the issue or issuer of the approved money market instrument is regulated for the purpose of protecting investors and the money market instrument is (a) issued or guaranteed by a central, regional or local authority of the United Kingdom or an EEA State, a central bank of an EEA State, the Bank of England, the European Central Bank, the European Union or the European Investment Bank, a non-EEA State or, in the case of a federal state, by one of the members making up the federation, or by a public international body to which the United Kingdom or one or more EEA States belong; or (b) issued or guaranteed by an establishment subject to prudential supervision in accordance with criteria defined by UK or Community Law or an establishment which is subject to and complies with prudential rules considered by the FCA to be at least as stringent as those laid down by UK or Community Law, or (c) issued by a body, any securities of which are dealt in on an Eligible Securities Market or an Eligible Derivatives Market; or

(iii) it is another money market instrument with a regulated issuer and the FCA has given its express consent in the form of a waiver for a Sub-fund to invest in it.

Not more than 10% of a Sub-fund may consist of money market instruments which do not fall within (ii)(a) or (ii)(b) above.

The ACD does not, however, intend to invest any of the Sub-funds in money market instruments. This is, however, without prejudice to each Sub-fund's ability to hold cash and near cash in accordance with Regulation 5.5.3 of the COLL Rules.

(c) Derivatives

Derivatives may be used by certain Sub-funds of the Company, as specified in the Sub-fund's investment objective and policy, as set out in Appendix A for the purposes of either (i) hedging (which includes efficient portfolio management) or (ii) hedging and meeting the Sub-fund's investment objective and policy. The ACD does not anticipate such use of derivatives having any adverse effect on the overall risk profile of any Sub-fund of the Company.

Subject to certain detailed restrictions, a transaction in a derivative or a forward transaction may be effected for a Sub-fund if:

(i) it is a permitted transaction. Transactions in approved derivatives are permitted, i.e. transactions effected on or under the rules of an Eligible Derivatives Market. In addition, subject to restrictions, certain OTC transactions in derivatives are permitted, provided that:

- those transactions are with an approved counterparty; a counterparty to a transaction in derivatives is approved only if the counterparty is an eligible institution or an approved bank (each as defined for the purposes of the COLL Rules); a person whose permission (including any requirements or limitations), as published in the Financial Services Register permits it to enter into the transaction as principal off exchange; a CCP (as defined for the purposes of the COLL Rules) that is authorised in that capacity for the purposes of EMIR (as defined for the purposes of the COLL Rules); a CCP that is recognised in that capacity in accordance with the process set out in article 25 of EMIR; or to the extent not already covered, a CCP supervised in a jurisdiction that (i) has implemented the relevant G20 reforms on over-the-counter derivatives to at least the same extent as the UK; and (ii) is identified as having done so by the Financial Stability Board in its summary report on progress in implementation of G20 financial regulatory reforms dated 25 June 2019);

- those transactions are on approved terms; the terms of the transaction in derivatives are approved only if the ACD carries out at least daily, a reliable and verifiable valuation in respect of that transaction corresponding to its fair value and which does not rely only on market quotations by the counterparty;
- the ACD can enter into one or more further transactions to sell, liquidate or close out that transaction at any time, at its fair value;
- those transactions are capable of reliable valuation; a transaction in derivatives is capable of reliable valuation only if the ACD having taken reasonable care determines that, throughout the life of the derivative (if the transaction is entered into), it will be able to value the investment concerned with reasonable accuracy: on the basis of an up to date market value which the ACD and the Depositary have agreed is reliable; or, if that value is not available, on the basis of a pricing model which the ACD and the Depositary have agreed uses an adequate recognised methodology; and
- those transactions are subject to verifiable valuation; a transaction in derivatives is subject to verifiable valuation only if, throughout the life of the derivative (if the transaction is entered into) verification of the valuation is carried out by an appropriate third party which is independent from the counterparty of the derivative, at an adequate frequency and in such a way that the ACD is able to check it; or a department within the ACD which is independent from the department in charge of managing the Scheme Property and which is adequately equipped for such a purpose.

Any transaction in a derivative must have the underlying consisting of any one or more of the types of property to which the relevant Sub-fund is dedicated, for example, transferable securities and units in collective investment schemes. A transaction in a derivative must not be entered into if the intended effect is to create the potential for what, for the purposes of the COLL Rules, would be regarded as an uncovered sale of one or more transferable securities, money market instruments, units in collective investment schemes or derivatives. Any forward transactions must be with an eligible institution or an approved bank as defined for the purposes of the COLL Rules. A derivatives or forward transaction which would or could lead to delivery of property for the account of the Company may be entered into only if such property can be held for the account of the Company, and the ACD has taken reasonable care to determine that delivery of the property under the transaction will not occur or will not lead to a breach of the COLL Rules; and

(ii) the transaction is covered. Investment in derivatives and forward transactions may be made as long as the exposure to which the Sub-funds are committed by that transaction itself is suitably covered from within the scheme property of the relevant Sub-fund. Each Sub-fund is required to hold scheme property sufficient in value or amount to match the exposure arising from a derivative obligation to which the Sub-fund is committed. In other words, the exposure must be covered "**globally**". The ACD must calculate global exposure on at least a daily basis, taking into account the current value of the underlying assets, the counterparty risk, future market movements and the time available to liquidate positions.

The Company may use derivatives from time to time in keeping with the investment objective of Baillie Gifford Managed Fund with the intention of either hedging (which includes efficient portfolio management) and for the purposes of meeting the Sub-fund's investment objectives. The ACD does not anticipate such use of derivatives having any adverse effect on the overall risk profile of Baillie Gifford Managed Fund. The strategies which may be used include active currency management, bond curve strategies, interest rate strategies, asset allocation and market spread strategies. In addition, derivatives and forwards may be used for the purposes of efficient portfolio management, which is explained further in Section 3.3 below, for any Sub-fund. The ACD does not anticipate such use of derivatives having any adverse effect on the overall risk profile of any Sub-fund. The ACD intends to make use of these strategies as and when it considers it appropriate to do so. Any such derivative investments (which may be exchange traded and/or off exchange) will be undertaken on a covered basis and the types of asset which will underlie the derivative contract will be appropriate for the context of the relevant Sub-fund. Additional strategies may be adopted in the future, subject to the risk management process being reviewed and amended as necessary to allow the ACD to monitor and control risk.

Certain requirements regarding counterparties and collateral shall be applied.

Use of one or more separate counterparties will be made to undertake derivative transactions on behalf of any Sub-fund and collateral may be required to pledge or transfer collateral paid from within the assets of that Sub-fund to secure such contracts.

The ACD's Risk Management Policy ("**RMP**"), which is available on request, details how risks are managed in relation to counterparties and collateral. The RMP requires compliance with a Counterparty Risk Policy ("**CRP**"), which is subject to change and regular review. The ACD's CRP defines "**eligible**" collateral including any applicable haircuts. Collateral will generally be of high quality and liquid (i.e. cash and government securities).

All collateral used to reduce counterparty risk will comply with the following criteria at all times:

- it must be highly liquid and traded on a regulated market;
- it must be valued at least daily;
- it must be of high quality;
- it will not be highly correlated with the performance of the counterparty;
- it will be sufficiently diversified in terms of country, markets and issuers;
- it will be held by the depositary or a third-party custodian subject to prudential supervision who is unrelated to the provider of the collateral; and
- it will be capable of being fully enforced by the ACD and/or the Company at any time without reference or approval from the counterparty.

Permitted collateral includes (subject to the rules on stock lending under COLL 5.4 of the Regulations):

- cash;
- GAPS;
- certificates of deposit issued by "**relevant institutions**"; and
- bonds or commercial paper issued by "**relevant institutions**".

Non-cash collateral will not be sold, re invested or pledged.

Cash collateral will only be:

- placed on deposit;
- invested in high quality government bonds;
- used for the purpose of reverse repo transactions with credit institutions that are subject to prudential supervision (and on terms that permit the ACD or the Company to recall at any time the full amount of cash on an accrued basis); or
- invested in short term money market funds (as referred to in the ESMA Guidelines).

Where cash collateral is reinvested it will be diversified in accordance with the ESMA Guidelines.

The ACD's CRP may from time to time include any additional restrictions which the ACD considers appropriate.

The exposure to any one counterparty in an OTC transaction must not exceed 5% in value of the property of a Sub-fund; this limit being raised to 10% where the counterparty is an approved bank (as defined for the purposes of the COLL Rules). Counterparty risk exposures will be aggregated across both financial derivative instruments and efficient portfolio management techniques.

(d) *Investments in Deposits*

A Sub-fund may invest in deposits only if:

(i) it is with an approved bank;

(ii) is:

- repayable on demand; or
- has the right to be withdrawn; and

(iii) matures in no more than 12 months.

(e) *Collective investment schemes*

A Sub-fund may invest in units in collective investment schemes subject to the following restrictions:

(i) not more than 30% of the value of a Sub-fund may be invested in collective investment schemes which are not schemes which satisfy the conditions necessary for them to enjoy the rights conferred by the UCITS Directive;

(ii) each scheme in which a Sub-fund invests must be a scheme which:

- is a UK UCITS, or satisfies the conditions necessary for it to enjoy the rights conferred by the UCITS Directive as implemented in the EEA; or
- is a recognised scheme for the purposes of the COLL Rules that is authorised by the supervisory authorities of Guernsey, Jersey or the Isle of Man (provided that the requirements of Regulation 5.2.13AR of the COLL Rules are met); or
- is authorised as a non-UCITS retail scheme (provided the requirements of Regulation 5.2.13AR(1), (3) and (4) of the COLL Rules are met); or
- is authorised in an EEA State (provided the requirements of Regulation 5.2.13AR of the COLL Rules are met); or
- is authorised by the competent authority of an OECD member country (other than an EEA State) which has:
  - signed the IOSCO Multilateral Memorandum of Understanding; and
  - approved the scheme's management company, rules and depositary/custody arrangements;

  (provided the requirements of Regulation 5.2.13AR of the COLL Rules are met);

and must:

- comply where relevant with Regulation 5.2.15R of the COLL Rules on investment in associated collective investment schemes and Regulation 5.2.16R of the COLL Rules relating to investment in other group schemes; and

- have terms which prohibit more than 10% in value of its scheme property consisting of units in collective investment schemes;

(iii) a Sub-fund may invest in units in other collective investment schemes which are managed or operated by (or, if it they are ICVCs, whose authorised corporate director is) the ACD or an associate of the ACD provided that certain provisions in the COLL Rules designed to prevent double charging are complied with;

(iv) a Sub-fund may invest in the Shares of another Sub-fund (the "**Second Sub-fund**") provided that:

- the Second Sub-fund does not hold Shares in any other Sub-fund of the Company;
- the requirements set out at paragraph (e)(iii) above are complied with; and
- the investing or disposing Sub-fund is not a "**feeder UCITS**" (as defined for the purposes of the COLL Rules) of the Second Sub-fund;

(v) in any event, no more than 10% in value of the property of any of, Baillie Gifford British Smaller Companies Fund*; Baillie Gifford Global Alpha Growth Fund; Baillie Gifford Global Income Growth Fund; Baillie Gifford International Fund; Baillie Gifford Managed Fund; Baillie Gifford Responsible Global Equity Income Fund; and Baillie Gifford UK Equity Alpha Fund will be invested in units of other collective investment schemes;

(vi) None of the property of Glenfinlas Global Fund will be invested in other units of other collective investment schemes.

(f) *Spread*

There are limitations on the proportion of a Sub-fund which may be held in certain forms of investment. The general spread requirements are as follows (for the purposes of (i) to (vii) below companies included in the same group for the purposes of consolidated accounts as defined in accordance with section 399 of Companies Act 2006, Directive 2013/34/EU, or in the same group in accordance with international accounting standards are regarded as a single body):

(i) not more than 20% of a Sub-fund is to consist of deposits with a single body;

(ii) not more than 5% of a Sub-fund is to consist of transferable securities or money market instruments issued by a single body, except that (a) the 5% limit is increased to 10% in respect of up to 40% of the Sub-fund and (b) the figure of 5% may be increased to 25% in respect of covered bonds provided that when a Sub-fund invests more than 5% in covered bonds issued by a single body, the total value of covered bonds must not exceed 80% of the value of the Sub-fund (and in applying these limits certificates representing certain securities are to be treated as equivalent to the underlying security). The ACD does not intend to invest any of the Sub-funds in covered bonds;

(iii) the exposure to any one counterparty in an OTC derivative transaction must not exceed 5% of a Sub-fund although this limit is raised to 10% where the counterparty is an approved bank and it should be noted that Regulation 5.2.11B of the COLL Rules allows such exposure to be collateralised, and OTC derivatives positions with the same counterparty to be netted, in certain circumstances;

(iv) not more than 20% of a Sub-fund is to consist of transferable securities and money market instruments issued by the same group (as referred to above);

(v) not more than 20% of a Sub-fund is to consist of units in any one collective investment scheme. For the purposes of this spread requirement, if investment is made in sub funds of an umbrella scheme, each sub fund is treated as if it were a separate scheme;

(vi) in applying the limits in (i), (ii), and (iii) in relation to a single body (and subject to (ii) (b) above), not more than 20% of a Sub-fund is to consist of any combination of two or more of the following:

- transferable securities or approved money market instruments issued by that body; or
- deposits made with that body; or
- exposure (c.f. Regulation 5.2.11 of the COLL Rules) from OTC derivatives transactions made with that body.

Notwithstanding (vii) below and subject to (viii) and (ix) below in applying this 20% limit with respect to a single body, GAPS issued or guaranteed by that body shall be taken into account;

(vii) the above restrictions do not apply to GAPS;

(viii) normally a maximum of 35% of each Sub-fund may be invested in GAPS issued or guaranteed by any one body. Apart from this, there is no limit on the amount that can be invested in such securities or in any one issue or guarantee; and

(ix) if the Instrument of Incorporation and Appendix A so provide, up to 100% of a Sub-fund may be invested in GAPS issued or guaranteed by one body. If more than 35% of a Sub-fund is invested in GAPS issued or guaranteed by any one body, up to 30% of that Sub-fund may consist of GAPS of any one issue or guarantee and the Scheme Property attributed to that Sub-fund must include at least six different issues or guarantees of GAPS whether of that body or another body.

(g) *Nil and partly paid securities*

A transferable security or an approved money market instrument on which any sum is unpaid falls within a power of investment only if it is reasonably foreseeable that the amount of any existing and potential call for any sum unpaid could be paid at the time when payment is required without contravening Chapter 5 of the COLL Rules.

(h) *General power to accept or underwrite placings*

Underwriting, sub underwriting and placing agreements or understandings may be entered into, subject to certain conditions set out in the COLL Rules.

(i) *Cash and near cash*

In accordance with Regulation 5.5.3 of the COLL Rules, the Scheme Property attributed to a Sub-fund may consist of cash and near cash where this may reasonably be regarded as necessary to enable:

(i) the pursuit of the Sub-fund's investment objectives (although, without prejudice to each Sub-fund's ability to hold deposits as described above, this is not permitted for any of the existing Sub-funds); or

(ii) the redemption of Shares in the Sub-fund; or

(iii) efficient management of the Sub-fund in accordance with its investment objectives; or

(iv) other purposes which may reasonably be regarded as ancillary to the investment objectives of the Sub-fund including the use of liquidity in certain market conditions where the ACD believes it is appropriate that the Sub-fund not be fully invested. In other words, the ACD's investment policy for a Sub-fund may mean that at times, where it is considered appropriate, the Sub-fund will not be fully invested and prudent levels of liquidity will be maintained. Such liquidity will not normally exceed 25% of a Sub-fund.

(j) *Lending or Mortgaging of Scheme Property*

Subject to the COLL Rules, money in the Scheme Property attributed to a Sub-fund must not be lent. Not included in this is the acquiring of a debenture or the placing of money on deposit or in a current account.

Subject again to the COLL Rules, and, in the case of lending, without prejudice to the stock lending powers explained in Section 3.4 below and, in either case, without prejudice to the ability of the Company or the Depositary at the request of the Company to lend, deposit, pledge or charge Scheme Property for margin requirements where transactions in derivatives or forward transactions are used for the account of the Company or a Sub-fund (as appropriate) in accordance with Chapter 5 of the COLL Rules, such lending, depositing, pledging or charging of Scheme Property being permissible in relation to any Sub-fund:

(i) property other than money in the Scheme Property must not be lent; and

(ii) the Scheme Property must not be mortgaged.

(k) *Guarantees and Indemnities*

Subject to the COLL Rules, the Company must not provide any guarantee or indemnity in respect of the obligation of any person and none of the Scheme Property may be used to discharge any obligation arising under a guarantee or indemnity with respect to the obligation of any person. This does not, however, apply to any indemnity or guarantee given for margin requirements where the derivatives or forward transactions are being used in accordance with Chapter 5 of the COLL Rules, such indemnities, guarantees and use of Scheme Property being permissible, or to certain other permissible indemnities specified in the COLL Rules, which include the indemnities referred to in Sections 2.1.2 and 2.3.5 above.

*This Sub-fund is in the process of termination.

3.2.2 Investment Powers applying to the Company as a Whole

The main investment powers which apply to the Company as a whole, based on the net value (determined in accordance with the COLL Rules, after deducting any outstanding borrowings) of the Scheme Property, are:

(a) Concentration: the Company may not hold:

(i) transferable securities (other than debt securities) which (a) do not carry a right to vote on any matter at a general meeting of the body corporate that issued them and (b) represent more than 10% of those securities issued by that body corporate; or

(ii) more than 10% of the debt securities issued by any single body; or

(iii) more than 25% of the units of a collective investment scheme (and in this context the ACD will interpret "**collective investment scheme**" to mean an individual Sub-fund of an umbrella collective investment scheme); or

(iv) more than 10% of the approved money market instruments issued by any single body;

but need not comply with the limits in (ii), (iii) and (iv) if, at the time of acquisition, the net amount in issue of the relevant investment cannot be calculated.

(b) Significant influence: the Company must not acquire transferable securities issued by a body corporate and carrying rights to vote (whether or not on substantially all matters) at a general meeting of that body corporate if: (i) immediately before the acquisition, the aggregate of any such securities held by the Company gives the Company power significantly to influence the conduct of business of that body corporate, or (ii) the acquisition gives the Company that power. For this purpose, the Company shall be taken to have power significantly to influence the conduct of the business of a body corporate if it can, because of the transferable securities held by it, exercise or control the exercise of 20% or more of the voting rights in that body corporate (disregarding for this purpose any temporary suspension of voting rights in respect of the securities of that body corporate).

A potential breach of any of the investment limits which apply to each Sub-fund or the Company as a whole, whether referred to in Sections 3.2.1 and 3.2.2 or not, does not prevent the exercise of rights conferred by investments held by the Company in certain circumstances but, in the event of a consequent breach, the ACD must then take such steps as are necessary to restore compliance with such investment limits as soon as is reasonably practicable having regard to the interests of the Shareholders and in any event within the applicable period specified in the COLL Rules.

3.3 Efficient Portfolio Management

The Company may use its property to enter into transactions for the purposes of EPM.

3.3.1 Powers to enter into EPM Derivative Transactions

Permitted EPM derivative transactions (excluding stock lending transactions) are:

(a) permitted transactions in derivatives that are in approved derivatives or in off exchange futures, swaps, options or contracts for differences resembling options or in synthetic futures; or

(b) permitted forward currency transactions.

3.3.2 Limitations on use of EPM Transactions

There is no limit on the amount of the Scheme Property which may be used for EPM. Briefly, transactions for the purposes of EPM must satisfy three broadly based requirements:

(a) an EPM transaction must be economically appropriate (in that it is realised in a cost-effective way) to the efficient portfolio management of the relevant Sub-fund. EPM may not include speculative transactions;

(b) the purpose of an EPM transaction must be to achieve one or more of the following in respect of the relevant Sub-fund:

(i) reduction of risk;

(ii) reduction of cost; or

(iii) the generation of additional capital or income with a level of risk which is consistent with the risk profile of the relevant Sub-fund.

The generation of additional capital or income may arise out of taking advantage of pricing imperfections or from the receipt of a premium for the writing of covered call or covered put options (even if the benefit is obtained at the expense of surrendering the chance of yet greater benefit) or pursuant to stock lending as permitted by the COLL Rules.

The relevant purpose must relate to Scheme Property attributed to the relevant Sub-fund; property (whether precisely identified or not) which is to be or is proposed to be acquired for the relevant Sub-fund; and anticipated cash receipts of the relevant Sub-fund, if due to be received at some time and likely to be received within one month; and

(c) each EPM derivative transaction must be fully covered "**individually**" by Scheme Property attributed to the relevant Sub-fund of the right kind (i.e. in the case of exposure in terms of property, sufficient transferable securities or other property, and, in the case of exposure in terms of money, sufficient cash, "**near cash**", permitted borrowed cash or transferable securities which can be sold to realise sufficient cash). It must also be covered "**globally**" (i.e. after providing cover for existing EPM derivative transactions there must be adequate cover for the fresh transaction from within the Scheme Property attributed to the relevant Sub-fund). Scheme Property attributed to the relevant Sub-fund, including cash, can be used only once for cover. The lending transaction in "**back to back**" borrowing for currency hedging purposes does not require cover.

3.4 Stock Lending

This Section 3.4 does not currently apply to any of the Sub-funds.

The Company (or the Depositary in accordance with the instructions of the ACD) may enter into certain repo contracts or stock lending transactions of the kind described in Section 263B of the Taxation of Chargeable Gains Act 1992 and permitted under the Regulations and if such arrangement is for the account or benefit of the Sub-fund and in the interests of Shareholders. Such arrangements are not in the interest of Shareholders unless in respect of a Sub-fund it reasonably appears to the Company or the ACD to be appropriate to do so with a view to generating additional income for the relevant Sub-fund with an acceptable degree of risk. Briefly, such transactions are those where the Company or the Depositary delivers securities which are the subject of the transaction to the borrower in return for which it is agreed that those securities or securities of the same type and amount should be redelivered to the Company or the Depositary by the borrower at a later date. The Company or the Depositary at the time of delivery receives collateral to cover the Company against the risk of the future redelivery not being completed. The collateral obtained to secure the obligations of the counterparty must be high quality and liquid and acceptable to the Depositary. It should also be adequate in terms of the Regulations and sufficiently immediate. There is no limit on the value of the Scheme Property which may be the subject of stock lending transactions. The counterparty to any such arrangement must be acceptable in accordance with the Regulations.

3.5 Borrowing Powers

The Company may, subject to the COLL Rules, borrow money for the use of a Sub-fund from an eligible institution or an approved bank (each as defined for the purposes of the COLL Rules) on terms that the borrowing is to be repayable out of the Scheme Property. Borrowing must be on a temporary basis, must not be persistent and in any event must not exceed 3 months without the prior consent of the Depositary, which may be given only on such conditions as appear appropriate to the Depositary to ensure that the borrowing does not cease to be on a temporary basis only. The ACD must ensure that the borrowing (as defined for that purpose in the COLL Rules) of any Sub-fund does not, on any business day, exceed 10% of the value of the Scheme Property attributed to that Sub-fund. These borrowing restrictions do not apply to "**back to back**" borrowing for currency hedging purposes (i.e. borrowing permitted in order to reduce or eliminate risk arising by reason of fluctuations in exchange rates).

The policy in relation to the exercise of borrowing powers is that the Company and each Sub-fund may use its borrowing powers as and when the ACD considers the circumstances which then exist make it appropriate to do so.

3.6 Immovable and Tangible Movable Property

The Company will not have any interest in any immovable property (e.g. an office) or tangible movable property (e.g. office equipment) for the direct pursuit of the Company's business.

3.7 Global Exposure

(a) The ACD must calculate global exposure on at least a daily basis. Global exposure must be calculated taking into account the current value of a Sub-fund's underlying assets, the counterparty risk, future market movements and the time available to liquidate the positions.

(b) The ACD must calculate the global exposure of any Sub-fund it manages either as:

(i) the incremental exposure and leverage generated through the use of derivatives and forward transactions (including embedded derivatives as referred to in COLL 5.2.19R(3A), which may not exceed 100% of the net value of the scheme property of that Sub-fund; or

(ii) the market risk of the scheme property of that Sub-fund.

(c) The ACD must calculate the global exposure of a Sub-fund by using:

(i) the commitment approach; or

(ii) the value at risk ("**VaR**") approach.

(d) The ACD must ensure that the method selected in (c) above is appropriate, taking into account:

(i) the investment strategy pursued by the Sub-fund;

(ii) the types and complexities of the derivatives and forward transactions; and

(iii) the proportion of the scheme property of the Sub-fund comprising derivatives and forwards.

(e) The ACD currently employs the commitment approach for all Sub-Funds.

(f) Where the ACD uses the commitment approach for the calculation of global exposure, it must:

(i) ensure that it applies this approach to all derivative and forward transactions (including embedded derivatives as referred to in COLL 5.2.19R (3A) (Derivatives: general)), whether used as part of the Sub-fund's general investment policy, for the purposes of risk reduction or for the purposes of efficient portfolio management; and

(ii) convert each derivative or forward transaction into the market value of an equivalent position in the underlying asset of that derivative or forward (standard commitment approach).

(g) The ACD may apply other calculation methods which are equivalent to the standard commitment approach.

(h) The ACD may take account of netting and hedging arrangements when calculating global exposure of a Sub-Fund, where those arrangements do not disregard obvious and material risks and result in a clear reduction in risk exposure.

(i) Where the use of derivatives or forward transactions does not generate incremental exposure for the Sub-Fund, the underlying exposure need not be included in the commitment calculation.

(j) Where the commitment approach is used, temporary borrowing arrangements entered into on behalf of the Sub-Fund in accordance with COLL 5.5.4R (General power to borrow) need not form part of the global exposure calculation.

PART 4: VALUATIONS, PRICING AND DEALING

4.1 Valuations

4.1.1 Valuation Point

The price of a Share in the Company is calculated by reference to the Net Asset Value (or the relevant proportion of the Net Asset Value) of the Sub-fund to which it relates. Each of the Sub-funds will have a regular valuation point at 10 a.m. on each Dealing Day. The ACD may create an additional valuation point for any Sub-fund at any time.

At each valuation point of a Sub-fund the Scheme Property attributed to the Sub-fund will be valued and the proportion of the Net Asset Value attributable to each Class of Shares in that Sub-fund determined, for the purpose of calculating the price of each Class of Shares in the Sub-fund.

The value of the Scheme Property attributed to the Sub-fund will be the value of its assets less the value of its liabilities. All the Scheme Property attributed to the Sub-fund will be included in each valuation. All instructions to issue or cancel Shares given for a prior valuation point shall be assumed to have been carried out (and any cash paid or received).

4.1.2 Valuation Basis

The valuation will be based on the following:

(a) Cash and amounts held in current, deposit and margin accounts and in other time related deposits will be valued at their nominal value. For this purpose, foreign currency balances will be converted into base currency at prevailing foreign exchange rates.

(b) Except in the case of units in an authorised unit trust or units in other collective investment schemes, all transferable securities will be valued:

- (i) if a single price for buying and selling the security is quoted, at that price;
- (ii) if separate buying and selling prices are quoted, at the average of the two prices; or
- (iii) if, in the opinion of the ACD, the price obtained is unreliable or no recent traded price is available or if the most recent price available does not reflect the ACD's best estimate of the value, at a value which, in the opinion of the ACD, is fair and reasonable.

(c) Units in an authorised unit trust or other collective investment scheme will be valued:

- (i) if a single price for buying and selling units is quoted, at that price;
- (ii) if separate buying and selling prices are quoted, at the average of the two prices providing the buying price has been reduced by any preliminary charge included therein and the selling price has been increased by any exit or redemption charge attributable thereto; or
- (iii) if, in the opinion of the ACD, the price obtained is unreliable or no recent traded price is available or if no recent price exists, or if the most recent price available does not reflect the ACD's best estimate of the value of the

units or shares, at a value which, in the opinion of the ACD, is fair and reasonable.

(d) Money market instruments which have a residual maturity of less than three months and have no specific sensitivity to market parameters, including credit risk, shall be valued on an amortised basis.

(e) Exchange traded derivative contracts shall be valued:

(i) if a single price for buying and selling the exchange traded derivative is quoted, at that price; or

(ii) if separate buying and selling prices are quoted, at the average of the two prices.

(f) Over the counter derivative contracts shall be valued in accordance with the method of valuation as shall have been agreed between the ACD and the Depositary.

(g) All other Scheme Property will be priced at a value which, in the opinion of the ACD, represents a fair and reasonable mid-market price.

(h) If there are any outstanding agreements to purchase or sell any of the Scheme Property attributed to the Sub-fund which are uncompleted, then the valuation will assume completion of the agreement. However, agreements made shortly before the valuation point need not be taken into account if, in the opinion of the ACD, their omission will not materially affect the valuation. Not included in this paragraph are any futures or contracts for differences which are not yet due to be performed and unexpired and unexercised written or purchased options.

(i) Added to the valuation (to the extent that they are attributable to the Sub-fund) will be:

(ii) an estimated amount for accrued claims for tax of whatever nature which may be recoverable;

(iii) any other credits or amounts due to be paid into the Scheme Property; and

(iv) a sum representing any interest or any income accrued due or deemed to have accrued but not received. Income on fixed interest securities is calculated on an Effective Yield basis. The Effective Yield basis includes any premiums or discounts arising on the purchase of fixed income securities, amortised to their maturity, within the calculation of income accrued.

(i) Deducted from the valuation (to the extent that they are attributable to the Sub-fund) will be:

(i) an estimated amount for anticipated tax liabilities (on unrealised capital gains where the liabilities have accrued and are payable out of the property of the scheme; on realised capital gains in respect of previously completed and current accounting periods; and on income where liabilities have accrued) including (as applicable and without limitation) capital gains tax, income tax, corporation tax, VAT, stamp duty and stamp duty reserve tax;

(ii) an estimated amount for any liabilities payable out of the Scheme Property and any tax thereon treating periodic items as accruing from day to day; and

(iii) the principal amount of any outstanding borrowings whenever payable and any accrued but unpaid interest on borrowings.

Amounts which are de minimis may be omitted from the valuation.

Where there are difficulties regarding obtaining or processing data on securities or other relevant data, then the ACD may utilise validated market indices for pricing and connected purposes. Such indexation would be utilised in the pricing of the relevant Sub-fund until such time as the ACD is reasonably satisfied that the difficulties in obtaining or processing data have been resolved.

Please also note the ACD's Fair Value Pricing Policy as explained in Section 4.3.12 below.

4.1.3 Calculation of Dilution Adjustment

As explained in Section 4.3.2 below, the ACD may make a dilution adjustment when calculating the price of a Share. In deciding whether to make a dilution adjustment the ACD must use the following bases of valuations:

(a) When by reference to any valuation point the aggregate value of the Shares of all Classes in the Sub-fund issued exceeds the aggregate value of Shares of all Classes cancelled, any adjustment must be upwards; and

(b) The dilution adjustment must not exceed the ACD's reasonable estimate of the difference between what the price would have been had the dilution adjustment not been taken into account and what the price would have been if the Scheme Property attributable to that Sub-fund had been valued on the best available market offer basis plus dealing costs; or

(c) When by reference to any valuation point the aggregate value of the Shares of all Classes in the Sub-fund cancelled exceeds the aggregate value of Shares of all Classes issued, any adjustment must be downwards; and

(d) The dilution adjustment must not exceed the ACD's reasonable estimate of the difference between what the price would have been had the dilution adjustment not been taken into account and what the price would have been if the Scheme Property attributable to that Sub-fund had been valued on the best available market bid basis less dealing costs.

4.2 Price of Shares and Publication of Prices

There must be only a single price for any Share as determined from time to time by reference to a particular valuation point. The price of Shares of each Class in each Sub-fund will be calculated by reference to the value of the Scheme Property of the relevant Sub-fund (excluding the distribution account and the unclaimed payments account) calculated at the relevant valuation point as in Section 4.1.1 above. The price of a Share of any Class is calculated by:

(a) taking the proportion of that value (as specified in the paragraph above) attributable to the Shares of the relevant Class; and

(b) dividing the result by the number of Shares of the relevant Class in issue immediately before the valuation concerned.

The most recent prices of Class B Shares for each Sub-fund are published daily on the Baillie Gifford website (www.bailliegifford.com). The most recent prices for all Share Classes in issue for each Sub-fund may be obtained by calling the ACD free on 0800 917 2113, alternatively they may also be available on other selected websites. The ACD issues and redeems Shares on a forward pricing basis, and not on the basis of the published prices. Accordingly, the prices published will not be the prices at which Shares will be issued and redeemed at the next valuation point.

4.3 Dealing in Shares

4.3.1 Dealing Prices

Shares may normally be dealt in with the ACD between 9 a.m. and 5 p.m. on any Dealing Day (or other times at the ACD's discretion). Typically, the ACD will trade as principal in respect of trades, however if requested the ACD may deal as agent for the Company, such as when processing in specie transactions.

Subject to the Regulations, dealing will normally be on a forward basis. In other words, the ACD will normally issue and redeem Shares at forward prices, that is, at a price calculated by reference to the next valuation following receipt of the application to subscribe for/instruction to redeem Shares.

When subscribing for Shares, an investor pays the price of the Shares calculated on the basis set out in Section 4.2, subject to any dilution adjustment (if applicable – see Section 4.3.2), to which price may be added any preliminary charge or, if applicable, Switching charge (see Section 5.1), subject to any applicable discount on either charge. When redeeming Shares, a Shareholder receives the price of the Shares calculated on the basis set out in Section 4.2, subject to any dilution adjustment (if applicable – see Section 4.3.2), from which price may be deducted the aggregate of any redemption charge (see Section 5.2) permitted by the COLL Rules to be retained by the ACD and (where applicable and at the ACD's discretion) the cost of remitting the sum abroad.

4.3.2 Dilution Adjustment

A Sub-fund suffers dilution (reduction) in the value of the Scheme Property attributable to it because the actual costs of buying or selling investments for the Sub-fund deviate from the mid-market values generally used in calculating the price of Shares in the Sub-fund. Such deviation may occur as a result of the costs (which may include dealing charges and taxes) incurred in dealing in such investments and of any spread between the buying and selling prices of such investments. It is not possible to predict accurately whether dilution is likely to occur.

The COLL Rules allow the cost of dilution to be (1) met directly from the Scheme Property attributable to the Sub-fund or (2) addressed by the imposition on investors of a dilution levy on the issue by the Company, subscriptions facilitated by the ACD, cancellation by the Company or redemption by the ACD of Shares in the Sub-fund or (3) dealt with by means of a dilution adjustment, which is the policy which has been adopted by the ACD in relation to the Sub-funds of the Company. With a view to mitigating the effects of dilution, the ACD therefore reserves the right, at its sole discretion, to make a dilution adjustment in the calculation of the dealing price, and thereby swing the dealing price, of Shares in any Sub-fund of the Company if in its opinion the existing Shareholders (for net purchases of Shares) or remaining Shareholders (for net redemptions of Shares) might otherwise be adversely affected. By "**purchases**" of Shares we mean issues by the Company and subscriptions facilitated by the ACD and by "**redemptions**" of Shares we mean cancellations by the Company and redemptions by the ACD.

The COLL Rules acknowledge that the need to make a dilution adjustment may depend on the volume of purchases of Shares or redemptions of Shares. Accordingly, the ACD reserves the right at its sole discretion to impose a dilution adjustment in the following circumstances:

(a) If the Sub-fund is experiencing steady decline (net outflow of investment).

(b) If the Sub-fund is experiencing steady growth (net inflow of investment).

(c) If the Sub-fund is experiencing large levels of net purchases or net redemptions relative to its size.

(d) Where the Sub-fund experiences net purchases or net redemptions on any Dealing Day exceeding a particular value or a particular percentage of the value of the Sub-fund.

(e) In any other circumstances where the ACD believes it will be in the interests of Shareholders to make a dilution adjustment.

The ACD is currently of the opinion that it is in the best interests of Shareholders in the Company to make a dilution adjustment whenever dealings in the Shares of any Sub-fund result in Shares in that Sub-fund being issued or cancelled by the Company. The ACD believes that this policy should result in no significant dilution occurring. The adjustment will take account of any spread between the buying and selling prices of the relevant Sub-fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments, as the case may be.

The level of the dilution adjustment is set by the ACD based on prevailing market conditions. Where liquidity is restricted and trading in size in the portfolio's investments results in significant movement in the prices of these investments the ACD may adjust the level of the dilution adjustment to protect the interests of the ongoing investors in a Sub-fund. The ACD has thresholds for the Sub-funds for daily net inflows or outflows of cash into or out of the Sub-funds. Above these thresholds, which vary by Sub-fund and according to market conditions, the ACD will increase the dilution adjustment to reflect the increased dealing costs incurred by the Sub-funds as a result of larger inflows and outflows. A consequence of this policy is, however, that smaller transactions made on any day that the relevant threshold is exceeded will also trade at the price incorporating the higher adjustment and this may lead to increased dealing costs. Whether an adjustment may be necessary will depend upon the net movement into or out of a Sub-fund on any given day and on the underlying market conditions on that day and it is therefore not possible to predict when an adjustment may be made.

On any Dealing Day when the Company neither issues nor cancels Shares in a Sub-fund the price of Shares in that Sub-fund will not contain any dilution adjustment.

This policy to swing the dealing price will be subject to regular review and may change. The ACD's decision on whether or not to make a dilution adjustment, and on what level of adjustment to make in particular circumstances or generally, will not prevent it from making a different decision in similar circumstances in the future.

Where a dilution adjustment is applied, it will increase the dealing price when there are net inflows into the relevant Sub-fund and decrease the dealing price when there are net outflows. The dealing price of each Class of Share in a Sub-fund will be calculated separately but any dilution adjustment will in percentage terms affect the dealing price of Shares of each Class identically.

On the occasions when no dilution adjustment is made there may be an adverse impact on the value of the Scheme Property attributable to the relevant Sub-fund. Maximum dilution adjustments applicable to purchases and redemptions for each Sub-fund and the number of days on which a dilution adjustment was applied during the relevant period are specified in Appendix I.

More information about the application of the dilution adjustment is provided in Appendix I.

4.3.3 Subscription for Shares

In order to meet the ACD's obligations under the Regulations to provide investors with certain information before they invest, the following documents are required to be made available to investors before they invest (which includes one off top ups to existing investments and instructions to "**Switch**" and "**Convert**" (see Sections 4.3.9 and 4.3.10 below):

(a) the KIID; and

(b) the Supplementary Information Document

The KIID is a document designed to help potential investors make an informed decision about their investments. It summarises the key features of a Sub-fund, including the investment objectives and policy, past performance, fees and risk/reward profile. The Supplementary Information Document is a document which contains important information that is relevant to investing in Sub-fund(s) of the Company and should be read together with the KIID.

The KIIDs for each Class of Share currently in issue and the current Supplementary Information Document can be obtained directly from the ACD on 0800 917 2113 or at www.bailliegifford.com or if potential investors are receiving advice, from financial advisers and other distributors of the Sub-funds.

Shares may be subscribed for through intermediaries or direct from the ACD typically acting as principal except in limited circumstances where the ACD acts as agent for the Company such as when processing in specie transactions.

Instructions for the subscribed for Shares up to the value of £25,000 may be given in writing (including by email to oeic.dealing@bailliegifford.com) or, at the ACD's discretion, by telephone to the ACD's dealing department on 0800 917 4751 on any Dealing Day. Instructions in writing must be accompanied by a completed application form. Payment for the subscription for Shares, if this has not already been made, will be due not later than the third business day after the valuation point by reference to which the price of the Shares was determined.

Telephone calls may be recorded.

Any individual wishing to invest over £25,000 should transfer funds by telegraphic transfer to the ACD's bank account prior to the deal being struck. Further details are available on request by contacting the ACD on the above telephone number.

For fax instructions, please see Section 4.3.6 headed "**Fax and Email Instructions**" below.

Investment criteria (which include minimum investment amounts and restrictions on availability) for each Class of Shares that is currently available in each Sub-fund, any of which may be waived at the ACD's discretion in any particular case or generally, are given in Appendix A.

A contract note confirming the transaction will be dispatched by the close of business on the first business day after the valuation point at which the transaction was priced.

Applications, once made, are irrevocable. However, subject to its obligations under the COLL Rules, the ACD has the right to reject, on reasonable grounds relating to the circumstances of the applicant, any application for Shares in whole or in part, and in this event the ACD will return any monies sent, or the balance of such monies, at the risk of the applicant.

Certain private investors may have the right to cancel their lump sum investment in a Sub-fund. However, such rights do not apply in the case of a private investor who is not relying on the ACD or their independent financial adviser to advise them on, or exercise any judgement on their behalf about, the merits of or suitability for them of that investment. Nor do they apply where a private investor has not had face to face contact with the ACD or his independent financial adviser, or where the investment is made pursuant to a customer agreement between a private investor and the ACD or their independent financial adviser under which the investor has waived the right to cancel.

If a private investor has the right to cancel their lump sum investment in a Sub-fund, they may exercise those rights during the two week period after they have received notice from the ACD of their right to cancel (which will usually be sent with the contract note relating to the subscription for the relevant Shares). Such notice will describe in more detail the investor's cancellation rights (including when they begin and end and how to exercise them). An investor who exercises their cancellation rights will be refunded their investment although, if the price of the Shares representing the investment to be cancelled has fallen before the cancellation notice is received by the ACD, an amount equal to such fall (known as the "**shortfall**") will be deducted from the refund.

When an investor submits an order to subscribe for Shares, the Register is updated to reflect their instruction at the next valuation point following the ACD's receipt of their instruction, however the investor is due to pay for such Shares not later than the third business day after the relevant valuation point. In accordance with COLL 6.4.4 R (6) (e) where a Shareholder defaults on paying for Shares the ACD must make an alteration to the Register or deletion from the Register to compensate for such default. Accordingly, entitlement to Shares does not fully transfer to the Shareholder until the Shareholder has paid in full for their Shares.

4.3.4 Redemption of Shares

Instructions for the redemption of Shares may be given in writing or, at the ACD's discretion, by telephone to the ACD's dealing department (Tel. 0800 917 4751) or by email to oeic.dealing@bailliegifford.com, on any Dealing Day. Telephone calls may be recorded. Typically, the ACD will act as principal, except in limited circumstances where the ACD acts as agent for the Company such as when processing in specie transactions.

When a Shareholder instructs the redemption of their Shares the register will be updated at the next valuation point following the ACD's receipt of their instructions, and subject to the COLL Rules, the proceeds of the redemption of Shares (net of any permitted deductions) will be paid not later than the close of business on the third business day after the later of the valuation point immediately following receipt by the ACD of the redemption request and the ACD receiving all duly executed instruments and authorisations to effect (or enable the ACD to effect) transfer of title to the Shares (for example, the ACD reserves the right, at all times, to require a form of renunciation to be completed - if this is necessary, it will be issued with the contract note).

Redemption proceeds are normally payable only to one or more of the registered Shareholders and the ACD reserves the right to send redemption proceeds by cheque to the registered address.

Where the redemption proceeds are paid by cheque, no interest will be payable in respect of the period between the cheque being issued and it being presented for payment.

A contract note confirming the transaction will be dispatched by the close of business on the first business day after the valuation point at which the transaction was priced.

Instructions to redeem Shares, once given, are irrevocable, but neither the Company nor the ACD shall be required to make payment in respect of any redemption of Shares where the money due on the earlier issue of or subscription for those Shares has not yet been received.

For fax instructions, please see Section 4.3.6 headed "**Fax and Email Instructions**" below.

Investment criteria (which include minimum redemption amounts) for each Class of Shares that is currently available in each Sub-fund, any of which may be waived at the ACD's discretion in any particular case or generally, are given in Appendix A.

Any Shares transferred directly to the Company, with the ACD acting as agent, will be cancelled.

4.3.5 Delivery versus Payment Exemption

In order to facilitate trades the ACD uses a delivery versus payment exemption that is available under the FCA Client Asset Sourcebook, under this exemption the ACD is not required to treat money received as client money until the close of the business day following receipt. Accordingly, under the exemption when investors subscribe for Shares the ACD will protect investor money in a client money account if it does not pass the investor's money onto the Depositary by the close of the business day following receipt. Similarly, when Shareholders redeem shares in the ICVC, the ACD will protect their money in a client money account if it does not pass their money to them by the close of the business day following receipt from the Depositary.

4.3.6 Fax and Email Instructions

The ACD will accept instructions by fax or by email subject to the following conditions:

(a) by sending instructions by fax or by email, the sender authorises the ACD to accept instructions by fax or by email;

(b) the onus is on the sender to ensure that such instructions are complete and received in legible form;

(c) the sender accepts that fax communications and communications sent by email are inherently insecure and are sent at the sender's risk;

(d) the sender's proof of sending a fax or an email, return receipt or transmission report does not establish the ACD's receipt, and fax communications and communications by email are only deemed to have been duly received by the ACD when the sender contacts the ACD by telephone to obtain confirmation of receipt;

(e) the ACD will not automatically confirm receipt of any fax or any email and the sender must contact the ACD to confirm receipt;

(f) the ACD accepts no liability for any damages, costs and losses arising as a result of the use of fax or email as a means of transmitting communications, including by reason of a failure or an error during transmission or receipt, incomplete or inaccurate instructions, abuse or fraudulent use; and

(g) the sender will be liable to the ACD on demand against all costs, losses, claims and expenses which may be incurred by the ACD or made against the ACD in consequence of the ACD acting upon instructions given by fax or email.

4.3.7 Issue of Shares in Exchange for In Specie Assets

The ACD may, by special arrangement and at its discretion, arrange for the Company to issue Shares in exchange for assets other than cash but will only do so where the Depositary is satisfied that the acquisition by the Company of those assets in exchange for the Shares concerned is not likely to result in any material prejudice to the interests of Shareholders or potential Shareholders.

The ACD will, by the close of business on the third business day next after the issue of any Shares in exchange for assets as above, ensure transfer to the Depositary of the assets to be taken in exchange and will ensure that the beneficial interest in the assets is transferred to the Company with effect from the issue of the relevant Shares, even if legal ownership is not then transferred to the Depositary.

The ACD will not arrange the issue of Shares in any Sub-fund in exchange for assets the holding of which would be inconsistent with the investment objective or policy of that Sub-fund.

4.3.8 In Specie Redemptions and Cancellations of Shares

Where a Shareholder requests redemption or cancellation of Shares, the ACD may, at its discretion, give written notice to the Shareholder before the proceeds would otherwise become payable that, in lieu of paying such proceeds in cash, the Company will transfer to that holder property attributable to the relevant Sub-fund having the appropriate value.

The ACD shall, at its discretion, be entitled to charge for its own account an administration fee of up to £50 for each investment (other than cash) transferred which shall be deducted from the cash balance due.

The selection of the property to be transferred will be made by the ACD in consultation with the Depositary, with a view to achieving no more advantage or disadvantage to the Shareholder requesting cancellation of his Shares than to continuing Shareholders.

4.3.9 Switching Shares

A Shareholder in a Sub-fund may at any time Switch all or some of his Shares of one Sub-fund (the "**Original Shares**") for Shares of another Sub-fund (the "**New Shares**"), subject always to any applicable restrictions on the redemption and issue of Shares contemplated in the Regulations and any restrictions on the availability of any Class of Shares as specified in Appendix A.

A Shareholder wishing to Switch Shares should contact the ACD in writing, or at the ACD's discretion, telephone the ACD's dealing department (Tel. 0800 917 4751) on any Dealing Day. Telephone calls may be recorded. In general the procedures relating to a redemption of Shares will apply equally to a Switch of Shares but the Switch will be priced at the first valuation point after the Switching instructions are received or at such other valuation point as the ACD, at the request of the Shareholder, may agree. Switching instructions will be irrevocable and in no circumstances will a Shareholder who Switches Shares in one Sub-fund for Shares in another Sub-fund be given a right by law to withdraw from or cancel the transaction. Written confirmation of the Switch, and of any Switching charge which may be levied (see Section 5.1), will be dispatched by the close of business on the first business day after the valuation point at which the Switch was priced.

If a Switch would result in the Shareholder holding a number of Original Shares or New Shares of a value which is less than the minimum holding in the Class of Shares concerned, the ACD may, if it thinks fit, Switch the whole of the applicant's holding of Original Shares for New Shares (and deem the applicant's instructions to be amended accordingly) or refuse to effect any Switch of the Original Shares. No Switch will be made during any period when the right of Shareholders to require the redemption of their Shares is suspended.

The ACD may adjust the number of New Shares to be issued to reflect the imposition of any Switching charge together with any other charges or levies in respect of the issue of or subscription for the New Shares or redemption or cancellation of the Original Shares as may be permitted pursuant to the COLL Rules.

Please note that a Switch of Shares in one Sub-fund for Shares in any other Sub-fund is treated as a redemption and sale and therefore will, for persons subject to United Kingdom taxation, be a disposal for the purposes of Capital Gains Taxation (see Part 8).

4.3.10 Share Conversions

The ACD may, upon appropriate notice to affected Shareholders, effect a compulsory Conversion of Shares in one Class of a Sub-fund for another Class of the same Sub-fund. Such compulsory Conversion shall be conducted as described above in this section. A compulsory Conversion will only be undertaken where the ACD reasonably considers it is in the best interests of affected Shareholders. By way of example, the ACD may effect a compulsory Conversion where the ACD reasonably believes it is in the best interests of Shareholders to reduce the number of available Classes.

Shareholders are permitted to Convert their Shares subject to any restrictions on the availability of Shares as specified in Appendix A.

Conversions will be effected by the ACD recording the change of Class on the Register.

A Shareholder wishing to Convert Shares should apply to the ACD in the same manner as for a Switch as set out in Section 4.3.9 above.

Conversions will be effected by the ACD at the next valuation point following receipt of instructions to Convert from a Shareholder.

Conversions are not treated as redemptions or sales and therefore will not be treated as a disposal for the purposes of Capital Gains Taxation (see Part 8).

4.3.11 Anti-Money Laundering

Persons conducting investment business, such as the ACD, must comply with Anti Money Laundering Rules. The ACD can ask for proof of identity from any person or legal entity applying for Shares, the Shareholder or any other person (for example, someone providing monies for investment on behalf of another person) at any time, in order to comply with its duties under Anti Money Laundering Rules. The ACD can also use electronic checking services, which may keep a record of those checks, in order to satisfy its anti-money laundering requirements at any time. For individuals, the ACD will normally rely on a bank cheque, building society cheque or banker's draft, provided that the ACD can confirm from the cheque or draft that the payment is from a UK bank or building society account in the name (including joint names) of the Shareholder. (Banks and building societies may be able to print the necessary details onto the cheque or draft).

In other circumstances, please contact the ACD to establish the necessary verification steps.

If the ACD cannot satisfactorily complete its anti-money laundering procedures then:

(a) the ACD will reject the relevant application; or

(b) the ACD, the Company, the Depositary and the Registrar will refuse to accept additional investments and delay payments and transfers (including direct debits).

No interest is payable in those circumstances.

If required, the ACD will provide the current anti money laundering leaflet to Shareholders (or potential Shareholders) to help explain why certain documents are required to be delivered to the ACD to verify identities of Shareholders and potential Shareholders. Where documents are sent to the ACD by the Shareholder (or potential Shareholder) or returned by the ACD to the Shareholder (or potential Shareholder) it will be at the Shareholder or potential Shareholder's own risk and the ACD does not accept any liability for any lost documents.

4.3.12 Fair Value Pricing and Market Timing

Where a Sub-fund invests in markets that are closed for trading at the Sub-fund's valuation point, there is a danger that the calculated price of the Sub-fund does not reflect its Net Asset Value at the valuation point because of developments since the markets closed. Such developments may relate to a particular investment or to the whole market. This potentially causes losses or gains to the Sub-fund and opens a window of opportunity for investors to subscribe for or redeem Shares at prices calculated on stale (i.e. out of date) asset prices. Such transactions, particularly if they are relatively large, can be detrimental to the continuing investors in a Sub-fund.

The COLL Rules provide that Fair Value Pricing ("**FVP**") may be used where the ACD has reasonable grounds to believe that no reliable price exists for a particular security at a valuation point, or that the most recent price available does not reflect the ACD's best estimate of the value of the security at the valuation point. In these circumstances the ACD should value the investment at what, in its opinion, is a fair and reasonable price. The ACD will consider the use of FVP in the following circumstances, and any others the ACD may deem appropriate: war, natural disasters, terrorist activities, political instability, failure of a pricing provider, local holidays and unexpected market closures.

The term market timing generally covers two activities, arbitrage and short-term trading. Arbitrage can occur when an investor is aware that the prices upon which a Sub-fund's dealing price is calculated do not take account of the most recently available market information. Short term trading is when investors take short term trading positions based upon their own independent views, often resulting from quantitative analysis as to future market directions. Both arbitrage and short-term trading can be disruptive to the management of the Sub-fund and can cause dilution in the Sub-fund to the detriment of continuing investors.

The ACD is required to ensure that the Sub-funds are being protected from the activities of market timers and has taken a number of steps to reduce the attractiveness of the Sub-funds to market timers, including the use of swinging single pricing and the adoption of an FVP policy as noted above. Further the ACD reviews trading patterns and reserves the right to refuse to deal with a suspected Market Timer.

4.3.13 Transfers

Shareholders are entitled to transfer their Shares to another person or body. All transfers must be in writing in the form of an instrument of transfer in any usual or common form or in any other form as may be approved by the ACD for this purpose. Completed instruments of transfer must be returned to the ACD. The transfer must be in writing unless the ACD decides otherwise. The signature on the instrument of transfer may be affixed manually or electronically and may be an actual signature or a facsimile signature. For fax instructions please see Section 4.3.6 headed "**Fax Instructions**" above. The ACD need not enquire as to the genuineness of any signature however should the ACD be provided with an authorised signatory list, the ACD can, at its discretion, undertake to check that those individuals instructing transfer are listed on the latest authorised signatory list supplied. No instrument of transfer may be given in respect of more than one Class. In the case of a transfer to joint holders, the number of joint holders to whom a Share is to be transferred may not exceed four. Unless the ACD in its discretion decides otherwise, no transfer may result in either the transferor or the transferee holding fewer Shares of the Class concerned or Shares having a lesser aggregate value than any number or value as is stated in the Prospectus as the minimum which may be held.

4.3.14 Restrictions and Compulsory Transfer and Redemption

Shares in the Company may not be acquired or held by any person in circumstances ("**relevant circumstances**") which constitute a breach of the law or governmental regulation (or any interpretation of a law or regulation by a competent authority) of any country or territory or which would (or would if other Shares were acquired or held in like circumstances) result in the Company incurring any liability to taxation or suffering any other adverse consequence (including a requirement to register under any securities or investment or similar laws or governmental regulation of any country or territory). In this connection, the ACD may, inter alia, reject at its discretion any application for the subscription, redemption, transfer, Switching or Conversion of Shares.

If it comes to the notice of the ACD that any Shares ("**affected Shares**") have been acquired or are being held, beneficially or otherwise, in any relevant circumstances or if it reasonably believes this to be the case, the ACD may give notice to the holder(s) of the affected Shares requiring the transfer of such Shares to a person who is qualified or entitled to own them or that a request in writing be given for the redemption or cancellation of such Shares in accordance with the COLL Rules. If any person upon whom such a notice is served does not within thirty days after the date of such notice transfer his affected Shares to a person qualified to own them give such a request or establish to the satisfaction of the ACD (whose judgement is final and binding) that he (and if any the beneficial owner) is qualified and entitled to own the affected Shares, he shall be deemed upon the expiration of that thirty day period to have given a request in writing for the redemption or cancellation (at the discretion of the ACD) of all the affected Shares pursuant to the COLL Rules.

A person who becomes aware that he is holding or owns affected Shares in any relevant circumstances, shall forthwith, unless he has already received a notice as aforesaid, either transfer all his affected Shares to a person qualified to own them or give a request in writing for the redemption or cancellation of all his affected Shares pursuant to the COLL Rules.

When the holder of any Shares fails or ceases for whatever reason to be entitled to receive distributions or have allocations made in respect of his holding of Shares in a manner, in terms of the Company making or not making any deduction of United Kingdom tax prior to the distribution or allocation to the holder, as is envisaged for such Shares, he shall, without delay, give notice thereof to the Company and the Company shall, upon receipt of such notice, treat the Shareholder concerned as if he had served on the Company a switching notice or notices requesting a Switch or a Conversion (as the case may be) of all of the relevant Shares owned by such holder for Shares which, in the opinion of the ACD, such holder is entitled to hold and most nearly equate to the Shares being Switched or Converted by that Shareholder.

If at any time the Company or the ACD becomes aware that the holder of any Shares, that make or intend to make distributions or allocations without any tax being deducted or accounted for by the Company, has failed or ceased for whatever reason to be entitled to receive distributions or have allocations made in respect of his holding of such Shares without deduction of United Kingdom tax, then the Company shall, without delay, treat the Shareholder concerned as if he had served on the Company a switching notice or notices requesting a Switch or a Conversion (as the case may be) of all of the relevant Shares owned by such holder for Shares which, in the opinion of the ACD, such holder is entitled to hold and most nearly equate to the Shares held by that Shareholder.

An amount equal to any tax charge incurred by the Company or for which the Company may be held liable as a result of a Switch pursuant to this Section 4.3.14 shall be recoverable from the Shareholder concerned and may be accounted for in any adjustment made of the number of new Shares to be issued pursuant to the Switch.

If at any time the ACD is not entitled to receive distributions or have income allocations made in respect of Shares held by it without deduction of United Kingdom tax and has redeemed, pursuant to the COLL Rules, any Shares that make distributions or allocations without any tax being deducted or accounted for by the Company, the ACD shall forthwith following such redemption arrange for the Company to cancel any such Shares or (at its discretion) the ACD shall forthwith redeem such Shares to a person who is (or appears to the ACD to be) entitled to hold the same.

4.3.15 Suspension of Dealings in the Company

The ACD may, at any time, with prior agreement of the Depositary, or shall without delay if the Depositary so requires, suspend the issue, cancellation, subscription and redemption of Shares temporarily where due to exceptional circumstances it is in the interests of all Shareholders. At the time of suspension the ACD, or the Depositary if it has required the ACD to suspend dealings in Shares, must inform the FCA immediately stating the reason for its actions and, as soon as is practicable, give the FCA written confirmation of the suspension and the reasons for it.

The ACD must also notify Shareholders of the suspension as soon as is practicable after it commences, explaining the exceptional circumstances justifying the suspension and giving details of how to find further information about the suspension.

The suspension may be restricted to any single Sub-fund, or Class of Shares within that Sub-fund. During any such period of suspension, the ACD may agree to issue, redeem or Switch Shares at prices calculated by reference to the first valuation point after the end of the suspension. Any deals outstanding prior to the suspension shall be undertaken at a price calculated by reference to the first valuation point after the suspension.

Where such suspension takes place, the ACD will publish details on its website or by other general means, sufficient details to keep Shareholders appropriately informed about the suspension, including, if known, its possible duration.

The ACD and the Depositary must formally review the suspension at least every 28 days and inform the FCA of the result of the review with a view to ending the suspension as soon as practicable after the exceptional circumstances have ceased.

4.3.16 ACD holding Shares as principal

The ACD does not generally seek to hold Shares as principal (commonly known as running a manager's box) but may from time to time hold Shares on its own account. Such holding of Shares is at the ACD's risk and is not detrimental to Shareholders' interests. The ACD is under no obligation to account to the Depositary, the Company or the Shareholders for any profit or loss it may make on the re issue or cancellation of such Shares.

4.3.17 Governing Law, Recognition and Enforcement of Judgments

All deals in Shares are governed by the law of Scotland.

Subject to local legal or regulatory requirements and the circumstances of a particular claim, holders residing outside of the UK may be able to bring a claim before their local court and have that judgment enforced in the UK.

4.3.18 Electronic Communications

The ACD will accept instructions to transfer title to Shares on the basis of an authority communicated by electronic means and delivered on behalf of the shareholder by a person that is authorised by the FCA or regulated in another jurisdiction by an equivalent supervisory authority, subject to:

(a) prior agreement between the ACD and the person making the communication as to:

   (i) the electronic media by which such communications may be delivered; and

   (ii) how such communications will be identified as conveying the necessary authority; and

(b) assurance from the person that they will have obtained the required appointment in writing from the shareholder.

PART 5: CHARGES AND EXPENSES

5.1 The ACD's Preliminary and Switching Charges

The ACD may, at its sole discretion in any particular case or generally, make (and retain) a preliminary charge on the subscribe for or issue of Shares. The level of the preliminary charge varies for different Classes of Share, and is expressed as a percentage of the price of the Shares being acquired and is added to the price of those Shares.

Subject to Regulation 6.7.9 of the COLL Rules, the ACD may also, at its sole discretion in any particular case or generally, make (and retain) a charge on Switches between Shares of one Sub-fund and Shares of another Sub-fund. Again, the level of this charge varies for different Classes of Share, and is expressed as a percentage of the price of the Shares being Switched. There is no charge on Conversions.

The current preliminary and Switching charges for those Classes of Shares that are currently available are given in Appendix A.

5.2 The ACD's Redemption Charge

The ACD may, at its sole discretion in any particular case or generally, make a charge on the redemption of Class A Shares of any Sub-fund. At present no redemption charge is levied on such Shares.

Any redemption charge introduced will apply only to Class A Shares sold or issued since its introduction and, for the purpose of the imposition of such charge, where a Shareholder has acquired Class A Shares at different times and is redeeming part only of their holding, they shall be deemed to be redeeming the Shares which they have held longest.

5.3 Payments by the Company to the ACD

5.3.1 The Annual Management Charge

A fee, known as the Annual Management Charge or AMC (previously called the ACD's annual fee), is paid by the Company out of the Scheme Property to the ACD by way of remuneration for its services as the Company's authorised corporate director and registrar in respect of Class A, B, J, K, L, P and W Shares. In the case of Class C and Z Shares however, Shareholders will account for such fees separately. The Annual Management Charge accrues, in respect of each Sub-fund (except Glenfinlas Global Fund), daily in respect of successive daily accrual intervals and is paid out of each Sub-fund on the last business day of the calendar month in which it accrues or as soon as is reasonably practicable thereafter. The Annual Management Charge is reflected in the value of the Shares on a daily basis.

The level of this fee varies for different Classes of Share and for different Sub-funds and is expressed as an annual percentage of the proportion of the Net Asset Value of the Sub-fund attributed to each Class of Shares.

The current Annual Management Charge for each Class of Shares that is currently available in each Sub-fund is given in Appendix A.

VAT will be added to this fee, where applicable.

On a winding up of the Company or on the termination of a Sub-fund or a Class of Shares in a Sub-fund the ACD is entitled to its pro rata fees and expenses to the date of completion of the winding up or termination and any additional expenses necessarily realised in settling or receiving any outstanding obligations. No compensation for loss of office is provided for in the Agreement with the ACD.

The current Annual Management Charge for a Class of Shares in a Sub-fund may normally be increased 60 days after:

(a) the ACD has given notice of the increase and the date of its introduction in writing to all Shareholders of that Class; and

(b) the ACD has revised and published the Prospectus showing the new rate of charge, and its commencement date.

5.3.2 Charging of Annual Management Charge and Other Payments to Capital

In respect of Baillie Gifford Global Income Growth Fund and Baillie Gifford Responsible Global Equity Income Fund, the ACD and the Depositary have agreed that all or part of the Annual Management Charge or any other income expense payments may be charged against capital instead of against income, which may result in capital erosion or constrain capital growth, this is stated in Appendix A, along with details of the actual or maximum amount thereof which may be so charged.

For the avoidance of doubt for all Sub-funds, any income expense payments in respect of a Sub-fund or Class of Shares in excess of the income attributable or deemed to be attributable to that Sub-fund or Class may be taken from the capital property attributable or deemed to be attributable to that Sub-fund or Class, which may also result in capital erosion or constrain capital growth.

5.3.3 Out of Pocket Expenses

The ACD is also entitled to be paid by the Company out of the Scheme Property all reasonable, properly vouched, out of pocket expenses (plus VAT, if any) incurred in the performance of its duties including (without limitation) the costs of setting up the Company or a new Sub-fund.

5.4 Investment Adviser's Fee

The ACD discharges, at its own expense, the fees, charges and expenses payable to the Investment Adviser under the Investment Management Agreement.

5.5 Depositary's Fees, Charges and Expenses

The Depositary receives for its own account a periodic fee which will be calculated, accrued and paid on the same basis as the Annual Management Charge. The rate of the periodic fee is agreed between the ACD and the Depositary and is calculated for each Sub-fund on the following tiered basis:

- 0.0068% per annum on the first £1bn of Scheme Property
- 0.0064% per annum on the next £2bn of Scheme Property
- 0.005% per annum on the next £4bn of Scheme Property
- 0.004% per annum on Scheme Property over £7bn

The rates above can be varied from time to time in accordance with the COLL Rules.

In addition to the periodic fees referred to above, the Depositary shall also be entitled to be paid transaction and custody charges in relation to transaction handling and safekeeping of the Scheme Property of each Sub-fund as follows:

Item	Range
Transaction Charges	£5 to £100.
Custody Charges	0.0015% to 0.60%.

These charges vary from country to country depending on the markets and the type of transaction involved. Transaction charges accrue at the time the transactions are effected and are payable as soon as is reasonably practicable, and in any event not later than the last business day of the month when such charges arose or as otherwise agreed between the Depositary and the ACD. Custody charges accrue and are payable as agreed from time to time by the ACD and the Depositary.

Where relevant, the Depositary may in relation to each Sub-fund, also make a charge for (or otherwise benefit from) providing services in relation to: distributions, the provision of banking services, holding money on deposit, lending money, or engaging in stock lending or derivative transactions, in relation to a Sub-fund and may purchase or sell or deal in the purchase or sale of Scheme Property, provided always that the services concerned and any such dealings are in accordance with the provisions of the Regulations.

The Depositary will also be reimbursed by the Company out of the Scheme Property attributed to each Sub-fund, expenses properly incurred in the performance of, or arranging the performance of, functions conferred on it by the Depositary Agreement, the COLL Rules, the OEIC Regulations or the general law.

On a winding up of the Company or of a Sub-fund the Depositary will be entitled to its pro rata fees, charges and expenses to the date of the commencement of the winding up, the termination, or the redemption (as appropriate) and any additional expenses necessarily realised in settling or receiving any outstanding obligations.

Any VAT on any fees, charges or expenses payable to the Depositary will be added to such fees, charges or expenses.

In each such case such payments, expenses and disbursements may be payable to any person (including the ACD or any associate or nominee of the Depositary or of the ACD) who has had the relevant duty delegated to it pursuant to the COLL Rules by the Depositary.

5.6 Ongoing Charges Figure

From time to time the ACD may, at its sole discretion, consider that the Ongoing Charges Figure ("**OCF**") of a Sub-fund or Class of Shares is too high. In these circumstances, the ACD may from time to time, meet some of the expenses that are otherwise payable out of the Scheme Property out of its own pocket. Where the ACD elects to meet such expenses from time to time, this will not oblige the ACD to do so in the future and the ACD may cease to meet such expense at any time. The OCF for any Class of Share may vary from year to year and will exclude the costs of buying and selling assets of a Sub-fund (unless these assets are shares of another Sub-fund). The OCF for each Class of Shares is set out in the relevant KIID.

5.7 Other Expenses Payable out of the Scheme Property

Subject to the COLL Rules, the costs of the incorporation and authorisation of the Company, the expenses of any offer of Shares in any Sub-fund, the preparation and printing of any Prospectus issued in connection with any such offer and the fees for professional services provided to the Company in connection with any such offer and the costs and expenses of the Depositary in connection with any such matters (including any agreement between the Depositary and the Company) will be borne by the Company (unless borne by some other person) and be charged to the Scheme Property attributed to each Sub-fund in existence at the relevant time, as and when incurred or as otherwise arranged, in such proportions as the ACD may determine in accordance with COLL Rules.

Other expenses incurred by or on behalf of the Company, which may be determined where appropriate by agreement with the relevant parties, may also be paid out of the Scheme Property, as and when incurred or as otherwise arranged, including (but not limited to):

(a) Broker's commission, fiscal charges and any other disbursements which are properly incurred in effecting transactions for the Company. This will include expenses incurred in acquiring and disposing of investments, including legal fees and expenses, whether or not the acquisition or disposal is carried out.

(b) Any costs incurred in modifying the Instrument of Incorporation or the Prospectus (including any costs incurred in establishing a Sub-fund).

(c) Any costs incurred in respect of meetings of the Shareholders (including meetings of Shareholders of any particular Sub-fund or Class of Shares).

(d) Interest on permitted borrowings and charges incurred in effecting or terminating such borrowings or in negotiating or varying the terms of such borrowings.

(e) Taxation and duties payable in respect of the Scheme Property, the Instrument of Incorporation, the Prospectus or the issue or cancellation of Shares.

(f) The fees of the Auditors and the tax, legal and other professional advisers to the Company and to the ACD and the Depositary properly payable and any proper expenses of the Auditors, tax, legal and other professional advisers to the Company and to the ACD and the Depositary.

(g) The fees of the FCA, or any corresponding periodic fees of any regulatory authority in a country or territory outside the United Kingdom in which Shares are or may be marketed.

(h) Any expenses properly incurred by the Depositary in performing duties imposed upon it (or exercising powers conferred on it) by the OEIC Regulations or the COLL Rules. The relevant duties include (but are not limited to) the delivery of stock to the Depositary or to any custodian, the custody of assets, the collection of income, the submission of tax returns, the handling of tax claims, the preparation of the Depositary's annual report and any other duties the Depositary is required to perform by law. In each case such expenses and disbursements will also be so payable if incurred by any person (including the ACD or an associate or a nominee of the Depositary or of the ACD) who has had the relevant duty delegated to it pursuant to the COLL Rules by the Depositary.

(i) Fees in respect of the publication and circulation of details of the prices and yields of Shares, and other such information which the ACD is required by law to publish.

(j) The costs of printing (and, in the case of reports, accounts and the Prospectus, distributing) reports, accounts, the Prospectus and any key features, KIIDs, supplementary information document or equivalent documents relating to the Company or any Sub-fund and any costs incurred as a result of periodic updates of the Prospectus or any key features, KIIDs, supplementary information document or equivalent documents and any other administrative expenses.

(k) Insurance which the Company may purchase and/or maintain for the benefit of and against any liability incurred by any directors of the Company in the performance of their duties.

(l) Any liability arising after the property of a body corporate or another collective investment scheme is transferred to the Company or the Depositary in consideration for the issue of Shares to the Shareholders in that body or to participants in that other scheme, provided that it could have been paid out of that other property had it arisen before the transfer and, in the absence of any express provision in the Instrument of Incorporation forbidding such payment, the ACD is of the opinion that proper provision was made for meeting such liabilities as were known or could reasonably have been anticipated at the time of transfer.

(m) Any costs incurred in establishing and maintaining the Register and related matters.

(n) Any costs incurred in establishing and maintaining any plan register and related matters.

(o) It is not currently proposed to seek a listing for the Shares on any stock exchange, but if a listing is sought in future, the fees connected with the listing may be payable by the Company.

(p) Any other costs or expenses that may be taken out of the Scheme Property in accordance with the COLL Rules.

VAT will be added to the above payments, where applicable.

PART 6: GENERAL INFORMATION

6.1 Complaints

If you wish to make a complaint about the operation of the Company you should contact the Client Relations Manager of the ACD at Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN, who will supply you with a copy of the internal complaints handling procedure. Complaints which cannot be settled can be referred to the Financial Ombudsman Service, Exchange Tower, Harbour Exchange Square, London E14 9SR. Making a complaint will not prejudice your rights to commence legal proceedings.

6.2 Material Contracts

The following contracts, not being contracts entered into in the ordinary course of business, have been or are to be entered into by the Company and are, or may be, material:

(a) the ACD Agreement and the Supplementary ACD Agreement, both dated 1 November 2005, and the Second Supplementary ACD Agreement dated 23 December 2009, between the Company and the ACD each as subsequently amended on 23 May 2013, 14 October 2018, 23 May 2018, and 30 August 2018; and

(b) the Depositary Agreement between the Company and the Depositary.

Details of the above contracts are given under the heading "**The Service Providers**" in Part 2.

6.3 Liability to Account

None of the ACD, the Depositary, the Investment Adviser, any associate of any of the foregoing or the Auditors are liable to account to any of the others or to the Company or to the Company's Shareholders for any profits or benefits it, or any of the others, makes or receives that are made or derived from or in connection with: dealings in the Shares of any Sub-fund; or any transaction in the Scheme Property; or the supply of services to the Company.

6.4 Supplementary Information

You may obtain on request from the ACD information relating to:

(a) the quantitative limits applying in the risk management of any Sub-fund;

(b) the methods used in relation to (a); and

(c) any recent development of the risk and yields of the main categories of investment.

6.5 Notices

Any notice or document to be served on a Shareholder will be sent to the Shareholder's registered address (or, in the case of joint holders, to the registered address of the first named). As at the date of this Prospectus, no notice has been given to Shareholders of the ACD's intention to propose a change, to the Company or to any of the Sub-funds, which has not yet been effected.

6.6 Execution Policy

In accordance with the Conduct of Business Rules Sourcebook, published by the FCA as part of its Handbook of Rules and the Regulations, the ACD needs to put in place arrangements to execute orders most favourable to and in the interests of the Company and its Shareholders. In view of this, the ACD is required to have an order execution policy in place detailing how it will act in line with the best interests of the Company and to take all sufficient steps to obtain the best possible result, when it directly executes an order, places an order with, or transmits an order to, another entity for execution.

As set out above, the ACD has delegated the investment management of the Sub-funds to the Investment Adviser, who in turn delegates execution of trades on behalf of the Sub-funds to BGO. BGO in turn partially delegates execution of trades on behalf of the Sub-funds to BGA(HK). BGA(HK) will be primarily responsible for placing trades in respect of Asia-Pacific securities, but BGO may also place trades in respect of Asia-Pacific securities. Similarly, BGO will be primarily responsible for placing trades in respect of non-Asia-Pacific securities, but BGA(HK) may also place trades in respect of non-Asia-Pacific securities.

Each of the Investment Adviser and BGO must, in accordance with FCA's Handbook of Rules, establish and implement an order execution policy to allow it to obtain the best possible results in accordance with the obligations under those rules. BGA(HK) shall comply with this policy when placing trades.

A copy of the Order Execution and Trade Handling Policy may be obtained from: http://www.bailliegifford.com; the ACD; or inspected at its offices at Calton Square, 1 Greenside Row, Edinburgh EH1 3AN during normal business hours.

6.7 Voting Rights Strategy

In accordance with the COLL Rules, the ACD must develop strategies for determining when and how voting rights of assets held within the Sub-funds are to be exercised ("**Voting Rights Strategy**"). A summary copy of the Investment Adviser's Voting Rights Strategy, together with details of the actions which the ACD has taken on the basis of those strategies are available, free of charge, from http://www.bailliegifford.com and from the ACD at Calton Square, 1 Greenside Row, Edinburgh EH1 3AN.

6.8 Client Money Account

Where the ACD is required to protect client money it will deposit the cash in the UK with an authorised bank to be held on the ACD's behalf in a 'Client Money' account separate to any account used to hold money belonging to the ACD in its own right. Interest will not be paid on cash balances held in the client money account. The ACD will not be responsible for any acts or omissions of the bank. If the bank becomes insolvent, the ACD will have a claim on behalf of its clients. If, however, the bank cannot repay all of its creditors, any shortfall may have to be shared pro rata between such creditors.

6.9 Transfer of Client Money to Third Parties

In connection with the transfer of all or part of its business to a third party, the ACD may transfer client money that it holds relating to that business to such third party without seeking specific consent from any effected investor, provided that the ACD has complied with the client money rules in force at the time of the transfer. Any client money that is subject to such transfer must be held by the third party in accordance with the client money rules or the ACD must have assessed that the third party will adopt adequate procedures to protect such client money.

6.10 Unclaimed Client Money

The ACD will be permitted to pay unclaimed client monies to a registered charity of its choice. Before the ACD can pay such unclaimed monies to a charity it must have held the money for at least six years without any movement occurring on the account and have taken reasonable steps to contact the relevant Shareholder and complied with the client money rules. If the ACD pays away money to charity it will not prevent a Shareholder from claiming such money in future.

6.11 Financial Services Compensation Scheme

The ACD is covered by the Financial Services Compensation Scheme. Investors may be entitled to compensation from the scheme if the ACD cannot meet its obligations. This depends on the type of business and the circumstances of the claim. Most types of investment business are covered for 100% of investments up to £85,000. Further information is available from: The Financial Services Compensation Scheme, 10th Floor, Beaufort House, 15 St Botolph Street, London, EC3A 7QU. Tel: 0800 678 1100

6.12 Treating Customers Fairly

The ACD, as a firm that is authorised and regulated by the FCA, is required to pay due regard to the interests of its customers and treat them fairly. Breaching this principle would make the ACD liable to disciplinary sanctions by the FCA.

The ACD may, from time to time, give preferential treatment to a particular shareholder or class of shareholders such as the right to obtain more detailed information on the performance of a Sub-fund than is ordinarily made available to shareholders. The ACD does not give preferential treatment or the right to obtain preferential treatment to any shareholder that creates an overall material disadvantage to other shareholders.

6.13 Portfolio Holdings Disclosure

The Investment Adviser has adopted a policy generally permitting the disclosure of portfolio holdings information to Shareholders, prospective shareholders and other service providers with a one-month time lag. Full portfolio information that is less than one month old ("**Confidential Portfolio Information**") may be made available to Shareholders, prospective shareholders and service providers (each a "**Recipient**") upon request by the Investment Adviser. Any such Confidential Portfolio Information is provided on the understanding that the Recipient shall keep it secret and confidential, shall not disclose or disseminate it directly or indirectly to any third party and shall not use or exploit it except in connection with its own analysis of a Sub-fund's portfolio. None of the Company, the ACD or the Investment Adviser make any warranty or representation concerning the Confidential Portfolio Information, its accuracy or completeness. The Confidential Portfolio Information is intended for information purposes only and should not be used by the Recipient for the purposes of market timing or seeking to gain an unfair advantage.

6.14 Payment for Research Costs

Rules which came into effect on 3 January 2018 prohibit firms who provide portfolio management services from receiving any inducements in relation to these services to clients, except for minor non-monetary benefits. Where firms receive research from third parties, in order to avoid contravening the inducement rules, it has to be paid for directly by the firm or by the use of a research payment account (RPA).

All research material and services are paid for directly by the Investment Adviser, or other Baillie Gifford group entity, and no RPA is operated.

6.15 Data Protection

The Company collects certain personal information in relation to the Shareholders in order to administer the Shareholders' investment in the Company and comply with applicable laws and regulations. The Company will collect and use such personal information in accordance with data protection laws applicable in the United Kingdom and is a "**data controller**" for the purposes of those laws. The Company's Privacy

Notice (which is available at https://www.bailliegifford.com/en/uk/aboutus/important disclosures/privacy policy/oeics/) sets out further details of how the Company collects and uses personal information.

6.16 Use of Benchmarks

The ACD may use benchmarks as part of its internal risk management controls. Benchmarks are intended to aid with the measurement and management of market risk exposures for a Sub-fund after consideration of a Sub-fund's investment objective, policy and risk profile. The use of benchmarks as part of the internal risk management controls is not intended to act as a target or constraint for any of the Sub-funds. All targets and constraints are disclosed in each of the Sub-fund objectives.

PART 7: DETERMINATION AND DISTRIBUTION OF INCOME

7.1 Accounting reference date

The accounting reference date of the Company is 31 January, being the date on which the Company's annual accounting period is to end in each year and the interim accounting date (half year) of the Company is 30 July. The annual income allocation date of the Company is 31 January in each year. The interim income allocation dates for each Sub-fund, if any, are given in Appendix A.

7.2 Payment date

Payment of the income available for distribution in respect of each accounting period will be made on the income payment dates specified in Appendix A.

7.3 Ex dividend dates

For the purposes of any particular distribution or accumulation of income, the ex-dividend date and the record date shall be the accounting reference date or interim accounting date that immediately preceded the relevant annual income allocation date or interim income allocation date.

7.4 Payment method

Payment for the amount of the net distribution will, where applicable, be made direct to the holder's bank or building society account (or, in the case of joint holders, be made direct to the first named holder on the Register). Alternatively, in certain circumstances, payment may be made by cheque, which will be sent to the registered address and made payable to the order of the holder of income Shares (or in the case of joint holders, will be payable and sent to the registered address of the first-named holder on the Register). Tax vouchers for both income and accumulation Shares will be issued to Shareholders in respect of distributions made and any relevant tax.

7.5 Income available for distribution or accumulation

The income available for distribution or accumulation in relation to a Sub-fund is determined in accordance with the COLL Rules. It comprises all income received or receivable for the account of the Company and attributable to that Sub-fund in respect of the accounting period concerned, after deducting net charges and expenses paid or payable out of such income and after making such adjustments as the ACD considers appropriate, after consulting with the Company's auditors in accordance with the COLL Rules, in relation to taxation and other matters.

Income relating to a Sub-fund is allocated among the Classes of Shares in that Sub-fund as it accrues or is received in proportion to the rights to participate in the Scheme Property attributed to that Sub-fund which were attached to each Class of Shares on the preceding business day.

Income earned in an interim accounting period may not all be distributed immediately but retained and used to ensure that distributions paid throughout the year are broadly similar. This policy is known as "**smoothing**".

7.6 Unclaimed distribution payments

In respect of any unclaimed distribution payments paid the ACD may Convert income Shares to the same Class of accumulation Shares, or where no such Class exists, to such other accumulation Class of Share which (in the opinion of the ACD at its reasonable discretion) most nearly equates to the Class of Share held by that Shareholder, where distributions remain unclaimed by any Shareholder and a period of at least eighteen months has elapsed since the earliest unclaimed distribution was first paid. An investor communication shall be issued to affected Shareholders providing at least 30 days' prior notice of the ACD's intention to exercise a conversion of income Shares into accumulation Shares. For further details, please see Section 4.3.10.

Subject to the provisions above, any distribution payment of a Sub-fund which remains unclaimed after a period of six years from the date of payment, will be forfeited and shall revert to the Company.

7.7 Equalisation

The Company will operate grouping for equalisation. Each Class of Shares will operate its own equalisation account. Shares subscribed for during an accounting period are called Group 2 Shares. Shares subscribed for during any previous accounting period are called Group 1 Shares. Group 2 Shares contain in their subscription price an amount called equalisation which represents a proportion of the net income of the Sub-fund that has accrued up to the date of subscription. The amount of equalisation is averaged across all the Shareholders of Group 2 Shares and is refunded to them as part of their first distribution and is treated as a return of capital for tax purposes. Being capital it is not liable to income tax but must be deducted from the cost of the Shares for capital gains tax purposes.

An "**income equalisation like**" mechanism will be operated by the ACD for Conversions. The ACD will ensure that the mechanism is operated to ensure fair treatment of those Converting their Shares and other Shareholders in the affected Classes.

PART 8: TAXATION

The comments in this Part 8 are intended only as a general guide to the tax consequences for UK resident Shareholders of the holding, redeeming and Switching of Shares under current UK law and HMRC practice as at the date of this Prospectus and is subject to any subsequent changes. They do not cover the effect of the issue, redemption, or Switching of Shares in exchange for assets other than cash.

8.1 Taxation of the Sub-funds

As each Sub-fund is an authorised investment fund, it is exempt from UK tax on capital gains or losses realised on the disposal of its investments. Realised gains on investments located or issued in other countries may be subject to withholding tax or other taxation in those jurisdictions.

If a Sub-fund holds an interest in an offshore fund that is not certified by HMRC as a reporting fund, gains realised by the Sub-fund on the disposal of that interest will not be exempt and may be taxable as income.

Subject to the provisions below, each Sub-fund will be liable to UK corporation tax on its income from investments after relief for expenses. The current rate of corporation tax applicable to UK OEICs is 20%.

Dividends received by the Sub-funds from a UK or foreign resident company are generally exempt from UK corporation tax. The income from foreign resident companies may be subject to foreign withholding or other taxation in those jurisdictions.

Stamp duty and other transfer taxes (including financial transaction taxes) may be incurred on the purchase sale, transfer or any other financial transaction involving investments located in the UK or outside the UK. Certain EU member states have implemented financial transaction tax regimes.

8.2 Taxation of Investors: Individual Shareholders

The comments in this Section 8.2 apply only to individual Shareholders that are resident in the UK for tax purposes, beneficially own their Shares, and hold them as investments. The tax position may be different for other Shareholders. Any Shareholder who is in doubt as to their tax position in the UK or another jurisdiction should consult a professional adviser.

8.2.1 Capital Gains Tax

The redemption of Shares will normally be a disposal for capital gains tax purposes. Any gain arising on this disposal may therefore be chargeable to capital gains tax, subject to any allowance or relief available to the Shareholder.

For tax purposes each Sub-fund is regarded as a separate entity. A Shareholder is deemed to own shares in a Sub-fund in which the Shareholder has rights for the time being. As a result, where a Shareholder Switches between Shares linked to one Sub-fund and Shares linked to another Sub-fund, there will normally be a disposal for capital gains tax purposes. Where two Sub-funds are merged, relief may be available to defer any gain that would otherwise have arisen on the merger.

Conversions would not normally be a disposal for the purposes of capital gains tax, provided that no consideration is given or received other than the Shares being converted.

An individual who holds their Shares through a qualifying ISA should not be chargeable to capital gains tax on the disposal of Shares.

8.2.2 Income Tax

Where income is allocated to a Shareholder by a Sub-fund on the specified income allocation dates this is treated as income for tax purposes, including where the income is retained by the Sub-fund in the case of accumulation shares. Distributions may be dividend distributions or interest distributions depending on the nature of the income of the relevant Sub-fund, as described further below. It is anticipated that all of the Sub-funds will normally pay dividend distributions.

All Shareholders will be sent tax vouchers setting out their distributions and the nature of the distributions.

The first distribution made after an acquisition of Shares may include an amount of equalisation (see Section 7.7). This amount corresponds to the income included in the price at which the Shares were acquired (subject to averaging where appropriate) and represents a capital repayment for UK tax purposes. This amount should be deducted from the cost of the Shares in calculating any chargeable gain realised on a subsequent disposal of the Shares.

An individual who holds their Shares through a qualifying ISA should not be liable to income tax on the distributions received.

Dividend Distributions

Dividend distributions made by the Sub-funds will be treated as dividends made by a UK company.

From the 6 of April 2023 the first £1,000 of dividend income received from all sources by Shareholders in a tax year will be exempt from income tax, this will be reduced to £500 from 6 April 2024. Dividend income in excess of this amount will be taxed at a rate of 8.75% for basic rate taxpayers, 33.75% for higher rate taxpayers or 39.35% for additional rate taxpayers.

Interest Distributions

Where over 60% of the market value of a Sub-fund's investments are "**qualifying investments**" (broadly being cash, debt, or other interest producing assets) that Sub-fund may make an interest distribution. It is not anticipated that this will apply to any of the Sub-funds.

Interest distributions will be paid gross without the deduction of income tax at the basic rate.

A tax-free personal savings allowance is applicable to interest income, including interest distributions. This exempts the first £1,000 (for basic rate taxpayers) or £500 (for higher rate taxpayers) of interest income from all sources received in a tax year. No personal savings allowance is available for additional rate taxpayers.

8.3 Taxation of Investors: Corporate Shareholders

The comments in this Section 8.3 apply only to corporate Shareholders that are resident in the UK for tax purposes, beneficially own their Shares, and hold them as investments. The tax position may be different for other Shareholders, and certain types of

Shareholder (such as life insurance companies) may be subject to specific rules. Any Shareholder who is in doubt as to their tax position in the UK or another jurisdiction should consult a professional adviser.

8.3.1 Corporation Tax on Gains

The redemption of Shares will normally be a disposal for corporation tax purposes. A Shareholder may therefore be chargeable to corporation tax on any gain arising as a result of such disposal, or be eligible for relief in respect of any losses.

For tax purposes each Sub-fund is regarded as a separate entity. A Shareholder is deemed to own shares in a Sub-fund in which the Shareholder has rights for the time being. As a result, where a Shareholder Switches between Shares linked to one Sub-fund and Shares linked to another Sub-fund, there will normally be a disposal for chargeable gains purposes. Where two Sub-funds are merged, relief may be available to defer any gain that would otherwise have arisen on the merger.

Conversions would not normally be a disposal for the chargeable gains purposes, provided that no consideration is given or received other than the Shares being converted.

Where over 60% of the market value of a Sub-fund's investments are "**qualifying investments**" (broadly being cash, debt, or other interest producing assets), a Shareholder's holding in that Sub-fund is deemed to be a creditor loan relationship. Any profits and gains arising to that corporate Shareholder should be brought into account as a non-trading loan relationship credit, and any loss in value as a non-trading loan relationship debit.

8.3.2 Corporation Tax on Income

Where income is allocated to a Shareholder by a Sub-fund on the specified income allocation dates this is treated as income for tax purposes, including where the income is retained by the Sub-fund in the case of accumulation shares. Distributions may be dividend distributions or interest distributions depending on the nature of the income of the relevant Sub-fund, as described further below. It is anticipated that all of the Sub-funds will normally pay dividend distributions.

The first distribution made after an acquisition of Shares may include an amount of equalisation (see Section 7.7). This amount corresponds to the income included in the price at which the Shares were acquired (subject to averaging where appropriate) and represents a capital repayment for UK tax purposes. This amount should be deducted from the cost of the Shares in calculating any chargeable gain realised on a subsequent disposal of the Shares.

Dividend Distributions

Dividend distributions paid by the relevant Sub-fund to Shareholders must be split into the underlying dividend income, other income and foreign income elements received by the Sub-fund. The dividend element should normally be exempt from corporation tax. The other income element should be treated as an annual payment deemed to be net of income tax at 20% and subject to corporation tax, with credit for the income tax. The foreign income element should be treated as foreign income received after the deduction of foreign tax and will be subject to corporation tax, with credit for foreign tax.

Interest Distributions

Where over 60% of the market value of a Sub-fund's investments are "**qualifying investments**" (broadly being cash, debt, or other interest producing assets) that Sub-fund may make an interest distribution.

Interest distributions will be paid gross without the deduction of income tax at the basic rate.

8.4 Taxation Reporting

In order to fulfil its legal obligations, the ACD is required to collect and report certain information about Shareholders (and in some circumstances the Shareholder's controlling persons), including their identity, tax residency, tax status and financial information relating to their shareholding. Shareholders must provide the ACD with any information required to meet these obligations, and may also be asked to provide self-certifications and tax reference numbers or the equivalent. The ACD reserves the right to refuse an application for Shares or a transfer of Shares until it receives a declaration as to the Shareholder's tax residency or status in the form prescribed by the ACD.

The ACD is also required to provide to HMRC certain information regarding Shareholders, payments made to Shareholders and proceeds arising on the disposal of Shares, and HMRC may pass such information on to the tax authorities of another jurisdiction.

PART 9: SHAREHOLDERS' VOTING RIGHTS

9.1 General Meetings

The ACD or the Depositary may convene a general meeting at any time.

Shareholders may also requisition a general meeting of the Company. A requisition by Shareholders must state the objects of the meeting, be dated, be signed by Shareholders who, at the date of the requisition, are registered as holding not less than one tenth in value of all Shares of the Company then in issue and the requisition must be deposited at the head office of the Company. The ACD must convene a general meeting no later than eight weeks after receipt of such requisition.

The ACD must, by way of an extraordinary resolution, obtain approval from the Shareholders for any proposed change to the Company which is a fundamental change. A fundamental change is a change or event which:

(a) changes the purposes or nature of the Company;

(b) may materially prejudice a Shareholder;

(c) alter the risk profile of the Company; or

(d) introduce any new type of payment out of the scheme property.

Fundamental changes may include, for example:

(a) changes to any statement of policy or investment objective which has been included in the Prospectus;

(b) a proposed scheme of amalgamation; or

(c) a scheme of reconstruction.

Rules for the calling and conduct of meetings of Shareholders and the voting rights of Shareholders at such meetings are governed by the COLL Rules.

9.2 Notice and Quorum

Shareholders will receive at least 14 days' written notice of a Shareholders' meeting (other than an adjourned meeting, where a shorter period of notice can apply) and are entitled to be counted in the quorum and vote at such meeting either in person or by proxy. The quorum for a meeting is two Shareholders, present in person (or, in the case of a corporation, by a duly authorised representative) or by proxy. The quorum for an adjourned meeting is effectively one Shareholder so present. Notices of the meetings and adjourned meetings will be sent to the Shareholders at their registered address.

9.3 Voting Rights

At a meeting of Shareholders, on a show of hands every Shareholder who (being an individual) is present in person or (being a corporation) is present by its representative properly authorised in that regard, has one vote.

On a poll, a Shareholder may vote either in person or by proxy. The voting rights attaching to each Share are such proportion of the voting rights attached to all the Shares in issue as the price of the Share bears to the aggregate price(s) of all the Shares in issue at the cut-off date referred to in Section 9.5 below.

A Shareholder entitled to more than one vote need not, if he votes, use all his votes or cast all the votes he uses in the same way.

In the case of joint Shareholders, the vote of the most senior who votes, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint Shareholders and, for this purpose, seniority shall be determined by the order in which the names stand in the Register.

Except where the Regulations or the Instrument of Incorporation require an extraordinary resolution (which needs 75% or more of the votes validly cast at the meeting to be in favour if the resolution is to be passed) any resolution required by the Regulations will be passed by a simple majority of the votes validly cast for and against the resolution, subject to the discretion of the ACD to propose any particular resolution, if permitted, as an extraordinary resolution.

Where a resolution (including an extraordinary resolution) is required to conduct business at a meeting of Shareholders and every Shareholder is prohibited under the COLL Rules from voting, it shall not be necessary to convene a meeting and a resolution may, with the prior written agreement of the Depositary to the process, instead be passed with the written consent of Shareholders representing 50% or more, or for an extraordinary resolution 75% or more, of the Shares in issue.

The ACD may not be counted in the quorum for a meeting and neither the ACD nor any associate (as defined for the purposes of the COLL Rules) of the ACD is entitled to vote at any meeting of the Company except in respect of Shares which the ACD or that associate holds on behalf of or jointly with a person who, if the registered Shareholder, would be entitled to vote and from whom the ACD or that associate has received voting instructions.

9.4 Sub-fund and Class Meetings

The above provisions, unless the context otherwise requires, apply to Sub-fund meetings and Class meetings as they apply to general meetings of Shareholders but by reference to Shares of the Sub-fund or Class concerned and the Shareholders and prices of such Shares.

9.5 Meaning of "Shareholders"

"**Shareholders**" in the context of the provisions summarised above relating to notice of Shareholders' meetings, quorum and voting rights means Shareholders as at a cut-off date selected by the ACD which is a reasonable time (for example seven days) before notice of the relevant meeting was sent out.

9.6 Annual General Meetings

The Company does not hold Annual General Meetings. Copies of the agreement between the Company and the ACD (see Section 2.1.2) which would normally be laid before such meetings will therefore be provided to Shareholders on request.

PART 10: TERMINATION

10.1 Winding up of the Company or the Termination of a Sub-fund of the Company

The Company shall not be wound up except as an unregistered company under Part V of the Insolvency Act 1986 or under the COLL Rules. A Sub-fund may only be terminated under the COLL Rules or as an unregistered company under Part V of the Insolvency Act 1986 (as modified by regulation 33C of the OEIC Regulations).

10.2 Winding up of the Company or the Termination of a Sub-fund under the COLL Rules

Where the Company is to be wound up or a Sub-fund is to be terminated under the COLL Rules, such winding up or termination may only be commenced following approval by the FCA. The FCA may only give such approval if the ACD provides a statement (following an investigation into the affairs, business and property of the Company or, as applicable, the affairs, business and property of the Sub-fund), that the Company (or the Sub-fund (as the case may be) will be able to meet its liabilities within 12 months of the date of the statement or that such confirmation cannot be given. The Company may not be wound up under the COLL Rules if there is a vacancy in the position of the ACD at the relevant time or if it is being wound up under Part V of the Insolvency Act 1986.

Subject to the above, the Company will or may (as applicable) be wound up or a Sub-fund will or may (as applicable) be terminated under the COLL Rules if:

(a) an extraordinary resolution to that effect is passed by Shareholders;

(b) the period (if any) fixed for the duration of the Company or the Sub-fund by the Instrument of Incorporation expires, or the event (if any) occurs on the occurrence of which the Instrument of Incorporation provides that the Company is to or may be wound up or a particular Sub-fund is to or may be terminated (for example, if the share capital of the Company is below its prescribed minimum or (in relation to any Sub-fund) the Net Asset Value of the Sub-fund is less than £1,000,000, or if, in the ACD's opinion, it is desirable to terminate the Sub-fund);

(c) on the date of effect stated in any agreement by the FCA to a request by the ACD for the winding up of the Company or the termination of the Sub-fund;

(d) on the effective date of a duly approved scheme of arrangement which is to result in the Company or in a Sub-fund ceasing to hold any scheme property; or

(e) in the case of the Company, on the date on which all of the Sub-funds fall within (d) above or have otherwise ceased to hold any scheme property, notwithstanding that the Company may have assets and liabilities which are not attributable to any particular Sub-fund.

On the occurrence of any of the above:

(a) Sections 6.2 and 6.3 and Chapter 5 of the COLL Rules relating to Dealing, Valuation and Pricing and Investment and Borrowing Powers will cease to apply to the

Company or (as applicable) Sections 6.2 and 6.3 and Chapter 5 of the COLL Rules will cease to apply to the particular Sub-fund;

(b) The Company will cease to issue and cancel Shares in the Company or the particular Sub-fund and the ACD shall cease to request subscription or redemption of Shares or to arrange for the Company to issue or cancel them for the Company or the particular Sub-fund;

(c) As regards the Company or the particular Sub-fund (as appropriate) no transfer of a Share shall be registered and no other change to the Register shall be made without the sanction of the ACD;

(d) Where the Company is being wound up, the Company shall cease to carry on its business except for its beneficial winding up;

(e) The corporate status and powers of the Company and, subject to the preceding provisions of (a) to (d) above, the powers of the ACD shall remain until the Company is dissolved; and

(f) If the ACD has not previously notified Shareholders, or Shareholders of the relevant Sub-fund, of the proposal to wind up the Company or terminate the Sub-fund it shall give them written notice of the commencement of the winding up or termination as required by the COLL Rules.

10.3 Duties of ACD

The ACD shall, as soon as practicable after the Company falls to be wound up or the Sub-fund falls to be terminated, realise the assets and meet the liabilities of the Company or the Sub-fund (as appropriate) and, after paying out or retaining adequate provision for all liabilities properly payable and retaining provision for the costs of winding up, provided that there are sufficient liquid funds available, arrange for the Depositary to make one or more interim distributions out of the proceeds to Shareholders proportionately to their rights to participate in the Scheme Property of the Company or the Sub-fund. When the ACD has caused all the Scheme Property to be realised and all of the liabilities of the Company or the particular Sub-fund to be realised, the ACD shall arrange for the Depositary to make a final distribution to Shareholders on or prior to the date on which the "**final account**" (in respect of the winding up of the Company) or "**termination account**" (in respect of the termination of a Sub-fund) is sent to Shareholders of any balance remaining in proportion to their holdings in the Company or the particular Sub-fund (net of a provision for any further expenses of the Company or the particular Sub-fund).

As soon as is reasonably practicable after the completion of the winding up of the Company or the termination of the particular Sub-fund, the Depositary shall notify the FCA of such completion and at the same time, in the case of the completion of the winding up of the Company, the ACD or the Depositary must request the FCA to revoke the relevant authorisation order.

On completion of the winding up of the Company or a termination of a Sub-fund, the Company or Sub-fund will be dissolved and the ACD shall arrange that any money (including unclaimed distributions) standing to the account of the Company or Sub-fund will be lodged by the Depositary in the name of the Accountant of the Court within one month of dissolution.

Following the completion of a winding up of the Company or a termination of a Sub-fund, the ACD must prepare a final/termination account showing how the winding up or termination took place and how the Scheme Property was distributed. The auditors of the Company shall make a report in respect of the final/termination account stating their opinion as to whether the final/termination account has been properly prepared. This final/termination account and the auditors' report must be sent to the FCA and to each Shareholder within four months of the completion of the winding up or termination.

APPENDIX A SUB-FUND DETAILS

Derivatives may be used by certain Sub-fund's of the Company, as specified in the Sub-fund's investment objective and policy below, for the purposes of either (i) hedging (which includes efficient portfolio management) or (ii) hedging and meeting the Sub-fund's investment objective and policy (as specified below). The investment objectives and policies of each Sub-fund are set out below and the Sub-funds' general investment powers in relation to derivatives are set out in Section 3.2.1 above. The ACD does not anticipate such use of derivatives having any adverse effect on the overall risk profile of any Sub-fund of the Company.

The value of any investment and any income arising from it is not guaranteed and may go down as well as up and an investor may not get back the sum invested.

Name:	**Baillie Gifford British Smaller Companies Fund*** ***This Sub-fund is in the process of termination.**
FCA Product Reference Number:	639779
Investment Objective and Policy:	<u>Investment Objective</u> The Sub-fund aims to outperform (after deduction of costs) the Numis Smaller Companies Index (excluding Investment Companies) by at least 2% per annum over rolling five-year periods. <u>Investment Policy</u> The Sub-fund will invest at least 80% in the shares of smaller UK companies, being those which are incorporated, domiciled or conducting a significant portion of their business in the UK. The Sub-fund will be actively managed and will invest in any sector. The Sub-fund may also invest in smaller companies which are listed, quoted or traded in the UK. The smaller companies in which the Sub-fund invests will typically have a market capitalisation of less than £1 billion at the time of initial purchase and of less than £7.5 billion thereafter. In addition typically no more than 30% of the Sub-fund’s investments will be in companies that have a market capitalisation greater than £3 billion. To the extent that the Sub-fund is not fully invested in shares of smaller companies, the Sub-fund may also invest in other transferable securities of smaller companies, deposits and cash. The Sub-fund may not invest in or otherwise use derivatives.
Target Benchmark:	The Sub-fund aims to outperform (after deduction of costs) the Numis Smaller Companies Index (excluding Investment Companies) by at least 2% per annum over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the UK Smaller Companies Investment Association sector. The ACD believes this to be an

	appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the UK Smaller Companies Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	A Acc 1.59 B Acc 0.74 B Inc 0.74 C Acc 0.09 C Inc 0.09
Benchmark Regulation:	The ACD is a user of the Numis Smaller Companies Index (excluding Investment Companies) (the "**Index**") under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **Concentration** • **Investment in Smaller Companies** • **Single Country**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.

Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class A accumulation* (see Note 1) Class B accumulation* Class B income* Class C accumulation* (see Note 2) Class C income* (see Note 2) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class A	**Class B**	**Class C**
Minimum Initial Investment:	£1,000	£100,000 (see Note 3)	£250,000
Minimum Subsequent Investment:	£100	£1,000	Nil
Minimum Redemption:	£500	£1,000 (see Note 4)	Nil
Minimum Holding:	£1,000	£100,000 (see Note 3)	£250,000
Preliminary Charge:	0% (current)	0% (current)	Nil
Annual Management Charge:	1.50%	0.65%	Nil
Fee for Switching into Sub-fund:	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil

Income Allocation Date(s): 31 January (Annual)

Income Payment Dates(s): 31 March (Annual)

Historical Past Performance: Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1: With effect from 1 March 2022 Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held Shares in this Class as at 28 February 2022 and who will continue to hold Shares in this Class.

Note 2: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates

Note 3: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD's sole discretion.

Note 4: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Name:	**Baillie Gifford Global Alpha Growth Fund**
FCA Product Reference Number:	639785
Investment Objective and Policy:	<u>Investment Objective</u> The Sub-fund aims to outperform (after deduction of costs) the MSCI ACWI Index, as stated in sterling, by at least 2% per annum over rolling five-year periods. <u>Investment Policy</u> The Sub-fund will invest at least 90% in shares of companies. The Sub-fund will be actively managed and will invest in companies in any country and in any sector. To the extent that the Sub-fund is not fully invested in such shares, the Sub-fund may also invest in other transferable securities of companies anywhere in the world, money market instruments, deposits and cash. The Sub-fund may not invest in or otherwise use derivatives.
Target Benchmark:	The Sub-fund aims to outperform (after deduction of costs) the MSCI ACWI Index, as stated in sterling, by at least 2% per annum over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the Global Investment Association sector. The ACD believes this to be an appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the Global Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	A Acc 1.45 B Acc 0.60 B Inc 0.60 C Acc 0.03 C Inc 0.03 L Acc 0.52 L Inc 0.53

	W2 Acc* 0.60 W2 Inc* 0.60 W5 Acc* 0.60 W5 Inc* 0.60 *the OCF disclosed is an estimate only as the Share Class AMC is tiered.
Benchmark Regulation:	The ACD is a user of the MSCI ACWI Index (the "**Index**") under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements** • **Investment in Emerging Markets** • **Investment in Permissible PRC Instruments**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class A accumulation* (see Note 1) Class B accumulation* Class B income* Class C accumulation* (see Note 2) Class C income* (see Note 2)

	Class L accumulation (see Note 3) Class L income (see Note 3) Class W2 accumulation (see Note 3) Class W2 income (see Note 3) Class W5 accumulation (see Note 3) Class W5 income (see Note 3) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class A	**Class B**	**Class C**	**Class L**	**Class W**
Minimum Initial Investment:	£1,000	£100,000 (see Note 4)	£250,000	£1,000	£1,000
Minimum Subsequent Investment:	£100	£1,000	Nil	Nil	Nil
Minimum Redemption:	£500	£1,000 (see Note 5)	Nil	Nil	Nil
Minimum Holding:	£1,000	£100,000 (see Note 4)	£250,000	£1,000	£1,000
Preliminary Charge:	0% (current)	0% (current)	Nil	0% (current)	0% (current)
Annual Management Charge:	1.42%	0.57%	Nil	0.50%	See Note 6
Fee for Switching into Sub-fund:	Nil	Nil	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil	Nil	Nil

Income Allocation Date(s):	31 July (Interim) 31 January (Annual)
Income Payment Dates(s):	30 September (Interim) 31 March (Annual)
Historical Past Performance:	Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1: With effect from 1 March 2022 Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held Shares in this Class as at 28 February 2022 and who will continue to hold Shares in this Class.

Note 2: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 3: Class L and W Shares are only available to persons who has, or whose agent has, a separate fee arrangement in place with the ACD or one of its associates.

Note 4: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD's sole discretion.

Note 5: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Note 6: Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.57% on the first £60 million;
- 0.35% on the next £540 million; and
- 0.33% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.57% shall applied to the whole of the net asset value of the relevant Class W Shares).

Name:	**Baillie Gifford Global Alpha Paris-Aligned Fund**
FCA Product Reference Number:	938610
Investment Objective and Policy:	<u>Investment Objective</u> The Sub-fund aims to outperform (after deduction of costs) the MSCI ACWI Index (“**the Index**”), as stated in sterling, by at least 2% per annum over rolling five-year periods. The Sub-fund also aims to have a weighted average greenhouse gas intensity that is lower than that of the MSCI ACWI EU Paris Aligned Requirements Index. <u>Investment Policy</u> The Sub-fund will invest at least 90% in shares of companies. The Sub-fund will be actively managed and is not constrained by the Index. It will invest in companies in any country and in any sector, subject to any exclusions identified by the ACD’s screening processes set out below. The purpose of the ACD’s screening processes is to ensure that the Sub-fund invests in a way which is, in the ACD’s opinion, in alignment with the Paris Climate Agreement by excluding carbon intensive companies that do not, or will not, play a role in the transition to a low-carbon future. Firstly, the ACD applies a quantitative screening process to exclude companies with particular levels of exposure to the fossil fuels industry. The Sub-fund may not invest in companies that generate more than 10% of revenues from either (i) the extraction and/or production of oil and/or gas, and/or (ii) the mining and/or sale of thermal coal. The Sub-fund also may not invest in companies that generate more than 50% of revenues from services provided to either (i) the extraction and/or production of oil and/or gas, and/or (ii) the mining and/or sale of thermal coal. The ACD receives data on companies’ fossil fuel exposure from a third party. As the quantitative screening process is focused only on excluding companies with particular levels of revenue exposure to fossil fuels, carbon intensive companies from other industries or sectors will remain within the possible investment universe. The ACD then applies its qualitative screening process to the remaining companies. The purpose of this screening process is to identify those companies that, in the ACD’s opinion, will not play a role in the transition to a low carbon future. The ACD will consider whether the company provides an essential service (for example, agriculture) and also whether the company can and has shown a commitment to preparing for the low-carbon economy through, for example, its emissions reporting, carbon policies and targets. Carbon intensive companies that do not fulfil the qualitative screening process will be excluded. Non-carbon intensive companies that do not fulfil the criteria of the qualitative screening process may be excluded at the discretion of the ACD To the extent that the Sub-fund is not fully invested in such shares, the Sub-fund may also invest in other transferable securities of companies anywhere in the world (subject to the aforementioned screening processes), money market instruments, deposits and cash. The Sub-fund may not invest in or otherwise use derivatives.

Target Benchmark:	The Sub-fund aims to outperform (after deduction of costs) the MSCI ACWI Index, as stated in sterling, by at least 2% per annum over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the Global Investment Association sector. The ACD believes this to be an appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the Global Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	B Acc* 0.60 B Inc* 0.60 C Acc 0.02 C Inc* 0.03 *the OCF disclosed is an estimate only as the Share Class was recently launched.
Benchmark Regulation:	The ACD is a user of the MSCI ACWI Index under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **ESG Data** • **ESG-Related Assessment** • **Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements** • **Investment in Emerging Markets** • **Investment in Permissible PRC Instruments**

	• **Net Zero Asset Managers initiative ('NZAMi')**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors and institutional investors and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a fund that aims to deliver capital growth over a long-term investment horizon. The Sub-fund uses screening processes to exclude carbon intensive companies that do not, or will not, play a role in the transition to a low-carbon economy. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class B accumulation* Class B income* Class C accumulation* (see Note 1) Class C income* (see Note 1) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time

	Class B	**Class C**
Minimum Initial Investment:	£100,000 (see Note 2)	£250,000
Minimum Subsequent Investment:	£1,000	Nil
Minimum Redemption:	£1,000 (see Note 3)	Nil
Minimum Holding:	£100,000 (see Note 2)	£250,000
Preliminary Charge:	0% (current)	Nil
Annual Management Charge:	0.57%	Nil
Fee for Switching into Sub-fund:	Nil	Nil
Redemption Charge	Nil	Nil

Income Allocation Date(s): 31 July (Interim)

	31 January (Annual)
Income Payment Dates(s):	30 September (Interim) 31 March (Annual)
Historical Past Performance:	Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE As Baillie Gifford Global Alpha Paris-Aligned Fund was launched on 15 April 2021, there is currently limited performance information available.

Note 1:	Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates
Note 2:	The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000. These minimum amounts may be waived at the ACD's sole discretion.
Note 3:	The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Name:	**Baillie Gifford Global Income Growth Fund**
FCA Product Reference Number:	639782
Investment Objective and Policy:	<u>Investment Objective</u> The Sub-fund aims to achieve (after deduction of costs) growth in both income and capital over rolling five-year periods, whilst delivering a yield higher than that of the MSCI ACWI Index over rolling five-year periods. <u>Investment Policy</u> The Sub-fund will invest at least 90% in shares of companies anywhere in the world. The Sub-fund will be actively managed and will invest in companies of any size and any sector. To the extent that the Sub-fund is not fully invested in shares, the Sub-fund may also invest in other transferable securities of companies anywhere in the world, money market instruments, deposits and cash. The Sub-fund may use derivatives only for the purpose of the management of risk.
Target Benchmark:	The Sub-fund aims to achieve (after deduction of costs) growth in both income and capital over rolling five-year periods, whilst delivering a yield higher than that of the MSCI ACWI Index over rolling five-year periods. Accordingly the Target Benchmark is the MSCI ACWI Index over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the Global Equity Income Investment Association sector. The ACD believes this to be an appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the Global Equity Income Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	A Acc 1.39 A Inc 1.39 B Acc 0.54 B Inc 0.55

	C Acc 0.03 C Inc 0.04 J Acc 0.40 J Inc 0.40 P Acc 0.49 P Inc 0.49
Benchmark Regulation:	The ACD is a user of the MSCI ACWI Index (the "**Index**") under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Charging Expenses to Capital:	To assist in achieving the objective, part or all of the expenses, including the Annual Management Charge may be charged to capital. If this occurs it will constrain capital growth and may result in capital erosion. Details of the OCF for each Class of Shares charged to capital and income are set out in the table below.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **Expenses, Costs, Charges being Charged to Capital (where sufficient income available)** • **Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements** • **Investment in Emerging Markets** • **Investment in Permissible PRC Instruments** • **Use of Derivatives for Hedging (including EPM)**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and bonds and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read “Appendix B RISK WARNINGS” and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver income and capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term

	volatility and performance and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class A accumulation* (see Note 1) Class A income* Class B accumulation* Class B income* Class C accumulation* (see Note 2) Class C income* (see Note 2) Class J accumulation* (see Note 3) Class J income* (see Note 3) Class P accumulation* (see Note 4) Class P income* (see Note 4) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class A	**Class B**	**Class C**	**Class J**	**Class P**
Minimum Initial Investment:	£1,000	£100,000 (see Note 5)	£250,000	£1,000	£250,000
Minimum Subsequent Investment:	£100	£1,000	Nil	Nil	Nil
Minimum Redemption:	£500	£1,000 (see Note 6)	Nil	Nil	Nil
Minimum Holding:	£1,000	£100,000 (see Note 5)	£250,000	£1,000	£250,000
Preliminary Charge:	0% (current)	0% (current)	Nil	0% (current)	0% (current)
Annual Management Charge:	1.35%	0.50%	Nil	0.35%	0.45%
Fee for Switching into Sub-fund:	Nil	Nil	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil	Nil	Nil

Income Allocation Date(s):	30 April (Interim) 31 July (Interim) 31 October (Interim) 31 January (Annual)
Income Payment Dates(s):	30 June (Interim) 30 September (Interim) 31 December (Interim) 31 March (Annual)

Historical Past Performance:	Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1:	With effect from 1 March 2022 Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held Shares in this Class as at 28 February 2022 and who will continue to hold Shares in this Class.
Note 2:	Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.
Note 3:	Class J Shares are only available to persons who has, or whose agent or associate has, a separate agreement, governing aggregate investment flows and marketing activity, in place with the ACD or one of its associates.
Note 4:	Class P Shares are available to persons who: (i) are considered by the ACD to be institutional pension platforms and who have a relevant agreement with the ACD or an associate of the ACD; or (ii) are otherwise considered appropriate by the ACD at its sole discretion.
Note 5:	The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000. These minimum amounts may be waived at the ACD's sole discretion.
Note 6:	The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

OCF for each Class of Shares charged to capital and income:

Share Class	**OCF charged to capital**	**OCF charged to revenue**	**Total OCF**
A Acc	1.38%	0.01%	1.39%
A Inc	1.38%	0.01%	1.39%
B Acc	0.53%	0.01%	0.54%
B Inc	0.54%	0.01%	0.55%
C Acc	0.03%	0.00%	0.03%
C Inc	0.04%	0.00%	0.04%
J Acc	0.38%	0.02%	0.40%
J Inc	0.38%	0.02%	0.40%
P Acc	0.47%	0.02%	0.49%
P Inc	0.47%	0.02%	0.49%

For the year to 31 January 2023, 97% of expenses were allocated to capital (year to 31 January 2022: 88%). The ACD has the facility to reallocate expenses to revenue as it sees fit. Please note the split shown in the table above relates to the year ended 31 January 2023 and these figures may vary from year to year.

Name:	**Baillie Gifford International Fund**
FCA Product Reference Number:	639781
Investment Objective and Policy:	Investment Objective The Sub-fund aims to outperform (after deduction of costs) the MSCI ACWI ex UK Index, as stated in sterling, by at least 2% per annum over rolling five-year periods. Investment Policy The Sub-fund will invest at least 90% in shares of companies anywhere in the world (excluding the UK). The Sub-fund will be actively managed and will invest in companies of any sector. To the extent that the Sub-fund is not fully invested in such shares, the Sub-fund may also invest in other transferable securities of companies anywhere in the world (excluding the UK), money market instruments, deposits and cash. The Sub-fund may not invest in or otherwise use derivatives.
Target Benchmark:	The Sub-fund aims to outperform (after deduction of costs) the MSCI ACWI ex UK Index, as stated in sterling, by at least 2% per annum over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the Global Investment Association sector. The ACD believes this to be an appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the Global Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	A Acc 1.45 B Acc 0.60 B Inc 0.60 C Acc 0.03 C Inc 0.03 G Acc 0.53

Benchmark Regulation:	The ACD is a user of the MSCI ACWI ex UK Index (the "**Index**") under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements** • **Investment in Emerging Markets** • **Investment in Permissible PRC Instruments**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class A accumulation* (see Note 1) Class B accumulation* Class B income* Class C accumulation* (see Note 2) Class C income* (see Note 2) Class G accumulation* (see Note 3) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class A	Class B	Class C	Class G
Minimum Initial Investment:	£1,000	£100,000 (see Note 4)	£250,000	£250,000
Minimum Subsequent Investment:	£100	£1,000	Nil	Nil
Minimum Redemption:	£500	£1,000 (see Note 5)	Nil	Nil
Minimum Holding:	£1,000	£100,000 (see Note 4)	£250,000	£250,000
Preliminary Charge:	0% (current)	0% (current)	Nil	Nil
Annual Management Charge:	1.42%	0.57%	Nil	0.50%
Fee for Switching into Sub-fund:	Nil	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil	Nil

Income Allocation Date(s): 31 July (Interim)
31 January (Annual)

Income Payment Dates(s): 30 September (Interim)
31 March (Annual)

Historical Past Performance: Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1: With effect from 1 March 2022 Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held Shares in this Class as at 28 February 2022 and who will continue to hold Shares in this Class.

Note 2: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 3: Class G Shares are only available to persons who were previously invested in Baillie Gifford International Private Pension Fund (a pension fund that was a unit-linked fund of Baillie Gifford Life Limited, an associate of the ACD) and such other persons as the ACD may permit at its sole discretion.

Note 4: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD’s sole discretion.

Note 5: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Name:	**Baillie Gifford Managed Fund**
FCA Product Reference Number:	639780
Investment Objective and Policy:	Investment Objective The Sub-fund aims to achieve capital growth over rolling five-year periods. Investment Policy The Sub-fund will be actively managed and will invest in a combination of shares, bonds and cash with a minimum of 60% in shares and 10% in bonds and cash. Up to 10% of exposure to these asset classes may be indirect through investment in collective investment schemes (which may include those managed or operated by the ACD). The remainder may be in any combination of shares, bonds, other transferable securities, money market instruments, deposits and cash. The shares in which the Sub-fund will invest may be from companies of any size and the bonds in which the Sub-fund will invest may be issued by government, supranational, public sector or corporate issuers and may be investment grade or sub-investment grade bonds. The Investment Adviser assesses companies the Sub-fund invests in, either via directly held shares or via corporate bonds, using a Norms-based Evaluation and will comply with the Investment Adviser's policy on assessing breaches of the United Nations Global Compact as outlined in its ESG Principles and Guidelines document, which can be accessed at https://www.bailliegifford.com/en/uk/about-us/esg. In addition, the Investment Adviser has joined the Net Zero Asset Managers initiative ('NZAMi') and has committed to support the global goal of net zero greenhouse gas ('GHG') emissions by 2050 or sooner for certain assets that it manages, including the Sub-fund. The commitments applicable to the Sub-fund are available at https://www.bailliegifford.com/pages/funds/managed-fund/. Such commitments may evolve over time and are reviewed by the Investment Adviser at least every 5 years. In order to meet these commitments the Investment Adviser will carry out specific climate analysis on directly held investee companies and corporate and supranational bond issuers and will engage with the same, as the Investment Adviser considers necessary. If, in the Investment Adviser's opinion, a company or issuer does not demonstrate sufficient alignment with the global goal of net zero GHG emissions by 2050 or sooner to allow the Sub-fund to meet the minimum requirements of its commitments, then the Investment Adviser will sell the Sub-fund's holding in the company or bond issue in question. The Sub-fund will invest in derivatives and currency forwards for both investment purposes and in the management of risk.
Comparator Benchmark:	The ACD believes that an appropriate comparison for this Sub-fund is the Investment Association Mixed Investment 40 – 85% Shares sector median, given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.

OCF:	A Acc 1.53 A Inc 1.53 B Acc 0.43 B Inc 0.43 C Acc 0.03 C Inc 0.03 K Inc 0.35
Investment in other Collective Investment Schemes:	No more than 10% in value of the property of the Sub-fund will be invested in units of other collective investment schemes.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: Use of Derivatives for Investment Purposes • **ESG Data** • **Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements** • **Investment in Bonds** • **Investment in Emerging Markets** • **Investment in Permissible PRC Instruments** • **Investment via China Interbank Bond Market** • **Net Zero Asset Managers initiative ('NZAMi')** • **United Nations Global Compact** • **Use of Derivatives for Hedging (including EPM)** • **Use of Derivatives for Investment Purposes**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and bonds and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund uses norms-based evaluation and is managed in line with the global goal of net zero greenhouse gas emissions by 2050 or sooner. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be

	suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class A accumulation* (see Note 1) Class A income* (see Note 1) Class B accumulation* Class B income* Class C accumulation* (see Note 2) Class C income* (see Note 2) Class K income* (see Note 3) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class A	**Class B**	**Class C**	**Class K**
Minimum Initial Investment:	£1,000	£100,000 (see Note 4)	£250,000	£250,000
Minimum Subsequent Investment:	£100	£1,000	Nil	Nil
Minimum Redemption:	£500	£1,000 (see Note 5)	Nil	Nil
Minimum Holding:	£1,000	£100,000 (see Note 4)	£250,000	£250,000
Preliminary Charge:	0% (current)	0% (current)	Nil	0% (current)
Annual Management Charge:	1.50%	0.40%	Nil	0.32%
Fee for Switching into Sub-fund:	Nil	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil	Nil

Income Allocation Date(s): 31 July (Interim)

31 January (Annual)

Income Payment Dates(s): 30 September (Interim)

31 March (Annual)

Historical Past Performance: Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1: With effect from 1 March 2022 Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held Shares in this Class as at 28 February 2022 and who will continue to hold Shares in this Class.

Note 2: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 3: Class K Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 4: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD's sole discretion.

Note 5: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Name:	**Baillie Gifford Responsible Global Equity Income Fund**
FCA Product Reference Number:	684920
Investment Objective and Policy:	<u>Investment Objective</u> The Sub-fund aims to achieve (after deduction of costs) growth in both income and capital over rolling five-year periods, whilst delivering a yield higher than that of the MSCI ACWI Index over rolling five-year periods. <u>Investment Policy</u> The Sub-fund will invest at least 90% in shares of companies anywhere in the world which are managed and behave responsibly. The Sub-fund will be actively managed and will invest in companies of any size and any sector. Investments will initially be selected by the investment manager based on its own research. In addition, the investment manager will use its own research and third-party data to assess whether companies are managed and behave responsibly. In making this assessment, the investment manager will make reference to the ten principles of the United Nations Global Compact for business which cover areas including human rights, labour rights, environmental safeguards and combating bribery and corruption ('the Principles'). The investment manager will not invest in companies that are, in its judgement, inconsistent with the Principles. In addition, investments in companies operating to a significant degree in certain areas will also be completely excluded ('the Exclusions'). The Exclusions will be companies which derive a significant degree (being more than 10 per cent) of their annual revenues from (i) the production or sale of tobacco, alcohol, weapons and armaments or adult entertainment, (ii) fossil fuel extraction and production, or (iii) the provision of gambling services. To the extent that the Sub-fund is not fully invested in shares, the Sub-fund may also invest in other transferable securities of companies anywhere in the world, money market instruments, deposits and cash. The Sub-fund may use derivatives only for the purposes of the management of risk.
Target Benchmark:	The Sub-fund aims to achieve (after deduction of costs) growth in both income and capital over rolling five-year periods, whilst delivering a yield higher than that of the MSCI ACWI Index over rolling five-year periods. Accordingly the Target Benchmark is the MSCI ACWI Index over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the Global Equity Income Investment Association sector. The ACD believes this to be an

	appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the Global Equity Income Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	B Inc 0.53 B Acc 0.53 C Inc 0.03 C Acc 0.03 J Inc 0.37 J Acc 0.38 P Inc 0.48 P Acc 0.48 W6 Inc* 0.37 W6 Acc* 0.37 *the OCF disclosed is an estimate only as the Share Class AMC is tiered.
Benchmark Regulation:	The ACD is a user of the MSCI ACWI Index (the "**Index**") under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Reporting:	The ACD shall report no less than annually on its assessment of the consistency of the Sub-fund's investments with the Principles and the Exclusions.
Charging Expenses to Capital:	To assist in achieving the objective, part or all of the expenses, including the Annual Management Charge may be charged to capital. If this occurs it will constrain capital growth and may result in capital erosion. Details of the OCF for each Class of Shares charged to capital and income are set out in the table below.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **ESG Data** • **ESG-Related Assessment** • **Expenses, Costs, Charges being Charged to Capital (where sufficient income available)** • **Investment in Emerging Markets**

	• **Investment in Permissible PRC Instruments** • **Net Zero Asset Managers initiative ('NZAMi')** • **United Nations Global Compact** • **Use of Derivatives for Hedging (including EPM)**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and bonds and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth and income over a long-term investment horizon with a focus on investing in companies which are managed and behave responsibly. The Sub-fund has enhanced overlay screening for specified environmental, social and governance (ESG) criteria and will specifically exclude companies investing in certain industries. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance or who are investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class B accumulation* Class B income* Class C accumulation* (see Note 1) Class C income* (see Note 1) Class J accumulation* (see Note 2) Class J income* (see Note 2) Class P accumulation* (see Note 3) Class P income* (see Note 3) Class W6 accumulation* (see Note 4) Class W6 income* (see Note 4) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class B	**Class C**	**Class J**	**Class P**	**Class W**
Minimum Initial Investment:	£100,000 (see Note 5)	£250,000	£1,000	£250,000	£1,000

Minimum Subsequent Investment:	£1,000	Nil	Nil	Nil	Nil
Minimum Redemption:	£1,000 (see Note 6)	Nil	Nil	Nil	Nil
Minimum Holding:	£100,000 (see Note 5)	£250,000	£1,000	£250,000	£1,000
Preliminary Charge:	0% (current)	Nil	0% (current)	0% (current)	0% (current)
Annual Management Charge:	0.50%	Nil	0.35%	0.45%	See Note 7
Fee for Switching into Sub-fund:	Nil	Nil	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil	Nil	Nil

Income Allocation Date(s): 30 April (Interim)
31 July (Interim)
31 October (Interim)
31 January (Annual)

Income Payment Dates(s): 30 June (Interim)
30 September (Interim)
31 December (Interim)
31 March (Annual)

Historical Past Performance: Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

As Baillie Gifford Responsible Global Equity Income Fund was launched on 6 December 2018, there is currently limited performance information available.

Note 1: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 2: Class J Shares are only available to persons who has, or whose agent or associate has, a separate agreement, governing aggregate investment flows and marketing activity, in place with the ACD or one of its associates.

Note 3: Class P Shares are available to persons who: (i) are considered by the ACD to be institutional pension platforms and who have a relevant agreement with the ACD or an associate of the ACD; or (ii) are otherwise considered appropriate by the ACD at its sole discretion.

Note 4: Class W Shares are only available to persons who have, or whose agent has, a separate fee arrangement with the ACD or one of its associates in relation to the relevant Class W Shares.

Note 5: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD’s sole discretion.

Note 6: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Note 7: Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.50% on the first £60 million;
- 0.35% on the next £190 million;
- 0.30% on the next £500 million; and
- 0.25% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.50% shall be applied to the whole of the net asset value of the relevant Class W Shares).

OCF for each Class of Shares charged to capital and income:

Share Class	**OCF charged to capital**	**OCF charged to revenue**	**Total OCF**
B Acc	0.53%	0.00%	0.53%
B Inc	0.53%	0.00%	0.53%
C Acc	0.03%	0.00%	0.03%
C Inc	0.03%	0.00%	0.03%
J Acc	0.38%	0.00%	0.38%
J Inc	0.37%	0.00%	0.37%
P Acc	0.48%	0.00%	0.48%
P Inc	0.48%	0.00%	0.48%
W6 Acc (see Note 1)	0.32%	0.00%	0.32%
W6 Inc (see Note 1)	0.31%	0.00%	0.31%

For the year to 31 January 2023, 100% of expenses were allocated to capital (year to 31 January 2022: 97%). The ACD has the facility to reallocate expenses to revenue as it sees fit. Please note the split shown in the table above relates to the year ended 31 January 2023 and these figures may vary from year to year.

Note 1: This is an indicative OCF as the Share Class was launched on 22 April 2022. To illustrate the potential impact of any reallocation of expense on the share class, the indicative OCF has been split on the same basis as the other share classes for the year to 31 January 2023. These figures may vary from year to year.

Name:	**Baillie Gifford UK Equity Alpha Fund**
FCA Product Reference Number:	639783
Investment Objective and Policy:	Investment Objective The Sub-fund aims to outperform (after deduction of costs) the FTSE All-Share Index by at least 2% per annum over rolling five-year periods. Investment Policy The Sub-fund will invest at least 80% in shares of UK companies, being those which are incorporated, domiciled or conducting a significant portion of their business in the UK. The Sub-fund will be actively managed and may invest in UK companies of any size and in any sector. The Investment Adviser will also assess shares in companies which are directly held using a Norms-based Evaluation and will comply with the Investment Adviser's policy on assessing breaches of the United Nations Global Compact as outlined in its ESG Principles and Guidelines document which can be accessed at https://www.bailliegifford.com/en/uk/about-us/esg. The Sub-fund will have a concentrated portfolio of between 30 to 50 holdings. The Sub-fund may also invest in companies which are listed, quoted or traded in the UK. To the extent that the Sub-fund is not fully invested in such shares of UK companies, the Sub-fund may also invest in other transferable securities of UK companies, deposits and cash. The Sub-fund may not invest in or otherwise use derivatives.
Target Benchmark:	The Sub-fund aims to outperform (after deduction of costs) the FTSE All-Share Index by at least 2% per annum over rolling five-year periods. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
Comparator:	Retail investors may compare the Sub-fund's performance against the performance of other funds within the UK All Companies Investment Association sector. The ACD believes this to be an appropriate performance comparator for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. The ACD does not, however, use the UK All Companies Investment Association sector as a target for the Sub-fund and it should be used only as a means of comparing performance. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of

	their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares.
OCF:	A Acc* 1.34 A Inc* 1.34 B Acc* 0.49 B Inc* 0.49 C Acc 0.02 C Inc 0.02 *the OCF disclosed is an estimate only as the Share Class AMC was recently reduced.
Benchmark Regulation:	The ACD is a user of the FTSE All-Share Index (the "**Index**") under the Benchmark Regulation. The administrator of the Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. In addition, Part 3 of Appendix B sets out the following risk warnings which are particularly relevant to the Sub-fund: • **Concentration** • **ESG Data** • **Net Zero Asset Managers initiative ('NZAMi')** • **Single Country** • **United Nations Global Compact**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.

Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class A accumulation* (see Note 1) Class A income* (see Note 1) Class B accumulation* Class B income* Class C accumulation* (see Note 2) Class C income* (see Note 2) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class A	**Class B**	**Class C**
Minimum Initial Investment:	£1,000	£100,000 (see Note 3)	£250,000
Minimum Subsequent Investment:	£100	£1,000	Nil
Minimum Redemption:	£500	£1,000 (see Note 4)	Nil
Minimum Holding:	£1,000	£100,000 (see Note 3)	£250,000
Preliminary Charge:	0% (current)	0% (current)	Nil
Annual Management Charge:	1.32%	0.47%	Nil
Fee for Switching into Sub-fund:	Nil	Nil	Nil
Redemption Charge	Nil	Nil	Nil

Income Allocation Date(s): 31 July (Interim) 31 January (Annual)

Income Payment Dates(s): 30 September (Interim) 31 March (Annual)

Historical Past Performance: Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1; With effect from 1 March 2022 Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held Shares in this Class as at 28 February 2022 and who will continue to hold Shares in this Class.

Note 2: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 3: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD's sole discretion.

Note 4: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Name:	Baillie Gifford UK and Worldwide Equity Fund
FCA Product Reference Number:	778437
Investment Objective and Policy:	Investment Objective The Sub-fund aims to outperform (after deduction of costs) a composite index comprising 60% UK and 40% overseas equities, as stated in sterling, by at least 1% per annum over rolling five-year periods. The composite index is calculated by Baillie Gifford and comprises: 60% FTSE All-Share Index and 40% overseas indices. The overseas element is currently made up of 28% FTSE North America Index; 28% FTSE Europe (ex UK) Index; 28% MSCI Pacific Index and 16% MSCI Emerging Markets Index. Investment Policy The Sub-fund will invest at least 90% directly or indirectly in shares of UK and overseas companies. The indirect investment will be through collective investment schemes (including those managed or operated by the ACD). The Sub-fund will be actively managed and may invest in shares of companies from any country, sector and in shares of companies of any size, however the Sub-fund will have a bias to UK companies. The proportion of the Sub-fund invested in UK and non-UK shares will be at the Investment Adviser's discretion but the Sub-fund will invest a minimum of 45% in UK shares and 25% in non-UK shares. The Investment Adviser assesses companies the Sub-fund invests in directly using a Norms-based Evaluation and will comply with the Investment Adviser's policy on assessing breaches of the United Nations Global Compact as outlined in its ESG Principles and Guidelines document, which can be accessed at https://www.bailliegifford.com/en/uk/about-us/esg. In addition, the Investment Adviser has joined the Net Zero Asset Managers initiative ('NZAMi') and has committed to support the global goal of net zero greenhouse gas ('GHG') emissions by 2050 or sooner for certain assets that it manages, including the Sub-fund. The commitments applicable to the Sub-fund are available at https://www.bailliegifford.com/pages/funds/managed-fund/. Such commitments may evolve over time and are reviewed by the Investment Adviser at least every 5 years. In order to meet these commitments the Investment Adviser will carry out specific climate analysis on directly held investee companies and will engage with the same, as the Investment Adviser considers necessary. If, in the Investment Adviser's opinion, a company does not demonstrate sufficient alignment with the global goal of net zero GHG emissions by 2050 or sooner to allow the Sub-fund to meet the minimum requirements of its commitments, then the Investment Adviser will sell the Sub-fund's holding in the company in question. To the extent that the Sub-fund is not fully invested directly or indirectly in such shares, the Sub-fund may also invest in other transferable securities of both UK and overseas companies, money market instruments, deposits and cash. The Sub-fund may not invest in or otherwise use derivatives.
Target Benchmark:	The Sub-fund aims to outperform (after deduction of costs) a composite index comprising 60% UK and 40% overseas equities, as stated in sterling, by at least 1% per annum over rolling five-year periods. The composite index is calculated by Baillie Gifford and

	comprises: 60% FTSE All-Share Index and 40% overseas indices. The overseas element is currently made up of 28% FTSE North America Index; 28% FTSE Europe (ex UK) Index; 28% MSCI Pacific Index and 16% MSCI Emerging Markets Index. The ACD believes that this is an appropriate objective for the Sub-fund given the investment policy of the Sub-fund and the approach taken by the manager when investing the Sub-fund's portfolio. There is no guarantee that this objective will be achieved over any time period and actual investment returns may differ from this objective, particularly over shorter time periods. The performance of each share class may differ depending on the level of share class expenses. Investors should consider the OCF of their share class when considering how the Sub-fund has performed. Most retail investors will hold class B shares. Past performance tables are provided at Appendix H.
OCF:	B Acc 0.49 B Inc 0.49 C Acc 0.04
Benchmark Regulation:	The ACD is a user of: the FTSE All-Share Index; the FTSE North America Index; the FTSE Europe (ex UK) Index; the MSCI Pacific Index and the MSCI Emerging Markets Index (each an "**Index**") under the Benchmark Regulation. The administrator of each Index is included in the public register maintained by the FCA. In accordance with the Benchmark Regulation the ACD has produced and maintains a robust written plan setting out the steps to be followed if an index should materially change or cease to be produced.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds. • **ESG Data** • **Investment in Emerging Markets** • **Investment in Permissible PRC Instruments** • **Net Zero Asset Managers initiative ('NZAMi')** • **United Nations Global Compact**
Investment and Borrowing Powers:	Details of the investment and borrowing powers as applicable to the Sub-fund are set out in Part 3 of this Prospectus.
Investor Profile:	The Sub-fund is marketable to retail investors, as well as institutional investors, and may be suitable for such investors seeking to invest for the long term and who are willing to accept the risks associated with investment in equities and such other investments as the Sub-fund may make. The Sub-fund may not be appropriate for investors who plan to withdraw their monies within five years. Potential investors are advised to read "Appendix B RISK WARNINGS" and to seek the advice of an intermediary authorised under The Financial Services and Markets Act 2000 should they be unsure as to the suitability of the Sub-fund in relation to their investment needs.
Target market:	This Sub-fund is suitable for all investors seeking a Sub-fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Sub-fund uses norms-based evaluation and is managed in line with the global goal of

	net zero greenhouse gas emissions by 2050 or sooner. This Sub-fund is compatible for mass market distribution. This Sub-fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Sub-fund does not offer capital protection.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Share Classes:	Class B accumulation* Class B income* Class C accumulation* (see Note 1) Class C income (see Note 1) * Indicates those Classes of Share that are currently in issue. The ACD may, at its sole discretion, issue other Classes of Share at any time.

	Class B	**Class C**
Minimum Initial Investment:	£100,000 (see Note 2)	£250,000
Minimum Subsequent Investment:	£1,000	Nil
Minimum Redemption:	£1,000 (see Note 3)	Nil
Minimum Holding:	£100,000 (see Note 2)	£250,000
Preliminary Charge:	0% (current)	Nil
Annual Management Charge:	0.45%	Nil
Fee for Switching into Sub-fund:	Nil	Nil
Redemption Charge	Nil	Nil

Income Allocation Date(s):	31 July (Interim) 31 January (Annual)
Income Payment Dates(s):	30 September (Interim) 31 March (Annual)
Historical Past Performance:	Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1: Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Note 2: The minimum initial investment and minimum holding amounts do not apply to persons who, as at 28 February 2022, had or continue to have a direct holding in the range of funds managed by the ACD. For such persons, the applicable minimum initial investment is £1,000 and the minimum holding is £1,000.

These minimum amounts may be waived at the ACD’s sole discretion.

Note 3: The minimum redemption amount is £1,000 or your entire holding, whichever is lower.

Name:	**Glenfinlas Global Fund (See Note 1)**
FCA Product Reference Number:	639786
Investment Objective and Policy:	The objective is to produce attractive returns over the longer term, by investing globally, including in emerging markets, in a diversified portfolio of principally shares in companies whose share prices at the time of investment do not, in the ACD's opinion, reflect their potential value. The Sub-fund may have some exposure to small and medium sized companies, but is not restricted by market capitalisation, industry sector or geographic location. The Sub-fund may also hold cash, near cash and deposits.
Securities Financing Transactions Regulation ("**SFTR**") disclosure:	No securities financing transactions or total return swaps (as defined for the COLL Rules) are used in the management of this Sub-fund.
Sub-fund Specific Risks:	Part 2 of Appendix B sets out risk warnings that are applicable to all Sub-funds.
Investor Profile:	See Note 1
Share Classes:	Class Z accumulation (see Note 1)

	Class Z (see Note 1)
Minimum Initial Investment:	£1,000,000
Minimum Subsequent Investment:	Nil
Minimum Redemption:	Nil
Minimum Holding:	£250,000
Preliminary Charge:	Nil
Annual Management Charge:	Nil
Fee for Switching into Sub-fund:	Nil
Redemption Charge	Nil

Income Allocation Date(s):	31 January (Annual)
Income Payment Dates(s):	31 March (Annual)
Historical Past Performance:	Information on past performance is set out in Appendix H HISTORICAL PAST PERFORMANCE

Note 1: Glenfinlas Global Fund is no longer available for subscription.

APPENDIX B RISK WARNINGS

Part 1: Summary Risk Table

The table below indicates the risks applicable to each Sub-fund. A fuller description of each risk is set out in either Part 2 (General Risk Warnings) or Part 3 (Fund Specific Risk Warnings).

Sub-Fund Risk Table	**Risk Warnings**																
Sub-Fund Name	A	B1	B2	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Baillie Gifford British Smaller Companies Fund*	✓	✓	✓								✓				✓		
Baillie Gifford Global Alpha Growth Fund	✓						✓		✓	✓							
Baillie Gifford Global Alpha Paris-Aligned Fund	✓			✓	✓		✓		✓	✓			✓				
Baillie Gifford Global Income Growth Fund	✓					✓	✓		✓	✓				✓			
Baillie Gifford International Fund	✓						✓		✓	✓							
Baillie Gifford Managed Fund	✓			✓			✓	✓	✓	✓		✓	✓	✓		✓	✓
Baillie Gifford Responsible Global Equity Income Fund	✓			✓	✓	✓			✓	✓			✓	✓		✓	
Baillie Gifford UK Equity Alpha Fund	✓	✓	✓	✓									✓		✓	✓	
Baillie Gifford UK and Worldwide Equity Fund	✓			✓					✓	✓			✓			✓	
Glenfinlas Global Fund	✓																

*This Sub-fund is in the process of termination.

A General Risk Warnings		Sub-fund Specific Risk Warnings	
A1	Controversial Weapons	**B1**	Concentration: Effective Holdings
A2	Currency Exchange Rates	**B2**	Concentration: Limited Number of Investments
A3	Custody	**C**	ESG Data
A4	Expenses, Costs, Charges being Charged to Capital (where insufficient income available)	**D**	ESG-Related Assessment
A5	General	**E**	Expenses, Costs, Charges being Charged to Capital
A6	Impact of Dilution Adjustment	**F**	Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements
A7	Infectious Virus	**G**	Investment in Bonds
A8	Information Security	**H**	Investment in Emerging Markets
A9	Investment in Equities	**I**	Investment in Permissible PRC Instruments
A10	Large Redemptions	**J**	Investment in Smaller Companies
A11	Liabilities of the Company and the Sub-funds	**K**	Investment via China Interbank Bond
A12	Liquidity	**L**	Net Zero Asset Managers initiative (‘NZAMi’)
A13	Political Risk	**M**	Use of Derivatives for Hedging (including EPM)
A14	Return on Investment	**N**	Single Country
A15	Suspension of Dealings in Shares	**O**	United Nations Global Compact
A16	Taxation	**P**	Use of Derivatives for Investment Purposes
A17	Volatility		

Part 2: General Risk Warnings

A1. Controversial Weapons

The Investment Adviser has a policy which prohibits investment in controversial weapons such as landmines, cluster munitions, nuclear weapons where such nuclear weapons are in breach of the Treaty on the Non-Proliferation of Nuclear Weapons, chemical weapons, white phosphorus and depleted uranium (“controversial weapons”). Under its policy, the Investment Adviser is not permitted to invest in companies that produce controversial weapons or in companies providing products or services that are that are integral to, and tailor-made for, the dissemination or use of controversial weapons. The Investment Adviser uses screens across all products and investments in order to effect this policy by excluding companies that are involved in such activities. The Investment Adviser utilises data from Sustainalytics, MSCI and Pax Christi to identify companies involved in controversial weapons.

A2. Currency Exchange Rates

Where a Sub-fund has investments denominated in currencies other than sterling and/or invests in currencies other than sterling, changes in the rates of exchange between sterling and the other currency will cause the value of any investment, and any income arising, to go down or up. Accordingly, Shareholders should be aware that they bear the risk of changes in exchange rates.

A3. Custody

There is a risk that the Sub-funds’ assets are lost, and that access to them is compromised, as a result of insolvency, negligence, misuse of assets, fraud, poor administration or poor record keeping by the Custodian. This risk is greater in emerging markets and is borne by the Sub-fund.

A4. Expenses, Costs, Charges being Charged to Capital (where insufficient income available)

Save in the case of Baillie Gifford Global Income Growth Fund and Baillie Gifford Responsible Global Equity Income Fund, where possible all expenses, costs, charges or other liabilities will be deducted from the Sub-fund's income. Where there is insufficient income to meet such expenses, costs, charges or other liabilities, the remaining expenses, costs, charges or other liabilities will be deducted from the Sub-fund's capital. If this occurs it will lead to a reduction in the capital value of the Sub-fund.

A5. General

Potential investors should consider certain risk factors before investing in the Company and be aware that there is no assurance that the investment objective of any Sub-fund will actually be achieved, and that they bear the risk of the performance of investments.

A6. Impact of Dilution Adjustment

A dilution adjustment is applied to the Share price whenever a Sub-fund is expanding or contracting (known as swinging single pricing). Should an investor subscribe for Shares when a Sub-fund is expanding and redeem when a Sub-fund is contracting this will have an adverse impact on the return from the investment. For further details, please see Section 4.3.2 above.

Each Sub-fund is affected by the prevailing conditions in the markets in which it invests. Lack of liquidity in these markets makes the prices of these assets more volatile and more difficult to establish accurately. In addition, lack of liquidity significantly affects the ability of the Investment Adviser to buy and sell the underlying investments at reasonable cost and to efficiently handle inflows and outflows. The additional costs of trading in these investments arising as a result of these market conditions are passed on to investors in the Sub-fund through the application of a larger dilution adjustment (see Section 4.3.2 above). Where large redemptions are concerned there is a greater likelihood that these will be settled by way of *in specie* payments, rather than in cash (see Section 4.3.8 above).

A7. Infectious Virus

Infectious viruses may pose significant threats to human health and may be highly disruptive to global economies and markets. The economic and market disruptions caused by infectious viruses could impact the value of the investments of a Sub-fund and the distributions paid by a Sub-fund to Shareholders.

A8. Information Security

The use of the internet and other electronic media and technology exposes the Company, the Company's service providers, and their respective operations, to potential risks from information-security attacks or incidents (collectively, "**information-events**"). Information-events may include, for example, unauthorised access to systems, networks or devices (such as, for example, through "hacking" activity), infection from computer viruses or other malicious software code, and attacks which shut down, disable, slow or otherwise disrupt operations, business processes or website access or functionality. In addition to intentional information-events, unintentional information-events can occur, such as, for example, the inadvertent release of confidential information. Any information-event could adversely impact the Company and the Shareholders, and cause a Sub-fund to incur financial loss and expense, as well as face exposure to regulatory penalties, reputational damage, and additional compliance costs associated with corrective measures. An information-event may cause the Company, a Sub-fund, or the Company's service providers to lose proprietary information, suffer data corruption, lose operational capacity (such as, for example, the loss of the ability to process transactions, calculate the Net Asset Value of a Sub-fund or allow Shareholders to transact business) and/or fail to comply with applicable privacy and other laws. Among other potentially harmful effects, information-events also may result in theft, unauthorised monitoring and failures in the physical infrastructure or operating systems that support the Company and the Company's service providers. In addition, information-events affecting issuers in which a Sub-fund invests could cause the Sub-fund's investments to lose value.

A9. Investment in Equities

Equity prices and returns from investing in equity markets are sensitive to various factors including but not limited to expectations of future dividends and profits, economic growth, exchange rates, interest rates and inflation. The value of any investment in equity markets is therefore volatile and it is possible, even when an investment is held for a long time, that an investor may not get back the sum invested.

A10. Large Redemptions

If large numbers of shares in a Sub-fund were to be cashed in at or around the same time, the Sub-fund may be required to sell a large portion of its portfolio quickly to cover these deals, at a time or at prices not of the Investment Adviser's choosing. This might result in a reduction in the value of the Sub-fund and in the prices achieved for securities sold by the Sub-fund. The value of securities within the Sub-fund may also be affected if other similar funds find themselves in the same situation.

A11. Liabilities of the Company and the Sub-funds

Under the OEIC Regulations, each Sub-fund is a segregated portfolio of assets and those assets can only be used to meet the liabilities of, or claims against, that Sub-fund (this is often referred to as "segregated liability"). While the provisions of the OEIC Regulations provide for segregated liability between Sub-funds, the concept of segregated liability is, in the context of collective investments schemes which are authorised and regulated in the UK, relatively new. Accordingly, where claims are brought by local creditors in foreign courts or under foreign law contracts, it is not yet known whether a foreign court would give effect to the segregated liability and cross-investment provisions contained in the OEIC Regulations. Therefore, it is not possible to be certain that the assets of a Sub-fund will always be completely insulated from the liabilities of another Sub-fund of the Company in every circumstance.

A12. Liquidity

Market values for securities which are difficult to trade (otherwise described as “illiquid”), or value less frequently than a Sub-fund such as holdings in weekly or monthly dealt funds, may not be readily available, and there can be no assurance that any value assigned to such securities will accurately reflect the price a Sub-fund might receive upon their sale.

Each Sub-fund is affected by the prevailing conditions in the markets in which it invests. Lack of liquidity in these markets makes the prices of these assets more volatile and more difficult to establish accurately and the value of these assets may fall significantly. This could affect the value investors receive from selling their holding in a Sub-fund. In addition, lack of liquidity significantly affects the ability of the Investment Adviser to buy and sell the underlying investments at reasonable cost and to efficiently handle inflows and outflows. The additional costs of trading in these investments arising as a result of these market conditions are passed on to investors in the Sub-fund through the application of a larger dilution adjustment (see Section 4.3.2 above). Lack of liquidity may also delay receipt of the proceeds investors receive from redeeming their holding in a Sub-fund if, in extreme cases, dealing in the Sub-fund is suspended (see Section 4.3.15 above).

A13. Political Risk

The performance of a Sub-fund may be affected by changes in the political environment of the underlying market(s) in which a Sub-fund invests. Such changes would include uncertainty around political developments, military conflict and civil unrest, changes in government policies, government appropriations, the imposition of restrictions on the transfer of capital and in legal, regulatory and tax requirements.

A14. Return on Investment

The value of any investment and any income arising from it is not guaranteed and may go down as well as up and an investor may not get back the sum invested. This is because the price of a Sub-fund's Shares is determined by changing conditions in the market(s) in which the Sub-fund invests. This may be affected by various factors such as economic growth or recession, changes in interest or currency rates, changes in actual or perceived creditworthiness of issuers, adverse investor sentiment generally, market liquidity, real or perceived adverse market conditions and the risks inherent in investment in securities markets. Further, legal, political, regulatory and tax changes, may include introduction of restrictions on who may invest in certain markets or securities, or enhanced disclosure requirements, may also cause fluctuations in markets and securities prices, as may external factors or physical risks such as climate change or developments in technology.

Where a preliminary charge is imposed, should an investor redeem his Shares after a short period he may not (even in the absence of a fall in the value of the Sub-fund) realise the amount originally invested. Any investment should, therefore, be regarded as long-term.

A15. Suspension of Dealings in Shares

Investors are reminded that in certain circumstances their right to redeem Shares may be suspended (see "Suspension of Dealings in the Company" in Section 4.3.15 above).

A16. Taxation

Tax rates, as well as the tax treatment of the Company and the Sub-funds, are not guaranteed and could change at any time; their value to a Shareholder will depend on his circumstances.

A17. Volatility

The share price of the relevant Sub-fund can be volatile due to movements in the prices of the underlying holdings and the basis on which the Sub-fund is priced.

Part 3: Sub-fund Specific Risk Warnings

B1. Concentration: Effective Holdings

This risk applies to Baillie Gifford British Smaller Companies Fund* and Baillie Gifford UK Equity Alpha Fund.

Where a Sub-fund is more concentrated relative to similar funds through the majority of the value of the portfolio being represented by a limited number of investments within the portfolio, as in the case of Baillie Gifford British Smaller Companies Fund* and Baillie Gifford UK Equity Alpha Fund, this may increase the risk of volatile performance over shorter time periods.

*This Sub-fund is in the process of termination.

B2. Concentration: Limited Number of Investments

This risk applies to Baillie Gifford British Smaller Companies Fund* and Baillie Gifford UK Equity Alpha Fund.

Where a Sub-fund is more concentrated relative to similar funds through holding a limited number of investments, as in the case of Baillie Gifford British Smaller Companies Fund* and Baillie Gifford UK Equity Alpha Fund, this may increase the risk of volatile performance over shorter time periods.

*This Sub-fund is in the process of termination.

C ESG Data

This risk applies to **Baillie Gifford Global Alpha Paris-Aligned Fund, Baillie Gifford Managed Fund, Baillie Gifford Responsible Global Equity Income Fund, Baillie Gifford UK Equity Alpha Fund and Baillie Gifford UK and Worldwide Equity Fund.**

The data used to assess ESG criteria may be provided by third party sources and is based on backward looking and/or estimated analysis and the subjective nature of the ESG criteria means a wide variety of outcomes are possible. There is a risk that data provided may not adequately address the underlying detail around material ESG considerations. The analysis is also dependent on companies disclosing relevant data and often the data available can be limited, incomplete and/or out of date. ESG data may also rely on the methodology of one provider, which may vary from other databases.

Where faced with gaps in ESG data, the Investment Adviser may seek to mitigate this risk by using engagement with companies and its own research to make an assessment, which may not be verifiable by a third party.

D ESG-Related Assessment

This risk applies to **Baillie Gifford Global Alpha Paris-Aligned Fund and Baillie Gifford Responsible Global Equity Income Fund.**

The Sub-funds' investments are subject to qualitative and/or quantitative assessment processes in order to promote certain ESG-related factors. This means the Sub-funds may not invest in certain sectors and companies and the universe of investments available to the Sub-funds will be more limited than other Sub-funds that do not apply such assessment processes. The Sub-funds therefore may have different returns than a fund which has no such restrictions.

There is no guarantee that the application of these assessment processes to the Sub-funds' investments will lead to any particular ESG-related outcomes.

E Expenses, Costs, Charges being Charged to Capital

This risk applies to Baillie Gifford Global Income Growth Fund and Baillie Gifford Responsible Global Equity Income Fund.

In the case of Baillie Gifford Global Income Growth Fund and Baillie Gifford Responsible Global Equity Income Fund, part or all of the expenses, including the Annual Management Charge may be charged to capital (notwithstanding the availability of income within that Sub-fund). This will result in capital erosion or constrained capital growth.

F Indian Foreign Portfolio Investor (FPI) Restrictions and Ultimate Beneficial Owner Requirements

This risk applies to **This risk applies to Baillie Gifford Global Alpha Growth Fund, Baillie Gifford Global Alpha Paris-Aligned Fund, Baillie Gifford Global Income Growth Fund, Baillie Gifford International Fund and Baillie Gifford Managed Fund.**

FPI Foreign Ownership Restrictions

Only entities and persons that comply with certain statutory conditions and that are registered as FPIs with the Securities and Exchange Board of India ("**SEBI**") under the SEBI (FPI) Regulations, 2019 as amended (the "**FPI Regulations**") are permitted to make direct investments in exchange-traded and certain other Indian securities. The Sub-funds are registered as FPIs. As an FPI, the Sub-funds and any other FPIs determined as belonging to the same 'investor group' as the Sub-funds (which may occur as a result of common majority ownership and/or common control, and which can include FPIs managed by an external third party) can only hold up to 10% of the paid-up capital, or 10% of the paid-up value of each series of convertible debentures or preference shares or share warrants of an Indian company on an aggregate basis (the "**Foreign Ownership Threshold**"). In addition to the Foreign Ownership Threshold, FPI investment in Indian companies may not exceed any sectoral cap on ownership by an FPI that applies to a particular company and/or an aggregate cap on FPI investments in a company.

Compliance with the FPI Regulations may limit the Sub-funds' ability to invest in certain Indian securities which may negatively impact the Sub-Funds investment performance. Additionally, the Sub-funds may have to sell portfolio holdings to maintain compliance with the regulatory limits in order to continue to hold those investments as an FPI. Investments held in excess of the limits would be reclassified as 'Foreign Direct Investment' under applicable regulations, which would restrict further investment and may lead to adverse tax implications for the Sub-funds.

FPI Ultimate Beneficial Owner Requirements

In addition, under the FPI Regulations, the Sub-Funds are required to disclose to SEBI any Shareholders who own 10% or more of the Sub-Fund (the "**Beneficial Ownership Threshold**"). This requires the ACD to 'look through' any Shareholders who meet the Beneficial Ownership Threshold in order to identify any beneficial owners who are natural persons underlying such Shareholders who meet the Beneficial Ownership Threshold

("**Ultimate Beneficial Owner(s)**"). In the event any Ultimate Beneficial Owner(s) are identified, the ACD is required to ensure the provision of personal details (including, but not limited to, (i) name, (ii) date of birth, (iii) address, (iv) nationality and (v) passport number or driving licence number) ("**UBO Details**") of all Ultimate Beneficial Owner(s) to SEBI. As such, the ACD requires Shareholders in the relevant Sub-funds who meet or exceeds the Beneficial Ownership Threshold to notify the ACD if they become aware of any Ultimate Beneficial Owner(s) and to provide to the ACD the required UBO Details of such Ultimate Beneficial Owner(s) to the ACD, in order to allow the ACD to comply with its obligations under the FPI Regulations.

In the case of any Shareholder who either: (a) does not notify or confirm to the ACD if it is aware of any Ultimate Beneficial Owner(s); or (b) where the Shareholder has confirmed there are Ultimate Beneficial Owner(s), but does not then provide the required UBO Details, the ACD may use its discretion to determine the appropriate course of action. This may include the ACD using its power of compulsory redemption of Shares in relevant circumstances under Section 4.3.14 of this Prospectus, or determining that the Sub-fund should no longer have exposure to the Indian market, which may result in investments of the relevant Sub-fund being sold.

G Investment in Bonds

This risk applies to Baillie Gifford Managed Fund.

Bond prices and returns from investing in bond markets are sensitive to changes in interest rates which are in turn determined by a number of economic factors, in particular market expectations of future inflation. Investment in bonds also results in exposure to the risk that the bond issuer defaults on its obligations which is likely to result in a loss of value for the bondholder. Higher yielding bonds and emerging market bonds are generally perceived to carry a higher risk of default and a greater possibility of loss to a Sub-fund.

H Investment in Emerging Markets

This risk applies to Baillie Gifford Global Alpha Growth Fund, Baillie Gifford Global Alpha Paris-Aligned Fund, Baillie Gifford Global Income Growth Fund, Baillie Gifford International Fund, Baillie Gifford Managed Fund, Baillie Gifford Responsible Global Equity Income Fund and Baillie Gifford UK and Worldwide Equity Fund.

Investments in emerging markets may involve a higher than average risk. An investor should consider whether or not investment in such Sub-funds is either suitable for, or should constitute a substantial part of, his portfolio.

Where Sub-funds invest in emerging markets these investments may carry risks associated with failed or delayed settlement of market transactions and with the registration and custody of securities. Prevailing custody and trade settlement practices (e.g., the requirement to pay for securities prior to receipt) may expose a Sub-fund to credit and other risks. Similarly, the reliability of trading and settlement systems in some emerging markets may not be equal to that available in more developed markets which may result in problems in realising investments.

Companies in emerging markets may not be subject:

(a) to accounting, auditing and financial reporting standards, practices and disclosure requirements comparable to those applicable to companies in major markets; or

(b) to the same level of government supervision and regulation of stock exchanges as countries with more advanced securities markets.

There may be a lower level of regulation and enforcement activity in emerging markets compared to more developed international markets. Laws and regulations may be untested, for example in relation to rights of legal ownership. There could be a lack of consistency in interpreting and applying the relevant regulations and a risk that the regulators may impose immediate or rapid changes to existing laws, rules or regulations (including in relation to tax) or introduce new laws, rules or regulations without any prior consultation with or notice to market participants which may severely restrict a Sub-fund's ability to pursue its investment objectives or strategies. New laws and regulation may apply with retrospective effect and may constantly be in a state of flux. Regulators may place controls on foreign investment and limitations on repatriation of invested capital which may limit or prohibit the Investment Adviser from purchasing or selling holdings of securities. Legal and regulatory restrictions or limitations may have an adverse effect on the liquidity and performance of a Sub-fund's investments due to factors such as fund repatriation, quota controls and dealing restrictions, or may have tax implications, such as having to pay corporation tax in both the UK and the securities home country (international double taxation). On any corporate action or shareholder meeting, a Sub-fund's ability to exercise voting rights and/or receive announcements may be limited.

Enforcement of existing regulations may be extremely limited. Accordingly, certain emerging markets may not afford the same level of investor protection as would apply in more developed jurisdictions. Restrictions and/or quotas imposed on foreign investment in emerging markets may preclude investment in certain securities and, as a result, limit investment opportunities for the Sub-funds.

Many emerging markets have experienced substantial, and in some periods extremely high, rates of inflation over prolonged periods of time. Inflation and rapid fluctuations in inflation rates have had and may continue to have very negative effects on the economies and securities markets of certain emerging markets. Economies in emerging markets generally are heavily dependent upon international trade and, accordingly, have been and may continue to be affected adversely by trade barriers, exchange controls, managed adjustments in relative currency values, and other protectionist measures imposed or negotiated by the countries with which they trade. The economies of these countries also have been and may continue to be adversely affected by economic conditions in the countries with which they trade.

The economies of emerging markets may also be predominantly based on only a few industries or dependent on revenues from particular commodities. In addition, custodial services and other costs relating to investment in foreign markets may be more expensive in emerging markets than in many developed foreign markets, which could reduce a Sub-fund's income from such securities. Finally, because publicly traded debt instruments of emerging markets represent a relatively recent innovation in the world debt markets, there is limited historical data or related market experience concerning the attributes of such instruments under all economic, market and political conditions.

Lack of liquidity and efficiency and/or government imposed quotas in certain of the stock markets or foreign exchange markets in certain emerging markets may mean that from time to time the Investment Adviser may experience more difficulty in purchasing or selling holdings of securities than it would in a more developed market. Restrictions on day trading, manual trading, block trading and/or off-exchange trading may mean that the Sub-fund's investment options will be limited. The financial markets in emerging markets are undergoing rapid growth and changes. This may lead to increased trading and pricing volatility, suspension risk and difficulties in settlement of securities.

The securities industries in emerging markets are relatively young and the value of the investments may be affected by uncertainties arising from political and social developments. Substantial government involvement in, and influence on, the economy may affect the value of securities in certain emerging markets. In many cases, governments of emerging markets continue to exercise significant control over their economies and government actions relative to the economy, as well as economic developments generally, may affect the capacity of issuers of emerging market debt instruments to make payments on their debt obligations, regardless of their financial condition. In addition, there is a heightened possibility of expropriation or confiscatory taxation, imposition of withholding and other taxes or other similar developments that could affect investments in those countries. There can be no assurance that adverse political changes will not cause a Sub-fund to suffer a loss of any or all of its investments or, in the case of fixed-income securities, interest thereon.

I Investment in Permissible PRC Instruments

This risk applies to Baillie Gifford Global Alpha Growth Fund, Baillie Gifford Global Alpha Paris Aligned Fund, Baillie Gifford Global Income Growth Fund, Baillie Gifford International Fund, Baillie Gifford Managed Fund, Baillie Gifford Responsible Global Equity Income Fund, and Baillie Gifford UK and Worldwide Equity Fund.

Certain Sub-funds may invest in securities or instruments which have exposure to the Chinese market. A Sub-fund may have direct access to certain eligible Permissible PRC Instruments via the QFI Scheme, Bond Connect and/or Stock Connect or indirect access via holdings in other investments with exposure to securities issued by companies quoted on regulated markets in China.

Investing in the securities markets of China is subject to the risks described in Risk F above ("**Investment in Emerging Markets**"), as well as China-specific risks. The legal rights of investors in China may be subject to uncertainties as the relevant legal and regulatory systems and practice in the PRC are less well established than is generally the case in more developed markets and subject to change, and there is a risk of governmental intervention under exceptional circumstances. Key market infrastructure, such as custody and trading systems, is comparatively new and less tested. Political developments involving the PRC may lead to the imposition of additional constraints on foreign investment in China which may adversely affect the Sub-funds. Investors should also have regard to the risk warnings below relating to aspects of investment in the PRC.

Risks associated with China direct access channels

The Investment Adviser holds a licence from the China Securities Regulatory Commission ("**CSRC**") to act as a QFI and is registered with the State Administration of Foreign Exchange ("**SAFE**") for the purposes of investing in Permissible PRC Instruments on behalf of certain Sub-funds at the discretion of the Investment Adviser.

The QFI Scheme, and relevant applicable laws and regulations in the PRC ("**QFI Rules**") are relatively new and subject to change and give the CSRC, the People's Bank of China ("**PBoC**") and the SAFE wide discretion on their interpretation; therefore there is uncertainty as to how they may be applied in the future and new restrictions or conditions may be applied. Termination of the Investment Adviser's QFI licence may affect the ability to continue a Sub-fund's exposure to China.

The QFI Rules may impose restrictions on the types of investments made in China and restrictions on remittance as well as on the liquidation of investments and repatriation from China of sums relating to investments made by or through QFI. Such restrictions may impact on a Sub-fund's ability to meet redemption requests made by Shareholders.

Stock Connect and Bond Connect are also relatively new and evolving schemes whose rules may change at any time in a manner which may adversely affect the Sub-funds. Stock Connects and Bond Connect only operate when banks in Hong Kong and the PRC are both open. As a result, prices of securities purchased through Stock Connect and/or Bond Connect may fluctuate at times when a Fund is unable to add to or exit its position and, therefore, may limit the relevant Sub-fund's ability to trade when it would be otherwise attractive to do so. It is not possible to buy and sell shares on the same day on Stock Connect. Trading on Stock Connect is currently subject to a daily trading quota which, if exceeded, will lead to suspension of trading for that day or other relevant period which may mean that an order to purchase China A shares cannot be processed. The daily quota can be changed from time to time without prior notice.

Transactions in any of the Stock Connect or Bond Connect will not be covered by the Investor Compensation Scheme in Hong Kong or the equivalent scheme in the PRC.

Custody risks

As a QFI licence holder, the Investment Adviser is required, in respect of the QFI Scheme to appoint a PRC custodian to safe-keep the Permissible PRC Instruments held by a Sub-fund. This is solely for satisfying the applicable PRC laws pertaining to the QFI Scheme and does not prejudice the existing custody arrangements between the Company and the Depositary, the Depositary and the Custodian and the Custodian and its sub-custodian in the PRC.

Permissible PRC Instruments traded on the Shanghai and Shenzhen Stock Exchanges are dealt and held in dematerialized form through the China Securities Depository and Clearing Corporation Limited ("**ChinaClear**").

In relation to the QFI Scheme, securities purchased on behalf of a relevant Sub-fund are required to be recorded by ChinaClear as credited to a securities trading account maintained in the joint names of the QFI licence holder and the relevant Sub-fund. As a matter of PRC law, the Investment Adviser as the QFI licence holder will have no beneficial ownership interest in the securities and while the relevant Sub-fund should be ultimately and exclusively entitled to ownership of the securities, in the event of default of ChinaClear, it may not be possible for the securities held by the relevant Sub-fund to be recovered.

Permissible PRC Instruments purchased through Stock Connect and/or Bond Connect are required to be recorded in the name of the Hong Kong Securities Clearing Company ("**HKSCC"**) or its nominees. Although PRC law generally recognises the beneficial ownership of the Instruments by the relevant Sub-fund in the context of Stock Connect and/or Bond Connect, due to the novelty of those scheme and the lack of precedents in reality, the Sub-fund's ownership of the relevant Permissible PRC Instruments or title thereto may not be assured in all circumstances.

Shareholders should note that cash deposited by a Sub-fund with a QFI custodian will not be segregated but will be co-mingled with cash belonging to other clients of the custodian. In the event of bankruptcy or liquidation of the custodian, the relevant Sub-fund will not have any proprietary rights to the cash deposited, and such Sub-fund will become an unsecured creditor, ranking equally with all other unsecured creditors of the custodian. The relevant Sub-fund may face difficulty and/or encounter delays in recovering such debt, or may not be able to recover it in full or at all, in which case such Sub-fund will suffer losses.

Currency risk

The Renminbi is not, as of the date of this Prospectus, a freely convertible currency, and is subject to the foreign exchange control policies of the PRC government. Currency conversion controls may also be imposed by the PRC government. The PRC's policies on exchange control are subject to change and the value of a Sub-fund's investments may be affected.

For those Sub-funds invested in Permissible PRC Instruments, the underlying assets acquired, traded and disposed of in the relevant PRC market are denominated in CNY rather than CNH. While CNH and CNY represent the same currency, they are traded in different and separate markets which operate independently. The value of CNH could differ, perhaps significantly, from that of CNY due to a number of factors, including without limitation, those foreign exchange control policies and repatriation restrictions pursued by the Chinese government from time-to-time as well as other external market forces.

Uncertainty of tax position

The Company's tax treatment of Permissible PRC Instruments is uncertain and particularly whether capital gains tax applies. There is a risk that capital gains realised may be subject to additional taxation such as withholding tax in the future.

J Investment in Smaller Companies

This risk applies to Baillie Gifford British Smaller Companies Fund*.

Investment in smaller companies is generally considered higher risk as the market for their shares may be less liquid and more difficult to trade than that for larger companies. As a result share price fluctuations may be greater. In addition, smaller companies may not do as well in periods of adverse economic conditions. Where such companies have business models and competitive positions which are less well established, this could result in an increased likelihood of loss for investors.

*This Sub-fund is in the process of termination.

K Investment via China Interbank Bond Market

This risk applies to Baillie Gifford Managed Fund.

The Sub-fund may invest directly in Chinese bonds via the China Interbank Bond Market ("**CIBM**") through brokers. The CIBM is an OTC market, executing the majority of Chinese onshore Renminbi bond trading. The CIBM is in a development stage and may not have the characteristics associated with a more developed market. For example, Sub-funds investing in debt securities in this market may be subject to greater levels of risk associated with liquidity and volatility which may cause prices of debt securities to fluctuate significantly. Sub-funds may also be subject to greater levels of risks associated with settlement procedures and default of counterparties due to the nature of the settlement process which operates in CIBM. Additionally, the Sub-fund will be required to operate within CIBM rules and regulations with oversight from Chinese authorities and therefore may also be subject to greater levels of regulatory risk.

L Net Zero Asset Managers initiative (‘NZAMi’)

This risk applies to Baillie Gifford Global Alpha Paris Aligned Fund, Baillie Gifford Managed Fund, Baillie Gifford Responsible Global Equity Income Fund, Baillie Gifford UK Equity Alpha Fund and Baillie Gifford UK and Worldwide Equity Fund.

The Investment Adviser has joined the Net Zero Asset Managers initiative (‘**NZAMi**’) as part of its commitment to support the goal of net zero greenhouse gas (‘**GHG**’) emissions by 2050, in line with global efforts to limit warming to 1.5°C (‘net zero emissions by 2050 or sooner’). This commitment includes supporting investing aligned with net zero emissions by 2050 or sooner. Within the NZAMi framework, assets being managed for such alignment must fulfil a number of key elements, including (i) an interim target for 2030 that is consistent with the global goal of a 50 per cent. reduction in emissions from 2020, alongside the prioritisation of real world impact; (ii) the facilitation of investment in climate solutions; (iii) a commitment to active engagement; and (iv) transparency in metrics and reporting. The Sub-funds are now managed in line with these climate commitments and therefore contribute towards Baillie Gifford’s overall commitments.

As a long term investor, the Investment Adviser’s investment process takes into account the long term prospects (including long term sustainability) of an investment, accordingly taking into account NZAMi and sustainability are inherently aligned to the Investment Adviser’s investment process. Achieving net zero emissions by 2050 or sooner involves the efforts of a number of participants across the globe. There is no guarantee the Investment Adviser’s commitment to NZAMi will be met or that the global outcome of net zero emissions by 2050 or sooner will be met.

M Use of Derivatives for Hedging (including Efficient Portfolio Management)

This risk applies to Baillie Gifford Global Income Growth Fund, Baillie Gifford Managed Fund and Baillie Gifford Responsible Global Equity Income Fund.

Derivatives and forwards may be used for the purposes of hedging, including EPM, as in the case of Baillie Gifford Global Income Growth Fund, Baillie Gifford Managed Fund and Baillie Gifford Responsible Global Equity Income Fund, which is explained further in Section 3.3 above. This may include reducing risk and in a rising market, there is a risk that potential gains may be restricted. The ACD does not anticipate such use of derivatives having any adverse effect on the overall risk profile of any Sub-fund.

The use of any derivative includes several risks, one of which is counterparty credit risk. This risk arises following the selection of a counterparty with whom a derivative transaction will be undertaken. However, there are specific risk management arrangements in place, some of which are required by regulations, to appropriately manage counterparty credit risk exposures. This includes measures such as the payment or receipt of collateral or margin. In addition, the

ACD exercises due care and diligence in the selection of counterparties, with arrangements in place to monitor their capital strength. When selecting counterparties, consideration is given to the credit ratings published by external credit rating agencies. There is, however, the possibility, no matter how remote, of counterparty default occurring and that sums due to a Sub-fund will not be paid.

Baillie Gifford Managed Fund may also use derivatives for investment purposes, as explained below.

N Single Country

This risk applies to Baillie Gifford British Smaller Companies Fund* and Baillie Gifford UK Equity Alpha Fund.

Sub-funds invested in a single country are generally considered higher risk than funds that are invested more widely as they are exposed to the fluctuations of a single market and currency. In addition, the shares of companies in a single country may become less liquid in certain market conditions which only apply to the single country. As a result, share price fluctuations may be greater.

*This Sub-fund is in the process of termination.

O United Nations Global Compact

This risk applies to Baillie Gifford Managed Fund, Baillie Gifford Responsible Global Equity Income Fund, Baillie Gifford UK Equity Alpha Fund and Baillie Gifford UK and Worldwide Equity Fund.

The Sub-funds comply with the Investment Adviser's policy on assessing breaches of the United Nations Global Compact, as outlined in its ESG Principles and Guidelines document. This means the Sub-funds may not invest in certain companies and the universe of investments available to the Sub-funds will be more limited than other Sub-funds that do not apply such an exclusion policy. The Sub-funds therefore may have different returns than a fund which has no such restrictions.

P Use of Derivatives for Investment Purposes

This risk applies to Baillie Gifford Managed Fund.

Baillie Gifford Managed Fund may use derivatives from time to time in keeping with its investment objective for investment purposes as well as for hedging (including EPM). Derivatives may be used to obtain, increase or reduce exposure to underlying assets and may create leverage: therefore their use may result in greater fluctuations of the Net Asset Value of Baillie Gifford Managed Fund.

Leverage occurs where the exposure of a fund is increased through borrowing of cash or securities, or by leverage embedded in derivative positions or by any other means and a fund could lose more than it invested. Leveraged transactions multiply the risk of potential losses.

The ACD does not anticipate such use of derivatives having any adverse effect on the overall risk profile of the Baillie Gifford Managed Fund. The strategies which may be used include active currency management, bond curve strategies, interest rate strategies, asset allocation and market spread strategies.

Additional strategies may be adopted in the future, subject to the risk management process being reviewed and amended as necessary to allow the ACD to monitor and control risk.

The use of such strategies may on occasion result in the return on Baillie Gifford Managed Fund being adversely impacted where the relevant stock(s) or market(s) perform contrary to the Investment Adviser's expectations. The Sub-fund's ability to use any strategy or technique may be limited by market conditions (including but not restricted to market liquidity), regulatory limits and tax considerations.

The use of any derivative includes several risks, one of which is counterparty credit risk. This risk arises following the selection of a counterparty with whom a derivative transaction will be undertaken. However, there are specific risk management arrangements in place, some of which are required by regulations, to appropriately manage counterparty credit risk exposures. This includes measures such as the payment or receipt of collateral or margin. In addition, the ACD exercises due care and diligence in the selection of counterparties, with arrangements in place to monitor their capital strength. When selecting counterparties, consideration is given to the credit ratings published by external credit rating agencies. There is, however, the possibility, no matter how remote, of counterparty default occurring and that sums due to a Sub-fund will not be paid.

Baillie Gifford Managed Fund may also use derivatives for hedging purposes (including Efficient Portfolio Management), as explained above.

APPENDIX C ELIGIBLE SECURITIES MARKETS

All Sub-funds: Any securities market established in the United Kingdom or an EEA State (as defined in the Glossary above) on which transferable securities admitted to the official listing in the United Kingdom or the EEA State are dealt in or traded.

All Sub-funds: The Alternative Investment Market, the When Issued Trading market or the market in transferable securities issued by or on behalf of the Government of the United States of America conducted through primary dealers recognised and supervised by the Federal Reserve Bank of New York and the OTC market in the USA as regulated by NASD or FINRA.

Jurisdiction	**Securities Exchange**	**Baillie Gifford British Smaller Companies Fund***	**Baillie Gifford Global Alpha Growth Fund**	**Baillie Gifford Global Alpha Paris-Aligned Fund**	**Baillie Gifford Global Income Growth Fund**	**Baillie Gifford International Fund**	**Baillie Gifford Managed Fund**	**Baillie Gifford Responsible Global Equity Income Fund**	**Baillie Gifford UK Equity Alpha Fund**	**Baillie Gifford UK and Worldwide Equity Fund**	**Glenfinlas Global Fund**
Abu Dhabi	Abu Dhabi Securities Exchange		✓				✓				
Argentina	Bolsas y Mercados Argentinos, Bolsa de Comercio Buenos Aires						✓				
Australia	Australian Securities Exchange (ASX) Group, National Stock Exchange of Australia		✓	✓	✓	✓	✓	✓	✓	✓	✓
Brazil	B3 S.A. - Brasil, Bolsa, Balcão		✓	✓	✓	✓	✓	✓			✓
Canada	Toronto Stock Exchange, TSX Ventures Exchange. The Government of Canada Bond Market is applicable to **Baillie Gifford Managed Fund** and **Glenfinlas Global Fund** only.		✓	✓	✓	✓	✓	✓		✓	✓

Jurisdiction	Securities Exchange	Baillie Gifford British Smaller Companies Fund*	Baillie Gifford Global Alpha Growth Fund	Baillie Gifford Global Alpha Paris-Aligned Fund	Baillie Gifford Global Income Growth Fund	Baillie Gifford International Fund	Baillie Gifford Managed Fund	Baillie Gifford Responsible Global Equity Income Fund	Baillie Gifford UK Equity Alpha Fund	Baillie Gifford UK and Worldwide Equity Fund	Glenfinlas Global Fund
Chile	Santiago Stock Exchange		✓				✓				✓
China	China Interbank Bond Market via Bond Connect						✓				
	Shanghai Stock Exchange		✓	✓	✓	✓	✓	✓		✓	✓
	Shenzhen Stock Exchange		✓	✓	✓	✓	✓	✓		✓	✓
Colombia	Bolsa de Valores de Colombia						✓				
Dubai	Dubai Financial Market, NASDAQ Dubai		✓				✓				✓
Guernsey	The International Stock Exchange Market						✓				
Hong Kong	Hong Kong Stock Exchange Hong Kong Connect applicable to **Baillie Gifford Global Alpha Fund**, **Baillie Gifford Global Alpha Paris-Aligned Fund** and **Baillie Gifford International Fund** only.		✓	✓	✓	✓	✓	✓		✓	✓
India	National Stock Exchange of India, BSE Ltd		✓	✓	✓	✓	✓	✓			✓

Jurisdiction	**Securities Exchange**	**Baillie Gifford British Smaller Companies Fund***	**Baillie Gifford Global Alpha Growth Fund**	**Baillie Gifford Global Alpha Paris-Aligned Fund**	**Baillie Gifford Global Income Growth Fund**	**Baillie Gifford International Fund**	**Baillie Gifford Managed Fund**	**Baillie Gifford Responsible Global Equity Income Fund**	**Baillie Gifford UK Equity Alpha Fund**	**Baillie Gifford UK and Worldwide Equity Fund**	**Glenfinlas Global Fund**
Indonesia	Indonesia Stock Exchange		✓	✓	✓	✓	✓	✓			✓
Israel	Tel Aviv Stock Exchange		✓	✓	✓	✓	✓	✓			✓
Japan	Tokyo Stock Exchange, Nagoya Stock Exchange, The Japanese Securities Dealers Association is applicable to **Baillie Gifford Managed Fund** only.		✓	✓	✓	✓	✓	✓		✓	✓
Kazakhstan	Kazakhstan Stock Exchange, Kazakhstan Stock Exchange Bond Market						✓				
Malaysia	Bursa Malaysia Malaysian Bond Market is applicable to **Baillie Gifford Managed Fund** only.		✓		✓	✓	✓	✓			✓
Mexico	Mexican Stock Exchange		✓	✓	✓	✓	✓	✓		✓	✓
New Zealand	New Zealand Exchange		✓	✓	✓	✓	✓	✓		✓	✓
Pakistan	Pakistan Stock Exchange Limited (PSX)		✓		✓		✓	✓			✓
Peru	Bolsa de Valores de Lima		✓		✓		✓	✓			✓

Jurisdiction	Securities Exchange	Baillie Gifford British Smaller Companies Fund*	Baillie Gifford Global Alpha Growth Fund	Baillie Gifford Global Alpha Paris-Aligned Fund	Baillie Gifford Global Income Growth Fund	Baillie Gifford International Fund	Baillie Gifford Managed Fund	Baillie Gifford Responsible Global Equity Income Fund	Baillie Gifford UK Equity Alpha Fund	Baillie Gifford UK and Worldwide Equity Fund	Glenfinlas Global Fund
Philippines	Philippine Stock Exchange		✓	✓	✓	✓	✓	✓			✓
Qatar	Qatar Exchange						✓				
Republic of Korea	Korea Exchange		✓	✓	✓	✓	✓	✓			✓
Saudi Arabia	Saudi Stock Exchange						✓				
Singapore	Singapore Exchange		✓	✓	✓	✓	✓	✓		✓	✓
South Africa	Johannesburg Stock Exchange (JSE), A2X Markets		✓	✓	✓	✓	✓	✓	✓		✓
Switzerland	ICMA, SIX Swiss Exchange, BX Swiss The following Sub-funds trade using SIX Swiss Exchange only; **Baillie Gifford British Smaller Companies Fund**, **Baillie Gifford Global Income Growth Fund**, **Baillie Gifford International Fund**, **Baillie Gifford Responsible Global Equity Income Fund** and **Baillie Gifford UK Equity Alpha Fund**.	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Taiwan	Taiwan Stock Exchange, Taipei Exchange (OTCs and Bonds)		✓	✓	✓	✓	✓	✓			✓

Jurisdiction	Securities Exchange	Baillie Gifford British Smaller Companies Fund*	Baillie Gifford Global Alpha Growth Fund	Baillie Gifford Global Alpha Paris-Aligned Fund	Baillie Gifford Global Income Growth Fund	Baillie Gifford International Fund	Baillie Gifford Managed Fund	Baillie Gifford Responsible Global Equity Income Fund	Baillie Gifford UK Equity Alpha Fund	Baillie Gifford UK and Worldwide Equity Fund	Glenfinlas Global Fund
Thailand	The Stock Exchange of Thailand (SET)		✓		✓	✓	✓	✓			✓
Turkey	Borsa Istanbul		✓	✓	✓	✓	✓	✓		✓	✓
Uruguay	Montevideo Stock Exchange						✓				
Uganda	Uganda Securities Exchange, Uganda Securities Exchange Bond Market						✓				
USA	Investors Exchange (IEX), the American Stock Exchange (AMEX), the New York Stock Exchange (NYSE), NASDAQ	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Zambia	Lusaka Stock Exchange						✓				

*This Sub-fund is in the process of termination.

APPENDIX D ELIGIBLE DERIVATIVES MARKETS

All Sub-funds: Any derivatives market established in the United Kingdom or an EEA State (as defined in the Glossary above) which is regulated, operates regularly and is open to the public.

Baillie Gifford Managed Fund: The OTC market in the USA as regulated by NASD or FINRA.

Jurisdiction	**Derivatives Markets**	**Baillie Gifford British Smaller Companies Fund***	**Baillie Gifford Global Alpha Growth Fund**	**Baillie Gifford Global Alpha Paris-Aligned Fund**	**Baillie Gifford Global Income Growth Fund**	**Baillie Gifford International Fund**	**Baillie Gifford Managed Fund**	**Baillie Gifford Responsible Global Equity Income Fund**	**Baillie Gifford UK Equity Alpha Fund**	**Baillie Gifford UK and Worldwide Equity Fund**	**Glenfinlas Global Fund**
Australia	Australian Securities Exchange (ASX) Group						✓				
Brazil	B3 S.A. – Brasil, Bolsa, Balcão						✓				
Canada	Montreal Exchange						✓				
Hong Kong	Hong Kong Exchanges and Clearing Limited						✓				
Japan	Japan Exchange Group						✓				
Singapore	Singapore Exchange Limited						✓				
Switzerland	Eurex Exchange				✓		✓	✓			
USA	ICE Futures US, Cboe Futures Exchange, CME Group				✓		✓	✓			

*This Sub-fund is in the process of termination.

APPENDIX E ADDITIONAL REGULATED COLLECTIVE INVESTMENT SCHEMES MANAGED OR OPERATED BY THE ACD

Baillie Gifford & Co Limited also acts as manager or ACD to the collective investment schemes listed below:

Investment companies with variable capital:

Baillie Gifford Overseas Growth Funds ICVC is an investment company with variable capital incorporated in Scotland under the OEIC Regulations.

Baillie Gifford Bond Funds ICVC and Baillie Gifford Investment Funds ICVC are investment companies with variable capital incorporated in Great Britain under the OEIC Regulations.

Baillie Gifford Investment Funds II ICVC is an investment company with variable capital incorporated in England and Wales under the OEIC Regulations.

APPENDIX F LIST OF SUB-CUSTODIANS

The Custodian for the Company is the Bank of New York Mellon, London Branch, One Canada Square, London, E14 5AL.

The following sub-custodians can be used for the safe-keeping of assets (and is subject to change). An up-to-date list is available from the ACD on request by calling 0800 917 2113.

Country/Market	Sub-Custodian
Argentina	The Branch of Citibank, N.A. in the Republic of, Argentina
Australia	Citigroup Pty Limited
Australia	The Hongkong and Shanghai Banking Corporation Limited
Austria	UniCredit Bank Austria AG
Bahrain	HSBC Bank Middle East Limited
Bangladesh	The Hongkong and Shanghai Banking Corporation Limited
Belgium	The Bank of New York Mellon SA/NV
Bermuda	HSBC Bank Bermuda Limited
Botswana	Stanbic Bank Botswana Limited
Brazil	Citibank N.A., Brazil
Brazil	Itaú Unibanco S.A.
Bulgaria	Citibank Europe plc, Bulgaria Branch
Canada	CIBC Mellon Trust Company (CIBC Mellon)
Cayman Islands	The Bank of New York Mellon
Channel Islands	The Bank of New York Mellon
Chile	Banco Santander
China	HSBC Bank (China) Company Limited
Colombia	Cititrust Colombia S.A. Sociedad Fiduciaria
Costa Rica	Banco Nacional de Costa Rica
Croatia	Privredna banka Zagreb d.d.
Cyprus	Citibank Europe Plc, Greece Branch
Czech Republic	Citibank Europe plc, organizacni slozka
Denmark	Skandinaviska Enskilda Banken AB (Publ)
Egypt	HSBC Bank Egypt S.A.E.
Estonia	SEB Pank AS
Euromarket	Clearstream Banking S.A.

Euromarket	Euroclear Bank SA/NV
Finland	Skandinaviska Enskilda Banken AB (Publ)
France	BNP Paribas Securities Services S.C.A.
France	The Bank of New York Mellon SA/NV
Germany	The Bank of New York Mellon SA/NV
Ghana	Stanbic Bank Ghana Limited
Greece	Citibank Europe Plc, Greece Branch
Hong Kong	Citibank N.A. Hong Kong
Hong Kong	Deutsche Bank AG
Hong Kong	The Hongkong and Shanghai Banking Corporation Limited
Hungary	Citibank Europe plc. Hungarian Branch Office
Iceland	Landsbankinn hf.
India	Deutsche Bank AG
India	The Hongkong and Shanghai Banking Corporation Limited
India	Standard Chartered Bank, India Branch
Indonesia	Deutsche Bank AG
Ireland	The Bank of New York Mellon
Israel	Bank Hapoalim B.M.
Italy	The Bank of New York Mellon SA/NV
Japan	Mizuho Bank, Ltd.
Japan	MUFG Bank, Ltd.
Jordan	Standard Chartered Bank, Jordan Branch
Kazakhstan	Citibank Kazakhstan Joint-Stock Company
Kenya	Stanbic Bank Kenya Limited
Kuwait	HSBC Bank Middle East Limited, Kuwait
Latvia	AS SEB banka
Lithuania	AB SEB bankas
Luxembourg	Euroclear Bank SA/NV
Malawi	Standard Bank PLC
Malaysia	Standard Chartered Bank Malaysia Berhad (SCB)
Malta	The Bank of New York Mellon SA/NV

Mauritius	The Hongkong and Shanghai Banking Corporation Limited
Mexico	Banco Nacional de México S.A. Integrante del Grupo Financiero Banamex
Mexico	Banco S3 CACEIS Mexico, S.A., Institución de Banca Multiple
Morocco	Citibank Maghreb S.A.
Namibia	Standard Bank Namibia Limited
Netherlands	The Bank of New York Mellon SA/NV
New Zealand	The Hongkong and Shanghai Banking Corporation Limited
Nigeria	Stanbic IBTC Bank Plc.
Norway	Skandinaviska Enskilda Banken AB (Publ)
Oman	HSBC Bank Oman S.A.O.G.
Pakistan	Deutsche Bank AG
Panama	Citibank N.A., Panama Branch
Peru	Citibank del Peru S.A.
Philippines	Standard Chartered Bank, Philippines Branch
Poland	Bank Polska Kasa Opieki S.A.
Portugal	Citibank Europe Plc
Qatar	Qatar National Bank
Qatar	The Hongkong and Shanghai Banking Corporation Limited
Romania	Citibank Europe plc Dublin, Romania Branch
Russia	AO Citibank
Russia	PJSC ROSBANK
Saudi Arabia	HSBC Saudi Arabia
Serbia	UniCredit Bank Serbia JSC
Singapore	DBS Bank Ltd
Singapore	Standard Chartered Bank (Singapore) Limited
Slovak Republic	Citibank Europe plc, pobocka zahranicnej banky
Slovenia	UniCredit Banka Slovenija d.d.
South Africa	Standard Chartered Bank, Johannesburg Branch
South Africa	The Standard Bank of South Africa Limited
South Korea	Deutsche Bank AG
South Korea	The Hongkong and Shanghai Banking Corporation Limited, Seoul Branch

Spain	Banco Bilbao Vizcaya Argentaria, S.A.
Spain	CACEIS Bank Spain, S.A.U.
Sri Lanka	The Hongkong and Shanghai Banking Corporation Limited
Sweden	Skandinaviska Enskilda Banken AB (Publ)
Switzerland	Credit Suisse (Switzerland) Ltd.
Switzerland	UBS Switzerland AG
Taiwan	HSBC Bank (Taiwan) Limited
Tanzania	Stanbic Bank Tanzania Limited
Thailand	The Hongkong and Shanghai Banking Corporation Limited
Tunisia	Union Internationale de Banques
Turkey	Deutsche Bank A.S.
U.A.E.	HSBC Bank Middle East Limited (HBME)
U.K.	Depository and Clearing Centre (DCC) Deutsche Bank AG, London Branch
U.K.	The Bank of New York Mellon
U.S.A.	The Bank of New York Mellon
U.S.A. Precious Metals	HSBC Bank, USA, N.A.
Uganda	Stanbic Bank Uganda Limited
Ukraine	JSC "Citibank" Full name Joint Stock Company "Citibank"
Uruguay	Banco Itaú Uruguay S.A.
Vietnam	HSBC Bank (Vietnam) Ltd
WAEMU	Société Générale Côte d’Ivoire
Zambia	Stanbic Bank Zambia Limited
Zimbabwe	Stanbic Bank Zimbabwe Limited

APPENDIX G SECURITIES LEGENDS

Australia

This Prospectus is not a prospectus or product disclosure statement under the Australian Corporations Act 2001 (Cth) (Corporations Act) and does not constitute a recommendation to acquire, an invitation to apply for, an offer to apply for or buy, an offer to arrange the issue or sale of, or an offer for issue or sale of, any securities in Australia except as set out below. The Company has not authorised nor taken any action to prepare or lodge with the Australian Securities & Investments Commission an Australian law compliant prospectus or product disclosure statement.

Accordingly, this Prospectus may not be issued or distributed in Australia and the Shares may not be offered, issued, sold or distributed in Australia by the ACD, or any other person, under this Prospectus other than by way of or pursuant to an offer or invitation that does not need disclosure to investors under Part 6D.2 or Part 7.9 of the Corporations Act or otherwise.

This Prospectus does not constitute or involve a recommendation to acquire, an offer or invitation for issue, subscription or sale, an offer or invitation to arrange the issue, subscription or sale, or an issue, subscription or sale, of Shares to a 'retail client' (as defined in section 761G of the Corporations Act and applicable regulations) in Australia.

The issuer of this Prospectus is not licensed in Australia to provide financial product advice including in relation to the Company. Note that as all investors must be wholesale clients and no cooling off rights are available.

The ACD has an arrangement with its associate, BGO under which BGO is entitled to distribute Sub-funds of the Company. BGO holds a foreign Australian Financial Services Licence No: 528911.

Hong Kong

The contents of this Prospectus have not been reviewed nor endorsed by any regulatory authority in Hong Kong. Hong Kong residents are advised to exercise caution in relation to this offer. An investment in the Company may not be suitable for everyone. If you are in any doubt about the contents of this Prospectus, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser for independent professional advice. The Sub-funds are not authorised by the Securities and Futures Commission ("**SFC**") in Hong Kong pursuant to Section 104 of the Securities and Futures Ordinance (Cap 571, Laws of Hong Kong) ("**SFO**"). This Prospectus has not been approved by the SFC in Hong Kong, nor has a copy of it been registered with the Registrar of Companies in Hong Kong and, must not, therefore, be issued, or possessed for the purpose of issue, to persons in Hong Kong other than (1) professional investors within the meaning of the SFO (including professional investors as defined by the Securities and Futures (Professional Investors) Rules); or (2) in circumstances which do not constitute an offer to the public for the purposes of the Companies Ordinance (Cap 32, Laws of Hong Kong) or the SFO. This Prospectus is distributed on a confidential basis and may not be reproduced in any form or transmitted to any person other than the person to whom it is addressed. No Shares will be issued to any person other than the person to whom this Prospectus has been addressed and no person other than such addressee may treat the same as constituting an invitation for him to invest.

The ACD has an arrangement with its associate, BGO under which BGO is entitled to distribute Sub-funds of the Company.

BGA(HK) has been appointed by BGO to act as distributor of the Shares on its behalf of BGO to professional investors in Hong Kong. BGA(HK) will receive a monetary benefit from BGO in the form of payment of fees that are based upon a mark-up to expenses (excluding financing costs) incurred in the provision of distribution services.

Chile

The offering of Shares sold on a private placement basis must comply with the disclosure requirements established in NCG 336. According to Section III of the CMF general rule titled "Disclosure Obligations", any communication and/or physical or electronic material used to offer the securities to potential investors must include, in a highlighted form and in Spanish, the following information: (1) the commencement date of the offer and the fact that the relevant offer is made pursuant to this CMF Rule 336; (2) that the offer deals with shares that are not registered in the Securities Registry (Registro de Valores) or in the Foreign Securities Registry (Registro de Valores Extranjeros) kept by the CMF, which are, therefore, not subject to the supervision of the CMF; (3) that, given that the shares are not registered, there is no obligation for the issuer to disclose in Chile public information about the shares; and (4) that the shares may not be publicly offered as long as they are not registered in the corresponding Securities Registry.

Colombia

The Shares have not been, and will not be, registered with the Colombian National Registry of Securities and Issuers (Registro Nacional de Valores y Emisores) or traded on the Colombian Stock Exchange (Bolsa de Valores de Colombia). The Shares are being offered pursuant to a private placement. Unless so registered, the Shares may not be publicly offered in Colombia or traded on the Colombian Stock Exchange.

This Prospectus is for the sole and exclusive use of the addressee and it shall not be interpreted as being addressed to any third party in Colombia or for the use of any third party in Colombia, including any shareholders, managers or employees of the addressee.

The investor acknowledges that certain Colombian laws and regulations (including but not limited to foreign exchange and tax regulations) may apply in connection with the investment in the securities and represents that it is the sole liable party for full compliance therewith.

India

The ACD and certain Sub-funds hold a “foreign portfolio investor” (“**FPI**”) registration in terms of the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 and therefore Indian institutional investors are not permitted to invest in FPI registered Sub-funds in the Company.

Israel

This Prospectus, as well as investment in Sub-funds described herein, is directed at and intended for investors that fall within at least one category in each of: (1) the First Schedule of the Israeli Securities Law, 1968 (“Sophisticated Investors”); and (2) the First Schedule of the Israeli Regulation of Investment Advice, of Investment Marketing, and of Portfolio Management Law, 1995 (“Qualified Clients”).

The ACD has an arrangement with its associate, BGO under which BGO is entitled to distribute Sub-funds of the Company.

No action has been taken or will be taken in Israel that would permit the public offering of this Prospectus or any Shares in the Company, or distribution of materials that relate to investment therein to the public in Israel. Neither this Prospectus, nor any other document that relates to the Company, has been approved by the Israel Securities Authority.

Peru

The Shares have not been and will not be registered in Peru under decreto legislativo 861: ley del mercado de valores (the "**Securities Market Law**"), and are being offered pursuant to a private placement. The Shares have not been registered in the securities market public registry (registro público del mercado de valores) maintained by, and the offering of the Shares in Peru is not subject to the supervision of, the superintendencia del mercado de valores. Any transfers of the Shares shall be subject to the limitations contained in the Securities Market Law and the regulations issued thereunder.

As the Shares are not registered, there is no obligation to deliver in Peru public information with respect to the Shares offered hereby. These Shares cannot be offered by way of public offering as long as they are not registered in the securities market public registry.

APPENDIX H HISTORICAL PAST PERFORMANCE

The table below shows the performance of the Class B Shares of the Sub-funds for five (or, if performance information for five complete twelve-month periods is unavailable, all) complete twelve-month periods to 31 October 2023. The performance is calculated based on 10.00am dealing prices, income reinvested (or accumulated where income Shares are not in issue or where accumulation Shares provide a longer history). No account is taken of the preliminary charge. The latest performance figures may be obtained from the ACD by calling free on 0800 917 2113.

Please note past performance is not a guide to future performance.

	31 October 2018 – 31 October 2019	**31 October 2019 – 31 October 2020**	**31 October 2020 – 31 October 2021**	**31 October 2021 – 31 October 2022**	**31 October 2022 – 31 October 2023**
Baillie Gifford British Smaller Companies Fund*	This Sub-fund is in the process of being terminated and therefore no performance data has been provided.				
Baillie Gifford Global Alpha Growth Fund	15.84%	26.1%	26.07%	-25.46%	1.70%
Baillie Gifford Global Alpha Paris-Aligned Fund (see Note 1)	N/A	N/A	N/A	-27.41	-0.18%
Baillie Gifford Global Income Growth Fund	15.51%	6.89%	25.02%	-2.93%	6.10%
Baillie Gifford International Fund	16.54%	27.87%	25.14%	-25.00%	0.99%
Baillie Gifford Managed Fund	11.54%	27.06%	18.23%	-29.08%	1.24%
Baillie Gifford Responsible Global Equity Income Fund (see Note 1)	N/A	7.17%	25.83%	-2.36%	6.82%
Baillie Gifford UK Equity Alpha Fund**	13.54%	0.45%	11.93%	-30.06%	3.68%
Baillie Gifford UK and Worldwide Equity Fund	11.72%	11.27%	27.28%	-26.58%	3.59%
Glenfinlas Global Fund	This fund is not currently available for subscription and therefore no performance data has been provided.				

Note 1: There is currently limited past performance information for Baillie Gifford Global Alpha Paris-Aligned Fund (launched 15 April 2021); and Baillie Gifford Responsible Global Equity Income Fund (launched 6 December 2018).

*This Sub-fund is in the process of termination.

**Up to 31 March 2022, the past performance information for this Sub-fund relates solely to this Sub-fund prior to its merger with Baillie Gifford UK Equity Focus Fund which took effect on 1 April 2022.

APPENDIX I DILUTION ADJUSTMENTS

The dilution adjustment can vary over time and vary depending on the assets attributable to the relevant Sub-fund. On the basis of the historical data referred to in the table below and current market conditions, the dilution adjustment could be up to or potentially exceed the percentages shown below on subscriptions for and redemptions of Shares.

As dilution is directly related to the inflows and outflows of monies from a Sub-fund, it is not possible to predict accurately whether dilution will occur at any point in time. Consequently, it is also not possible to predict accurately how frequently the ACD will need to make a dilution adjustment.

The following table sets out (a) the maximum dilution adjustments applicable to subscriptions and redemptions for each Sub-fund and (b) the number of days on which a dilution adjustment was applied during each Dealing Day from 1 November 2022 to 31 October 2023.

	Maximum dilution adjustment applicable to subscriptions (%)	**Maximum dilution adjustment applicable to redemptions (%)**	**Number of days on which a dilution adjustment was applied**
Baillie Gifford British Smaller Companies Fund*	0.95	-2.59	163
Baillie Gifford Global Alpha Growth Fund	0.16	-0.10	252
Baillie Gifford Global Alpha Paris-Aligned Fund	0.14	-0.10	239
Baillie Gifford Global Income Growth Fund	0.14	-0.11	252
Baillie Gifford International Fund	0.15	-0.10	252
Baillie Gifford Managed Fund	0.29	-0.18	252
Baillie Gifford Responsible Global Equity Income Fund	0.13	-0.09	252
Baillie Gifford UK Equity Alpha Fund	0.63	-0.32	252
Baillie Gifford UK and Worldwide Equity Fund	0.46	-0.15	252
Glenfinlas Global Fund	N/A	N/A	N/A

*This Sub-fund is in the process of termination.

Baillie Gifford Managed Fund

31 July 2023

Fund Objective

To achieve capital growth over rolling five-year periods.

The manager believes an appropriate comparison for this Fund is the Investment Association Mixed Investment 40-85% Shares Sector median given the investment policy of the Fund and the approach taken by the manager when investing.

Investment Proposition

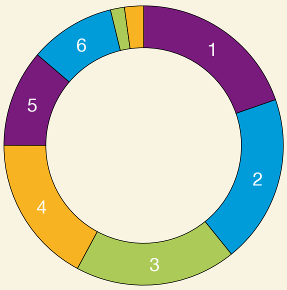
The strategy seeks to produce long-term capital growth by combining an active stockpicking approach in our regional equity portfolios with the best ideas from our Rates & Currencies and Credit teams, covering interest rate and active currency views, along with investment grade and high yield corporate bond opportunities. In addition, we take active asset allocation positions. These are driven by the views of our investment teams, based on the availability of attractive long-term investments in each area.

Key Information

Fund Managers	Iain McCombie / Steven Hay
Launch Date	01 April 1987
Fund Size	£6,176.64m
IA Sector	Mixed Investment 40-85% Shares
Active Share	82%*
Annual Turnover	11%

*Estimate relative to a weighted composite of representative indices.
Source: Baillie Gifford & Co, Bloomberg Barclays, JP Morgan, MSCI.

Geographic Analysis of Total Assets



1	North America	19.7%
2	UK	19.5%
3	Europe (ex UK)	18.7%
4	Overseas Bonds	17.2%
5	Developed Asia Pacific	11.2%
6	Emerging Markets	9.9%
7	UK Bonds	1.6%
8	Cash & Derivatives	2.2%

As well as cash in the bank, this balance includes unsettled cash flows arising from both shareholder flows and outstanding trades. Therefore a negative balance may arise from timing differences between shareholder flows and security trading, and does not necessarily represent a bank overdraft.

Top Ten Holdings

	Holdings	% of Total Assets
1	The Trade Desk	1.9
2	US Treasury 2% 15/08/2025	1.7
3	NVIDIA	1.5
4	Shopify	1.4
5	Amazon.com	1.3
6	Tesla Inc	1.2
7	Prosus	1.1
8	TSMC	1.1
9	AstraZeneca	1.0
10	Brazil 10% 01/01/2027	0.9
	Total	13.1

Excludes pooled vehicles.

Charges and Yield

	Initial Charge	Ongoing Charge	Historic Yield
Class B-Inc (%)	0.00	0.43	1.83
Class B-Acc (%)	0.00	0.43	1.83

The ongoing charge figure is at the latest annual or interim period.

Performance

Periodic Performance

	6 Months	1 Year	3 Years (p.a.)	5 Years (p.a.)
Class B-Acc (%)	2.6	5.6	0.1	4.8
Sector Median (%)*	0.7	1.5	4.6	3.1
Sector Ranking	44/216	11/215	185/190	29/167

Performance source: FE, Revolution, total return in sterling.
*IA Mixed Investment 40-85% Shares Sector.

Annual Discrete Performance

	30/06/18-30/06/19	30/06/19-30/06/20	30/06/20-30/06/21	30/06/21-30/06/22	30/06/22-30/06/23
Class B-Acc (%)	7.2	16.1	26.9	-28.3	9.7
Sector Median (%)*	3.7	0.0	17.2	-6.4	3.0

Outwith the UK, this document is solely for the use of professional investors. All data as at 31 July 2023 and source Baillie Gifford & Co Limited unless otherwise stated. Past performance is not a guide to future returns.

BAILLIE GIFFORD

Baillie Gifford Managed Fund

30 June 2023

About Gifford Update

Philosophy	Long-term investment horizon A growth bias Bottom-up portfolio construction High active share
Partnership	100% owned by 57 partners with average 20 years' service Ownership aligns our interests with those of our clients Enables us to take a thoughtful, long-term view in all that we do Stability, quality and consistency

Investment Proposition

The strategy seeks to produce long-term capital growth by combining an active stockpicking approach in our regional equity portfolios with the best ideas from our Rates & Currencies and Credit teams, covering interest rate and active currency views, along with investment grade and high yield corporate bond opportunities. In addition, we take active asset allocation positions. These are driven by the views of our investment teams, based on the availability of attractive long-term investments in each area.

Fund Facts

Fund Launch Date	01 April 1987
Fund Size	£6,052.4m
IA Sector	Mixed Investment 40-85% Shares
Active Share	83%*
Current Annual Turnover	12%

*Estimate relative to a weighted composite of representative indices.
Source: Baillie Gifford & Co, Bloomberg Barclays, JP Morgan, MSCI.

Fund Manager

Name	Years' Experience
Steven Hay	29
Iain McCombie*	29

*Partner

All investment funds have the potential for profit and loss. Past performance is not a guide to future returns.

Fund Objective

To achieve capital growth over rolling five-year periods.

The manager believes an appropriate comparison for this Fund is the Investment Association Mixed Investment 40-85% Shares Sector median given the investment policy of the Fund and the approach taken by the manager when investing.

Periodic Performance

	3 Months	1 Year	3 Years (p.a.)	5 Years (p.a.)
Class B-Acc (%)	1.3	9.7	-0.1	4.4
Comparator (%)*	0.1	3.0	4.1	3.2

Performance source: FE, Revolution, total return in sterling.
*Comparator refers to Comparator Benchmark: IA Mixed Investment 40-85% Shares Sector.

Discrete Performance

	30/06/18-30/06/19	30/06/19-30/06/20	30/06/20-30/06/21	30/06/21-30/06/22	30/06/22-30/06/23
Class B-Acc (%)	7.2	16.1	26.9	-28.3	9.7
Comparator (%)*	3.7	0.0	17.2	-6.4	3.0

Performance source: FE, Revolution, total return in sterling.
*Comparator refers to Comparator Benchmark: IA Mixed Investment 40-85% Shares Sector.

Market environment

It was a good quarter for growth equities. Stock market participants appeared to come to a consensus view that the interest rate environment will change less quickly. A ‘soft landing’ appears more plausible in major economies, offering the possibility of a more stable environment. Stock market prices also moved significantly on excitement around the accelerating progress of artificial intelligence (AI) technologies, albeit it was a small number of technology companies which led the resurgence. In any case, the return of some optimism is a welcome sight and many of the Fund’s holdings were beneficiaries.

Performance

The Fund has enjoyed a welcome bounce in performance so far this year, led by particular strength in the North American portion. In the most recent quarter, the Fund returned marginally ahead of the peer group comparator. Most importantly, the Fund remains a top-quartile performer over its five-year performance horizon.

Positive returns came from a range of companies, most notably in the North American portion of the Fund. Computer chip manufacturer NVIDIA was at the top of the list. The company has benefitted from a spike in interest in AI. This has followed the success of OpenAI’s chatbot, ChatGPT, which became available to anyone with an internet connection for free. The service signed up a hundred million users in just two months, as people and businesses around the world recognised the potential of this computational approach. NVIDIA’s graphics processing units (GPUs) are critical components for generating the sort of computing power needed for complex applications of AI. NVIDIA is a leader in GPUs and we think it has plenty room to grow even after this period of very strong performance.

The ecommerce platform Shopify provides software tools and services to help merchants of all sizes trade online. This quarter the company reduced its staff headcount and sold off its logistics arm as it moved to prioritise spending following a period of rapid expansion. The shares rose on this news. Ad-buying platform The Trade Desk also contributed. The company facilitates the purchase of adverts on websites and streaming TV via automated auctions. Advertising spending is shifting rapidly online, where returns on offer are higher and targeting is more precise. Advertising spend is often reduced during periods where there are headwinds to growth. However, The Trade Desk is performing well given its proposition of offering customers more targeted advertising, thereby getting more bang for their buck.

The largest detractors from performance included Moderna, MarketAxess and Zalando. Moderna's revenues have fallen as the demand for Covid-19 vaccines reduces. We think there is a lot of underappreciated value in Moderna's broader vaccine pipeline, which is making strong progress. MarketAxess is an electronic bond trading platform. Concerns about the slowing volume of bond trading in a calmer environment may be weighing on the shares. We hold MarketAxess because the long-term shift towards electronic trading is an attractive opportunity. Zalando, the online fashion marketplace has been weak for some time. The company experienced a supernormal growth period throughout the pandemic. Post-pandemic, its customers are buying fewer items, but fulfilment costs have risen. Zalando’s guidance has not changed, and it still has the option to expand into new geographies. However, we have questions over whether its model has kept pace with consumer preferences and if management has the desire to attack new markets in a material way. The holding is under review.

The bond portion of the Fund produced a slightly negative return but was ahead of the bond index. High-yield bonds performed well as growth held up in developed markets. In this context, and with inflation continuing to prove sticky, government bonds yields rose, providing a headwind for more interest-rate-sensitive investment grade and developed market government bonds. From today’s starting point, our bond investors have been most enthusiastic about government bonds versus corporate bonds which are more exposed to a lingering risk of recession.

Stewardship

Recent months have been busy from an environmental, social and governance (ESG) perspective. ‘Voting season’ is in full swing and we have published our latest annual stewardship update and first Task Force on Climate-Related Financial Disclosures (TCFD)-aligned climate report. At a company level, notable engagements during the quarter included discussions with some of the Fund’s higher emitters - such as Reliance Industries, CEMEX and Rio Tinto - about their climate reporting and decarbonisation efforts. We also engaged with Cloudflare and Kering about their remuneration proposals, and in both cases voted against the company.

Notable transactions

Fund turnover remains low, which speaks both to our long-termism and our confidence in the Fund’s holdings. We took a new holding this quarter in Meta Platforms. We previously sold the holding on concerns around relevance, regulation and staff recruitment. These concerns have now abated prompting us to take a new position. In addition, we believe Meta is well positioned to use AI to reinvigorate growth at Facebook and to monetise other assets in its ecosystem. We also took a new holding in Japanese company Nippon Paint. The business has both strong financial and pricing characteristics. In Europe we took a holding in beverage company Royal Unibrew. The Danish business has seen short-term margin compression which we believe is being ascribed undue concern by the market. We think Royal Unibrew can tap multiple high-growth beverage categories in parallel, such as non-alcoholic beer and ready-to-drink cocktails.

We sold the Fund’s holdings in used car sales platform Carvana and Just Eat Takeaway.com. Neither have been good investments for the Fund. Carvana has a large growth opportunity but has become constrained by its large debts. Just Eat Takeaway.com made a strategic error in its acquisition of Grubhub in hindsight. This, among other factors, caused us to lose faith in the management team and prompted the sale from the portfolio.

Transactions from 01 April 2023 to 30 June 2023.

New Purchases

Stock Name	Transaction Rationale
Amgen 5.6% 2043	As a standalone business, the biotech company Amgen has scale, high margins and generates solid free cash flow. Its financial performance is steady and predictable as a result of an attractive product portfolio which is well balanced between newer growing products and older cash generative products. The company has attractive margins. These may decline initially as a result of the Horizon acquisition as Horizon's margins are lower than Amgen's, but should recover over the medium term as costs resulting from the acquisition are controlled allowing the company to reap the benefits of operational leverage. We expect Amgen to delever over coming years and potentially see upgrade back to A band credit ratings.
Cheplapharm 5.5% 2028 (144A)	Buying following positive credit review. Healthcare bond with a number of defensive characteristics (good margins, low capex, trusted partner to big pharma, free cash flow generation (albeit mitigated by requirement to make acquisitions to replenish diminishing drugs). Bonds have yield upside if called earlier (usual for high yield bonds)
Chugai Pharmaceutical	Chugai is a Japanese pharma company, which is about 60%-owned by Roche. Having a partnership agreement with Roche, Chugai addresses significant growth opportunities, which include selling Roche's drugs in Japan and developing its own drugs. Encouragingly, the company has a track record of developing innovative blockbusters. We expect Chugai to continue to bring new hit drugs to the market in the future, as it has a strong pipeline and R&D abilities, particularly in peptides and bi-specific antibodies. In addition, Chugai's robust balance sheet will enable the company to sponsor its innovative drug development process, with an option to return excess cash to shareholders. We believe the current share price does not reflect the size of Chugai's growth opportunities as well as its R&D strengths. Therefore, we decided to take a holding for the fund.
Eurofins	Eurofins was founded in 1987 as a French food testing business by Dr Gilles Martin who is still the CEO. Today it is one of the largest provider of analytical services to the food, biopharma, and environmental industries, conducting more than 450 million tests p.a. Its decentralised hub-and-spoke network of labs, best-in-class levels of automation, and scale, means that it's the lowest cost and most efficient testing platform in what is still a very fragmented market. The demand for more testing, underpinned by regulation, compliance and safety, combined with market share gains and selective acquisitions, leads us to believe that this is a business that could grow c.10% for many years. Automation and efficiency gains also mean that margins could continue to rise. We've known this business for many years, having a lot of admiration for the culture and organisation that the founder has built. Following a de-rating post covid, we took the opportunity to invest in one of the most entrepreneurial companies in Europe at a much more reasonable valuation.
Meta Platforms Inc	We have bought a new holding in Meta Platforms, the owner of Facebook, WhatsApp and Instagram. We think that AI could be a significant growth driver. In the nearer term, it should facilitate revenue growth as AI systems allow adverts to be targeted more effectively despite Apple's privacy restrictions. Facebook may be unique in having the engineering resources to take advantage of this opportunity. The company addressed its cost base last year, leaving it well-placed to take on this challenge. In the longer term, AI should facilitate the monetisation of WhatsApp, a platform that enjoys widespread usage but has struggled to find a revenue model.
Nippon Paint	Nippon Paint is a Japan-listed international paint company. We like the financial characteristics of market leading decorative paint businesses; local scale can lead to powerful brands and strong pricing power, and result in high levels of cash generation even while in expansion mode. Nippon Paint is exposed to many growth markets through its subsidiary Nipsea which is the largest decorative paint company in China and leads in several other emerging Asian markets. We think there is good alignment between the management of the business and minority shareholders and that the growth strategy has been well planned and executed. The recent change in structure (buying in the minorities of the Nipsea subsidiaries) makes the listed entity considerably more attractive. We expect Nipsea to grow profitably for many years, and do not believe this is captured in the valuation.

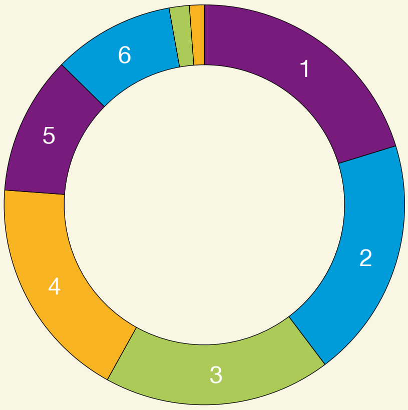
Royal Unibrew A/S	Royal Unibrew is a Danish drinks company operating a unique multi-beverage strategy. In contrast to other primarily pure-play companies in the sector, Royal Unibrew is highly diversified across many beverage types, including beer, soft drinks, energy drinks, malt beverages and ready-to-drink cocktails. As a result, Royal Unibrew can tap multiple high-growth beverage categories in parallel, such as energy drinks, non-alcoholic beer, and ready-to-drink cocktails, and be highly reactive to changing consumer habits. It also makes it an attractive supplier to retailers with whom it can supply a complete portfolio of beverages. Although growth has been primarily organic, Royal Unibrew has a proven history of value-accretive M&A, particularly in the Nordics, where Royal Unibrew is currently replicating its highly successful 2013 Finnish acquisition strategy in the Norwegian market. Due to its strong focus on cost management, Royal Unibrew has had higher profit margins than many larger competitors, and best-in-class returns. However, recent input cost inflationary pressures have compressed margins and led to a sell-off in the shares. We believe this margin compression is a temporary issue that has given us an attractive entry point into a high-quality business.
Samsara	We have taken a holding in Samsara, an internet-of-things software company. Samsara's cloud software digests data from the operation of physical assets (including commercial vehicles, industrial equipment, warehouses, and loading docks). Target customers tend to operate on thin margins, and the company adds value to them by unlocking visibility into operational inefficiencies so they can cut costs, improve safety, and reduce emissions through workflows such as route optimisation and predictive maintenance. Samsara sells to customers who have not historically bought much software, so the opportunity is largely greenfield. There are three distinctive attractions here: (1) competition is highly fragmented, with no Microsoft-scale competitor to fend off, (2) the co-founders (CEO and CTO) are highly aligned, with >40% ownership of the company, (3) the opportunity to become the system of record for physical operations. We see a path to significant upside through continued growth of the core vehicle safety and telematics products in the US. Unproven newer products and the nascent European market provide option value, but their success is not necessary for the our investment case.
Soitec	Soitec's engineered semiconductor substrates offer three attractions, (1) valuable power and performance advantages that encourage their substitution for plain silicon, (2) upside potential to grow revenue from EUR 1bn in 2023 to ~ EUR 7bn in 2032 by expanding content in smartphones, edge devices, and electric vehicles, and (3) a reinforcing culture increasingly characterised by ecosystem proximity and an ambition to establish Soitec substrates as 'standards' in new markets. With the potential for substrate content to be adopted in a succession of new markets, we decided to take a holding.

Complete Sales

Stock Name	Transaction Rationale
Carvana	The online used car dealership Carvana still has a large growth opportunity but it has become constrained by its financing position. The company has taken steps to address this, but its moves to control costs appear to be diminishing its competitive position. The selection of vehicles Carvana can offer is being limited by the inventory it can afford to hold. Outsourcing and staff cuts have made its customer service offering less distinctive. Its competitors are effectively being given more time to improve their own online offerings. We sold the shares to fund other higher conviction ideas.
Misumi	Misumi is a Japanese online distribution business for factory automation, die components, and other production materials. We continue to acknowledge the company's large growth opportunities. However, we are concerned about its slowing growth in real terms. We believe there are other opportunities that have similar valuations to Misumi, yet with far superior growth prospects. Therefore, we sold this stock for the fund to invest in more compelling growth opportunities elsewhere.
Suzuki Motor Corp	Suzuki is a global auto manufacturer with a successful Indian subsidiary in Maruti Suzuki. While Maruti Suzuki continues to dominate the Indian market we are concerned that future profitability may come under increasing pressure from overseas competition and from the requirement to invest in the development of electric drive trains. We have therefore sold the holding.
Takeaway.com	Just Eat Takeaway has not been a good investment. In hindsight it made a strategic error acquiring Grubhub in the US given the level of competition and the effects of fee caps introduced by the government. It was also greatly affected by the sell-off in long-duration, loss making businesses as interest rates rose quickly leading to a forced sale of some assets. While there are some positive signs of improvement, particularly in the Northern European business, the UK is still causing some problems and the US business is sub scale. We've also become less enthusiastic about the quality of management and the numerous u-turns taken on key strategic decisions. Therefore we decided to sell the remaining stake in the company and reinvest it in some new ideas.
Thai Beverage PCL (Singapore)	Thai Beverage's growth outlook has deteriorated, and we have become concerned by management's inaction on changes across the group structure. We have used the proceeds to fund other more compelling growth opportunities.

Fund Name	Update
Baillie Gifford Managed Fund	The latest quarter witnessed a degree of renewed optimism in bond markets. Continued resilience of the US economy was a key driver, along with a surge of enthusiasm in the potential for AI to transform everything, triggered by the widespread and rapid adoption of large learning models such as ChatGPT. Government bonds yields rose with the better-than-expected economic resilience and some stickier inflation numbers. Nowhere was this more the case than in the UK. There has been legitimate concern that the Bank of England has less credibility in delivering on its inflation mandate than, for example, the US Federal Reserve. Late in the quarter, the Bank was forced into a more aggressive rate hike than expected. Time will tell whether it has done enough to quell rising inflation expectations. In a global context, China's growth rate has improved as it has come out of Covid-19 restrictions. The improvement has been more muted than many expected and it is also rare in being a country without an inflation problem. Inflation is low and falling, which, combined with a weaker Chinese currency, is once again a disinflationary force for the world economy. This quarter we remained overweight in high yield bonds, but reduced overall high yield exposure a little. This came with a commensurate increase in investment grade exposure. This primarily reflects our view that investment grade bonds offer more attractive relative value. For example, the risk premium offered for owning BB-rated bonds (the highest quality high yield bonds) relative to BBB-rated bonds (the lowest quality investment grade bonds) is low. Duration in the bond portion of the Fund remains positive, driven by continued long duration in emerging markets rates, and short in developed markets. Examples of investment grade names added to the portfolio this quarter include Booking Holdings and Weir Group. Booking Holdings is a leading global online travel company. Through both inorganic and organic growth, Booking continues to exhibit a solid pathway to increase its strong market position. With a portfolio of established brands and sustained demand for online travel services, we believe it is a resilient single A-rated credit with good future prospects. The bonds offer an attractive risk premium relative to government bonds. Weir Group is an engineering machinery company. It is resilient and offers an attractive yield. The company benefits from leading market positions within its product lines, a high share of revenues derived from the aftermarket sales business, geographical and end-market diversification, as well as growth drivers from the climate transition. All of this, along with impressive cash generation and conservative financial policy, protects its balance sheet from the cyclicality of the mining investment cycle. The macro uncertainties at play just now lead us to place even more emphasis on the resilience of our underlying investments and their ability to cope with any of these scenarios. So, while we are broadly optimistic about the future, we're mindful of the array of possible outcomes from here. We remain optimistic on our long-term view that plentiful opportunities remain.

Geographic Exposure



		%
1	North America	20.2
2	UK	19.5
3	Europe (ex UK)	18.3
4	Overseas Bonds	18.1
5	Developed Asia Pacific	11.2
6	Emerging Markets	9.8
7	UK Bonds	1.6
8	Cash & Derivatives	1.2

As well as cash in the bank, this balance includes unsettled cash flows arising from both shareholder flows and outstanding trades.Therefore a negative balance may arise from timing differences between shareholder flows and security trading, and does not necessarily represent a bank overdraft.

Top Ten Equity Holdings

Stock Name	Description of Business	% of Portfolio
The Trade Desk	Advertising technology company	1.8
NVIDIA	Visual computing technology	1.5
Shopify	Cloud-based commerce platform provider	1.4
Amazon.com	Online retail and computing infrastructure company	1.4
Tesla Inc	Electric vehicles, autonomous driving and energy company	1.3
TSMC	Semiconductor manufacturer	1.2
Prosus	Portfolio of online consumer companies including Tencent	1.1
AstraZeneca	Anglo-Swedish global pharma and bio-pharma company	1.0
ASML	Semiconductor equipment manufacturer	1.0
Moderna	A biotechnology company developing mRNA-based drugs	0.9
Total		12.5

Voting Activity

Votes Cast in Favour		Votes Cast Against		Votes Abstained/Withheld	
Companies	140	Companies	47	Companies	11
Resolutions	1958	Resolutions	89	Resolutions	19

Our 2023 environmental, social, and governance (ESG) Principles and Guidelines are available on our website. The document sets out Baillie Gifford's Stewardship Principles and their integration into research, proxy voting, and ownership activities.

The second quarter of the year saw our Statement of Climate-related Intent and Ambition and fund-specific Task Force on Climate-Related Financial Disclosures (TCFD)-aligned Climate Report published. These are available on the website.

Our approach to ESG remains focused on the materiality of issues to the long-term investment case, and direct engagement with individual businesses

Company Engagement

Engagement Type	Company
Environmental	BHP Group Limited, CEMEX, S.A.B. de C.V., CoStar Group, Inc., Fast Retailing Co., Ltd., Marks and Spencer Group plc, NVIDIA Corporation, Nexans S.A., Reliance Industries Limited, Rio Tinto Group, Samsung Electronics Co., Ltd., Sweetgreen, Inc., Taseko Mines Limited, Twilio Inc.
Social	CEMEX, S.A.B. de C.V., Chegg, Inc., Embracer Group AB (publ), Fast Retailing Co., Ltd., Kering SA, Kingspan Group plc, Marks and Spencer Group plc, Moderna, Inc., Nintendo Co., Ltd., Recruit Holdings Co., Ltd., Samsung Electronics Co., Ltd., Taseko Mines Limited, Tesla, Inc.
Governance	Abcam plc, Adevinta ASA, Allegro.eu SA, Breedon Group plc, CEMEX, S.A.B. de C.V., Cloudflare, Inc., Delivery Hero SE, Embracer Group AB (publ), Eurofins Scientific SE, Hargreaves Lansdown plc, Howden Joinery Group Plc, IMCD N.V., Illumina, Inc., Kering SA, Kingspan Group plc, Marks and Spencer Group plc, Meituan, Moderna, Inc., NIBE Industrier AB (publ), Nexans S.A., Prudential plc, Recruit Holdings Co., Ltd., Samsung Electronics Co., Ltd., Schibsted ASA, Taseko Mines Limited, Tesla, Inc., Twilio Inc., iFAST Corporation Ltd.

For further details on company engagement please contact us. You can also find further information on how we integrate environmental, social and governance (ESG) matters into our investment approach, here.

Asset Name	Fund %
Equities	
UK	
AstraZeneca	1.00
Bunzl	0.85
Diageo	0.85
Rio Tinto	0.83
Unilever	0.72
St. James's Place	0.69
Prudential	0.67
RELX	0.66
Legal & General	0.59
Inchcape	0.59
Ashtead	0.56
Standard Chartered	0.52
Experian	0.51
Hikma Pharmaceuticals	0.51
Marks & Spencer	0.50
Burberry	0.47
Howden Joinery Group	0.47
Auto Trader	0.45
Weir	0.45
Informa	0.45
Lancashire Holdings	0.44
Baillie Gifford British Smaller Cos Fund C Acc	0.42
Rightmove	0.40
Just Group	0.30
Hiscox	0.29
PageGroup	0.28
Games Workshop Group	0.28
Bodycote	0.26
Volution Group	0.26
Intermediate Capital Group	0.25
Persimmon	0.24
Melrose Industries	0.24
Hargreaves Lansdown	0.24
Halma	0.22
IG Group	0.22
Wise Plc	0.21
Bellway	0.19
Babcock International	0.18
Close Brothers	0.17
Breedon Group	0.17
Abcam Plc ADR	0.17

Asset Name	Fund %
Trainline Plc	0.16
Greggs	0.16
Victrex	0.15
Renishaw	0.15
Schroders Plc	0.14
Genus	0.14
FDM Group	0.10
IntegraFin	0.10
Keller	0.09
Molten Ventures	0.09
Ocado	0.07
Helical	0.07
Enquest	0.07
Sabre Insurance Gp	0.06
Dowlais Group Plc	0.06
Fisher (James) & Sons	0.05
Exscientia Ltd ADR	0.02
Total UK	19.48

North America	
The Trade Desk	1.76
NVIDIA	1.46
Shopify 'A'	1.45
Amazon.com	1.38
Tesla Inc	1.29
Moderna Inc	0.93
Netflix Inc	0.89
CoStar Group	0.81
Watsco Inc	0.68
Workday Inc	0.65
Doordash Inc	0.63
Cloudflare Inc	0.60
Duolingo Inc	0.56
Alnylam Pharmaceuticals	0.55
Datadog	0.44
Chewy	0.43
Snowflake Inc	0.43
Roblox	0.43
Wayfair Inc	0.41
Twilio Inc	0.35
Penumbra Inc	0.32
Pinterest	0.30
Roku	0.28

Asset Name	Fund %
Denali Therapeutics	0.28
Zoom	0.25
MarketAxess Holdings	0.24
Doximity Inc	0.23
Hashicorp Inc	0.22
Novocure Ltd	0.21
10X Genomics Inc Class A	0.21
Meta Platforms Inc	0.20
Coursera Inc	0.18
Snap Inc	0.16
Sweetgreen	0.15
Redfin	0.14
Affirm Holdings Inc Class A	0.13
Chegg	0.10
Ginkgo Bioworks Holdings Inc	0.09
Samsara	0.09
Lemonade Inc	0.09
Recursion Pharmaceuticals Inc	0.08
Rivian Automotive Inc	0.07
Illumina	0.06
Sana Biotechnology Inc	0.03
Abiomed CVR Line*	0.00
Total North America	20.24
Europe (ex UK)	
Prosus N.V.	1.08
ASML	0.96
Richemont	0.83
Adyen NV	0.79
Ryanair	0.76
Atlas Copco B	0.73
Kingspan Group	0.72
Avanza Bank Holding	0.70
DSV	0.64
IMCD Group NV	0.64
Kering	0.63
Mettler-Toledo	0.60
Allegro.eu	0.56
Schibsted B	0.54
Spotify Technology SA	0.51
Nexans	0.51
Sartorius Stedim Biotech	0.50
Hexpol AB	0.47

Asset Name	Fund %
EXOR	0.45
Dassault Systemes	0.42
Wizz Air Holdings Plc	0.38
adidas	0.38
Adevinta	0.37
Zalando SE	0.37
HelloFresh SE Ordinary	0.36
Reply Spa	0.34
Epiroc B	0.33
Kinnevik	0.32
Delivery Hero AG	0.31
Auto1 Group SE	0.28
Hypoport	0.25
Beijer Ref	0.24
Evotec	0.23
AutoStore Hdgs	0.21
Nibe Industrier AB 'B' Shares	0.19
Soitec	0.19
Royal Unibrew A/S	0.15
Eurofins	0.15
Embracer Group AB	0.10
CRISPR Therapeutics AG	0.07
Aker Horizons	0.06
Ryanair ADR	0.03
Total Europe (ex UK)	18.34
Developed Asia Pacific	
Baillie Gifford Japanese Smaller Cos Fund C Acc	0.71
Shiseido	0.54
United Overseas Bank	0.50
SMC	0.48
SoftBank Group	0.42
MS&AD Insurance	0.41
Olympus	0.38
Shimano	0.35
Hong Kong Exchanges & Clearing	0.35
SBI Holdings	0.35
Washington Soul Pattinson	0.34
James Hardie Industries	0.33
Galaxy Entertainment Group	0.32
Recruit Holdings	0.29
BHP Group Ltd (Aus. listing)	0.28
Fast Retailing	0.28

Asset Name	Fund %
Denso	0.27
Sugi Holdings	0.27
AIA Group	0.26
Techtronic Industries	0.26
Murata	0.25
Unicharm	0.25
FANUC	0.22
Xero Ltd	0.20
Keyence	0.20
Cochlear	0.19
Makita Corporation	0.19
Nintendo	0.18
Treasury Wine Estates	0.17
Sysmex Corp	0.17
Tsingtao Brewery 'H'	0.16
REA Group	0.15
Nidec	0.15
Hoshizaki Corp	0.13
CyberAgent Inc	0.13
Ryman Healthcare Ltd	0.12
Nippon Paint	0.11
Cosmos Pharmaceutical	0.11
Pigeon	0.11
Asahi Group Holdings	0.10
Chugai Pharmaceutical	0.10
Kobe Bussan Co Ltd	0.10
MonotaRO Co	0.09
Z Holdings Corp	0.09
freee K.K.	0.08
iFAST Corp	0.04
Mesoblast	0.03
Total Developed Asia Pacific	11.19
Emerging Markets	
TSMC	1.15
Samsung Electronics	0.89
MercadoLibre	0.69
Petrobras Common ADR	0.66
Tencent	0.66
Reliance Industries Ltd	0.54
First Quantum Minerals	0.49
Alibaba Group Holding	0.48
HDFC Corp	0.47

Asset Name	Fund %
Samsung SDI Co Ltd	0.44
Ping An Insurance	0.44
Cemex ADR	0.43
B3 S.A.	0.39
Meituan	0.39
Bank Rakyat Indonesia	0.36
Grupo Financiero Banorte	0.33
Byd Company 'H'	0.29
ICICI Prudential Life Insurance	0.28
Sea Ltd ADR	0.28
Li Ning	0.15
Mmc Norilsk Nickel	0.00
Sberbank Of Russia	0.00
Total Emerging Markets	9.81
Total Equities	79.05
Fixed Income	
UK Bonds	
Credit	1.63
Total UK Bonds	1.63
Overseas Bonds	
Credit	7.45
Government	10.67
Total Overseas Bonds	18.12
Total Fixed Income	19.75
Cash & Derivatives	
Cash & Derivatives	1.20
Total Cash & Derivatives	1.20
Total Fund	100.00

Please note the fund information contained within this document is confidential, proprietary information and should be maintained as such and not disseminated. The content is intended for information purposes only and should not be disclosed to other third parties or used for the purposes of market timing or seeking to gain an unfair advantage.

As at March 3rd 2022, five Russian holdings were valued at zero by our Fair Value Pricing Committee due to the ongoing issues in the Russian market: Magnit, Norilsk Nickel, Moscow Exchange, Ozon and Sberbank.

*Abiomed was acquired in December 2022 by Johnson and Johnson. Holders received a cash allocation plus non-tradable contingent value rights (CVRs).

Share Class	Share Class Inception Date	ISIN	SEDOL	Annual Management Fee (%)	Ongoing Charge Figure (%)
Class B-Acc	01 April 1987	GB0006010168	0601016	0.40	0.43
Class B-Inc	01 April 1987	GB0006007909	0600790	0.40	0.43

The table displays the primary shares classes. Other share classes may be available for those investors who have a separate arrangement. Charges will reduce the value of your investment. Please refer to the Prospectus and Key Investor Information Document for further details.

Risk Warnings

Investment markets can go down as well as up and market conditions can change rapidly. The value of an investment in the Fund, and any income from it, can fall as well as rise and investors may not get back the amount invested. The specific risks associated with the Fund include:

— Custody of assets, particularly in emerging markets, involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

— The Fund invests in emerging markets where difficulties in dealing, settlement and custody could arise, resulting in a negative impact on the value of your investment.

— Bonds issued by companies and governments may be adversely affected by changes in interest rates, expectations of inflation and a decline in the creditworthiness of the bond issuer. The issuers of bonds in which the Fund invests, particularly in emerging markets, may not be able to pay the bond income as promised or could fail to repay the capital amount.

— The Fund has exposure to foreign currencies and changes in the rates of exchange will cause the value of any investment, and income from it, to fall as well as rise and you may not get back the amount invested.

— Derivatives may be used to obtain, increase or reduce exposure to assets and may result in the Fund being leveraged. This may result in greater movements (down or up) in the price of shares in the Fund. It is not our intention that the use of derivatives will significantly alter the overall risk profile of the Fund.

— The Fund's share price can be volatile due to movements in the prices of the underlying holdings and the basis on which the Fund is priced.

Further details of the risks associated with investing in the Fund can be found in the Key Investor Information Document or the Prospectus, copies of which are available at bailliegifford.com.

Additional Fund Information

The Fund is a sub-fund of the Baillie Gifford UK & Balanced Funds ICVC (Investment Company with Variable Capital) which is an umbrella Open-Ended Investment Company. Its Authorised Corporate Director ('ACD') is Baillie Gifford & Co Limited.

The yields quoted are historic yields based on distributions paid by the Fund in the previous 12 months as a percentage of the mid-market share price, as at the date shown. Investors may be subject to tax on their distributions. The disruption caused by the Coronavirus to global economies, markets and companies could reduce the distributions paid by the Fund in the future.

The ongoing charges figure is based on the expenses for the financial year and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. Further explanation of all the charges and costs relating to this Fund can be found in the Enhanced Disclosure of Fund Charges and Costs document which is available through our website, bailliegifford.com.

Active Share is a measure of how actively managed a Fund is and is calculated by taking 100 minus the % of the Fund that overlaps with the comparative index. An active share of 100 indicates no overlap with the comparative index and an active share of zero indicates a portfolio that tracks the comparative index. The comparative index for this Fund is the median of The Investment Association Mixed 40-85% Shares Sector. As this is a peer group benchmark, and therefore stock-level data is unavailable, we instead use an appropriately weighted composite of representative indices to estimate active share.

Turnover is calculated by taking the smaller figure of either total purchases or total sales for the month and dividing it by an average market value. The Annual Turnover is then calculated as the sum of the monthly turnover figures for the 12 month period.

Throughout the report, all figures are rounded, so any totals may not sum. Not all stocks mentioned may be held by the portfolio.

Further Information

Any comments expressed in this report should not be taken as a recommendation or advice.
This report does not provide you with all the facts that you need to make an informed decision about investing in the Fund. You need to read the associated Key Investor Information Document and Supplementary Information Document and decide whether to contact an authorised intermediary.
This document is issued by Baillie Gifford & Co Limited, Calton Square, 1 Greenside Row, Edinburgh EH1 3AN, a company which is authorised and regulated by the Financial Conduct Authority, Financial Services Register No. 119179, and is a member of The Investment Association. Baillie Gifford & Co Limited is wholly owned by Baillie Gifford & Co, which is authorised and regulated by the Financial Conduct Authority. Baillie Gifford Overseas Limited is wholly owned by Baillie Gifford & Co. Baillie Gifford Overseas Limited provides investment management and advisory services to non-UK clients. Both are authorised and regulated by the Financial Conduct Authority.

Target Market

This Fund is suitable for all investors seeking a Fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Fund is compatible for mass market distribution. This Fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Fund does not offer capital protection.

Additional Geographical Location Information

Israel: This Report, as well as investment in the Fund described herein, is directed at and intended for Investors that fall within at least one category in each of: (1) the First Schedule of the Israeli Securities Law, 1968 ("Sophisticated Investors"); and (2) the First Schedule of the Investment Advice Law ("Qualified Clients").

Legal Notices

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Contact Us

For further information about the Fund or Baillie Gifford's range of OEICs, please contact us at the below address, call our Client Relations Team on 0800 917 2113 or 0131 275 3499 (your call may be recorded for training or monitoring purposes), visit our website at bailliegifford.com or email crtallenquiries@bailliegifford.com.

All information as at 30 June 2023 and source is Baillie Gifford & Co unless otherwise stated.

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Calton Square, 1 Greenside Row, Edinburgh EH1 3AN
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Additional Fund Information

The yields quoted are historic yields based on distributions paid by the Fund in the previous 12 months as a percentage of the mid-market share price, as at the date shown. Investors may be subject to tax on their distributions. Where the quoted yields are not historic yields, forecast yields have been quoted using estimated income and expenses.

The ongoing charge figure may vary from year to year and will exclude the costs of buying and selling assets for the Fund (unless these assets are shares of another fund). Further explanation of all the charges and costs relating to this Fund can be found in the Enhanced Disclosure of Fund Charges and Costs document, which is available through our website, bailliegifford.com. Where the share class has been launched during the financial period and / or expenses during the period are not representative, an estimate of expenses may have been used instead.

Active Share is a measure of how actively managed a Fund is and is calculated by taking 100 minus the % of the Fund that overlaps with the comparative index or sector. An active share of 100 indicates no overlap with the comparator or and an active share of zero indicates a portfolio that tracks the comparator.

Turnover is calculated by taking the smaller figure of either total purchases or total sales for the month and dividing it by an average market value. The Annual Turnover is then calculated as the sum of the monthly turnover figures for the 12-month period.

All figures are rounded, so any totals may not sum.

Further Information

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

This factsheet does not provide you with all the facts that you need to make an informed decision about investing in the Fund. You need to read the associated Key Investor Information Document and Supplementary Information Document and decide whether to contact an authorised intermediary.

This factsheet has been issued and approved by Baillie Gifford & Co Limited, which is wholly owned by Baillie Gifford & Co, both of which are authorised and regulated by the Financial Conduct Authority.

Baillie Gifford Overseas Limited is wholly owned by Baillie Gifford & Co. Baillie Gifford Overseas Limited provides investment management and advisory services to non-UK clients and is authorised and regulated by the Financial Conduct Authority.

Target Market

This Fund is suitable for all investors seeking a Fund that aims to deliver capital growth over a long-term investment horizon. The investor should be prepared to bear losses. This Fund is compatible for mass market distribution. This Fund may not be suitable for investors who are concerned about short-term volatility and performance, seeking a regular source of income and investing for less than five years. This Fund does not offer capital protection.

Risk Warnings

Investment markets can go down as well as up and market conditions can change rapidly. The value of an investment in the Fund, and any income from it, can fall as well as rise and investors may not get back the amount invested.

The specific risks associated with the Fund include:

— Custody of assets, particularly in emerging markets, involves a risk of loss if a custodian becomes insolvent or breaches duties of care.
— The Fund invests in emerging markets where difficulties in trading could arise, resulting in a negative impact on the value of your investment.
— Bonds issued by companies and governments may be adversely affected by changes in interest rates, expectations of inflation and a decline in the creditworthiness of the bond issuer. The issuers of bonds in which the Fund invests, particularly in emerging markets, may not be able to pay the bond income as promised or could fail to repay the capital amount.
— The Fund has exposure to foreign currencies and changes in the rates of exchange will cause the value of any investment, and income from it, to fall as well as rise and you may not get back the amount invested.
— Derivatives may be used to obtain, increase or reduce exposure to assets and may result in the Fund being leveraged. This may result in greater movements (down or up) in the price of shares in the Fund. It is not our intention that the use of derivatives will significantly alter the overall risk profile of the Fund.
— The Fund's share price can be volatile due to movements in the prices of the underlying holdings and the basis on which the Fund is priced.

Further details of the risks associated with investing in the Fund can be found in the Key Investor Information Document or the Prospectus, copies of which are available at bailliegifford.com.

Contact Us

For further information about the Fund or Baillie Gifford’s range of OEICs, please contact us at the below address, call our Client Relations Team on 0800 917 2113 or 0131 275 3499 (your call may be recorded for training or monitoring purposes), visit our website at bailliegifford.com or email crtallenquiries@bailliegifford.com.

Important Information Israel

This Factsheet, as well as investment in the Fund described herein, is directed at and intended for Investors that fall within at least one category in each of: (1) the First Schedule of the Israeli Securities Law, 1968 (“Sophisticated Investors”); and (2) the First Schedule of the Investment Advice Law (“Qualified Clients”).

Important Information Chile

La presente oferta se acoge a la Norma de Carácter General N° 336 de la Comisión para el Mercado Financiero (CMF) de Chile.
La presente oferta versa sobre valores no inscritos en el Registro de Valores o en el Registro de Valores Extranjeros que lleva la Comisión para el Mercado Financiero, por lo que los valores sobre los cuales ésta versa, no están sujetos a su fiscalización.
Que por tratarse de valores no inscritos, no existe la obligación por parte del emisor de entregar en Chile información pública respecto de estos valores. Estos valores no podrán ser objeto de oferta pública mientras no sean inscritos en el Registro de Valores correspondiente.

Important Information Mexico

The Fund has not and will not be registered in the National Registry of Securities maintained by the National Banking and Securities Commission, and therefore may not be offered or sold publicly in Mexico. The Fund may be offered or sold to qualified and institutional investors in Mexico, pursuant to the private placement exemption set forth under Article 8 of the Securities Market Law as part of a private offer.

Important Information Singapore

In Singapore the Fund is on the Monetary Authority of Singapore’s List of Restricted schemes. This document has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this information memorandum and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of shares in the Fund may not be circulated or distributed, nor may the shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor pursuant to Section 304 of the Securities and Futures Act, Chapter 289 of Singapore (the “SFA”) or (ii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Important Information Colombia

The securities have not been, and will not be, registered with the Colombian National Registry of Securities and Issuers (Registro Nacional de Valores y Emisores) or traded on the Colombian Stock Exchange (Bolsa de Valores de Colombia). Unless so registered, the securities may not be publicly offered in Colombia or traded on the Colombian Stock Exchange. The investor acknowledges that certain Colombian laws and regulations (including but not limited to foreign exchange and tax regulations) may apply in connection with the investment in the securities and represents that is the sole liable party for full compliance therewith.

Important Information Peru

The Fund has not and will not be registered in the Public Registry of the Capital Market (Registro Público del Mercado de Valores) regulated by the Superintendency of the Capital Market (Superintendencia del Mercado de Valores – “SMV”). Therefore, neither this document, nor any other document related to the program has been submitted to or reviewed by the SMV. The Fund will be placed through a private offer aimed exclusively at institutional investors. Persons and/or entities that do not qualify as institutional investors should refrain from participating in the private offering of the Fund.

Ratings – As at 30 June 2023

This Fund is rated by Rayner Spencer Mills Research, for more information go to: rsmgroup.co.uk*.

This Fund is rated by Defaqto, for more information go to: defaqto.com*.

This Fund is rated by Dynamic Planner, for more information go to: dynamicplanner.com*.

This Fund is rated by Synaptic, for more information go to: synaptic.co.uk*.

Morningstar Medalist Rating™
Bronze
Class B-Acc in GBP. Morningstar Medalist Rating™ as at 31-June-2023.

Analyst-Driven %
10

Data Coverage %
96

EV Standard 1-10, 10 years. This Fund is rated by EV, for more information go to: ev.uk. EV determines a fund's risk rating by projecting future outcomes using simulations generated by its proprietary asset model and based on its high-level asset allocation. These projections of outcomes are forward-looking over a range of durations from 5 to 25 years. The fund's risk is compared to a set of risk benchmarks from these outcomes. EV's risk rating methodology only focuses on the range of potential outcomes at different durations. It does not incorporate all risks to which a fund may be subject, for example, but not limited to, credit risk, liquidity risk, the concentration of risk within asset classes, manager business risk, political and other specific risks associated with the way the fund is managed. Customers and third parties using EV's risk ratings should ensure the limitations of risk ratings are understood by their clients.

*These ratings are designed for use by professional advisers and intermediaries as part of their advice process. These ratings are not recommended to buy. If you need further information or are in doubt then you should consult a professional adviser.

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Your call may be recorded for training or monitoring purposes.

Ref: 57638

Managed Fund Stewardship Report

2022

Baillie Gifford | Investment managers

Outwith the UK, this document is solely for the use of professional investors.

Risk Factors and Important Information

The views expressed should not be considered as advice or a recommendation to buy, sell or hold a particular investment. They reflect opinion and should not be taken as statements of fact nor should any reliance be placed on them when making investment decisions.

This communication was produced and approved in May 2023 and has not been updated subsequently. It represents views held at the time of writing and may not reflect current thinking.

Potential for Profit and Loss

All investment strategies have the potential for profit and loss, your or your clients' capital may be at risk. Past performance is not a guide to future returns.

This communication contains information on investments which does not constitute independent research. Accordingly, it is not subject to the protections afforded to independent research, but is classified as advertising under Art 68 of the Financial Services Act ('FinSA') and Baillie Gifford and its staff may have dealt in the investments concerned.

Custody of assets, particularly in emerging markets, involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

The Fund invests in emerging markets where difficulties in dealing, settlement and custody could arise, resulting in a negative impact on the value of your investment.

Bonds issued by companies and governments may be adversely affected by changes in interest rates, expectations of inflation and a decline in the creditworthiness of the bond issuer. The issuers of bonds in which the Fund invests, particularly in emerging markets, may not be able to pay the bond income as promised or could fail to repay the capital amount.

The Fund's share price can be volatile due to movements in the prices of the underlying holdings and the basis on which the Fund is priced.

Any stock examples used in this article are not intended to represent recommendations to buy or sell, neither is it implied that they will prove profitable in the future. It is not known whether they will feature in any future portfolio produced by us. Any individual examples will represent only a small part of the overall portfolio and are inserted purely to help illustrate our investment style.

Baillie Gifford & Co and Baillie Gifford & Co Limited are authorised and regulated by the Financial Conduct Authority (FCA). Baillie Gifford & Co Limited is an Authorised Corporate Director of OEICs.

Baillie Gifford Managed Fund B Acc Annual Past Performance to 31 March each year (%)

	2019	2020	2021	2022	2023
Baillie Gifford Managed Fund B Acc	8.4	0.2	46.4	-8.2	-8.5
IA Mixed Investments 40%–85% Shares Sector Median	4.5	-7.8	26.3	5.4	-4.3

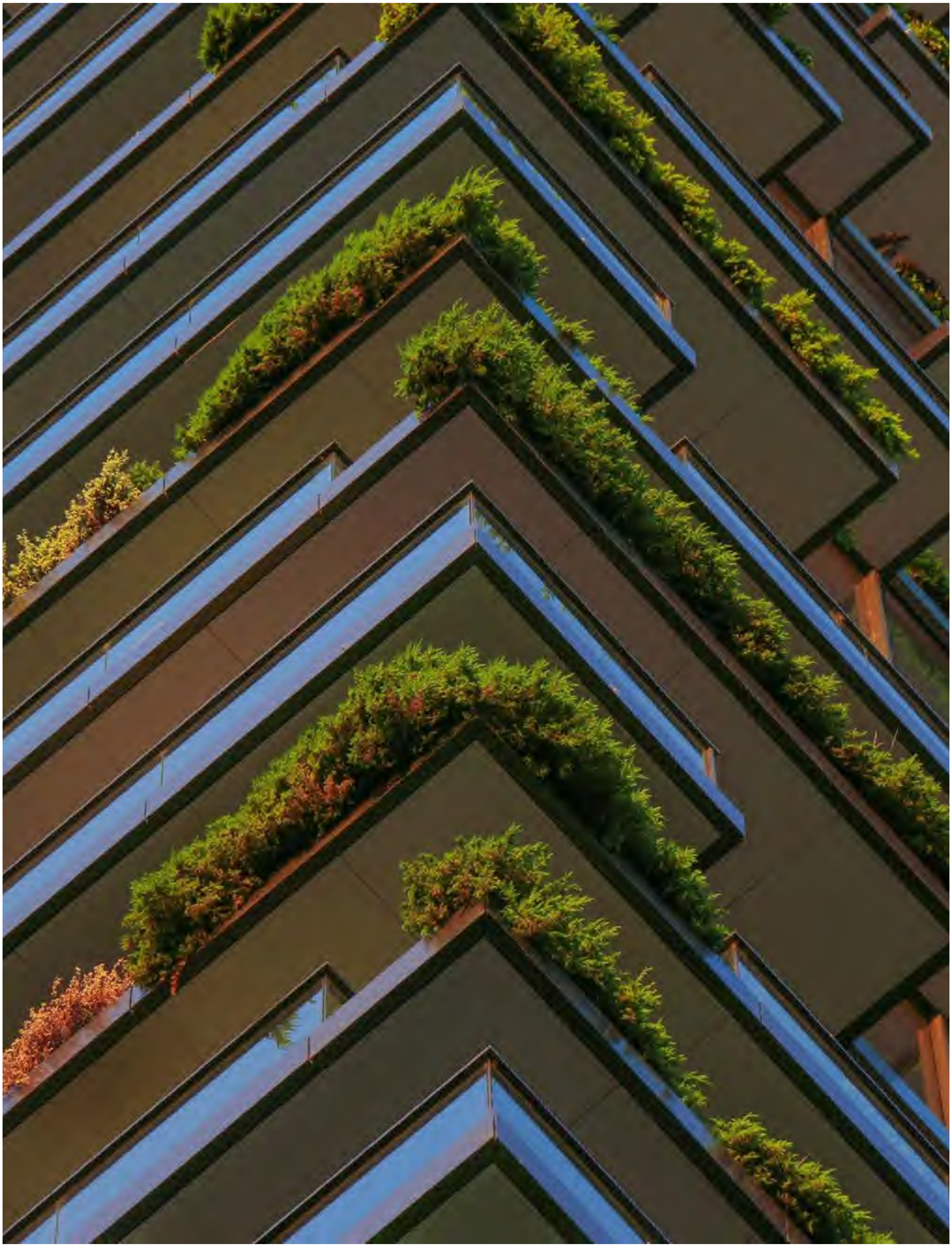
Source: FE, Revolution, net of fees, total return in sterling terms.

The manager believes an appropriate comparison for this Fund is the Investment Association Mixed Investment 40–85% Shares median given the investment policy of the Fund and the approach taken by the manager when investing.

All information is sourced from Baillie Gifford & Co and is current unless otherwise stated.

The images used in this article are for illustrative purposes only.

Contents



Introduction

Welcome to the Baillie Gifford Managed Fund 2022 Stewardship Report.

We write this report in an environment of disruption and uncertainty. Against such a backdrop, the consistency of our investment philosophy (patient, active, growth-focused) is key to our ability to provide positive outcomes for investors, including our approach to Environmental, Social and Governance (ESG) research and integration. You will learn how the Managed Fund team thinks about this vital area and offers examples of how our philosophy is applied in practice.

We begin by outlining the Managed Fund's approach to ESG. You will read about our five firmwide stewardship principles. These guide our company engagements and are designed to support our long-term, active, growth investment style. You are given some specific examples of how the Managed Fund's managers have applied these principles in their engagements with companies across the globe. The report then discusses our approach to proxy voting, including examples.

We hope you find this an informative and interesting read. We desire to be industry-leading stewards of your capital, and we welcome your feedback as we work towards this goal.

Iain McCombie
Steven Hay

ESG Integration and Stewardship

We start thinking about ESG when we begin researching a company. In equities, we recognise that we invest in real-world businesses with unique features. Therefore, we prefer to examine and engage with companies individually in our research and ongoing company relationships. We believe that a company cannot be financially sustainable in the long term if its approach to business is fundamentally out of line with society's changing expectations. We consider the values and long-term motivations of management, as well as corporate culture. We seek to apply similar principles to bond investing, as detailed below.

The extent to which ESG factors are incorporated into the investment case is based on the materiality of any issue to the long-term sustainability of each company's business. That said, in every case, we lean on Baillie Gifford's firmwide stewardship principles, which form a touchstone for our investors to guide their thinking. We acknowledge that the ESG credentials of a company cannot be distilled into a single metric. The reality is far more nuanced. Therefore, the principles provide a framework for analysis while giving sufficient scope for our investment managers to address a company's specific situation rather than follow a box-ticking exercise.

Once we have invested in a company on behalf of clients, the focus turns to ongoing review, engagement, and voting, which is all performed in-house. For voting, we evaluate proposals on a case-by-case basis, based on what we believe is in the best long-term interests of our clients. Where possible, we vote all our clients' shares globally and vote against proposals that are not in our clients' interests. When we do not vote in line with management's recommendation, we seek to discuss our concerns and communicate our decision with the company before submitting our vote.

Our approach to ESG spans the lifetime of our interaction with a company, from initial research to investment and ongoing reviews. We consider each company individually and decide if and how to engage based on the materiality of ESG factors to the investment case. Our stewardship principles guide us, allowing for a nuanced, thoughtful approach to engagement. This is our area of expertise as long-term, bottom-up investors.

Bond investing

For corporate bonds, sustainability analysis is a critical component in assessing a bond issuer's resilience, as are a company's long-term prospects and capital structure. As well as providing warning signs of potential issues, positive sustainability indicators may also signal that a company is becoming a more attractive investment.

We score each company based on five sustainability dimensions to answer the question: 'Is this company compatible with a sustainable economy?'. Our analysis focuses on the most material factors for each company. We think carefully about sustainability and categorise investments as 'Adapting', 'Neutral', 'Leader', or 'Enabler'. Adapting companies are the focus of monitoring and engagement activity.

Companies that treat their stakeholders fairly, have an effective governance structure, and proactively tackle sustainability issues should be the ones that ultimately prosper, unlike those that disregard their corporate responsibilities.

In sovereign bonds, we assess whether a country is on a sustainable trajectory by determining alignment with the Paris Climate Agreement and the UN Sustainable Development Goals. The categories 'Sustainability at risk', 'Adequate sustainability', 'Good sustainability' and 'Strong sustainability' inform our priorities for monitoring progress. US Treasuries, German Bunds, UK Gilts and Japanese Government Bonds are exempt from this analysis to ensure we can manage risk and liquidity effectively.

Baillie Gifford's Stewardship Principles

Prioritisation of long-term value creation

We encourage company management and their boards to be ambitious and focus their investments on long-term value creation. We understand that it is easy for businesses to be influenced by short-sighted demands for profit maximisation but believe these often lead to sub-optimal long-term outcomes. We regard it as our responsibility to steer businesses away from destructive financial engineering towards activities that create genuine economic value over the long run. We are happy that our value will often be in supporting management when others don't.

A constructive and purposeful board

We believe that boards play a key role in supporting corporate success and representing the interests of minority shareholders. There is no fixed formula, but it is our expectation that boards have the resources, cognitive diversity and information they need to fulfil these responsibilities. We believe that a board works best when there is strong independent representation able to assist, advise and constructively test the thinking of management.

Long-term focused remuneration with stretching targets

We look for remuneration policies that are simple, transparent and reward superior strategic and operational endeavour. We believe incentive schemes can be important in driving behaviour, and we encourage policies which create alignment with genuine long-term shareholders. We are accepting of significant pay-outs to executives if these are commensurate with outstanding long-run value creation, but plans should not reward mediocre outcomes. We think that performance hurdles should be skewed towards long-term results and that remuneration plans should be subject to shareholder approval.

Fair treatment of stakeholders

We believe it is in the long-term interests of companies to maintain strong relationships with all stakeholders, treating employees, customers, suppliers, governments and regulators in a fair and transparent manner. We do not believe in one-size-fits-all governance and we recognise that different shareholder structures are appropriate for different businesses. However, regardless of structure, companies must always respect the rights of all equity owners.

Sustainable business practices

We look for companies to act as responsible corporate citizens, working within the spirit and not just the letter of the laws and regulations that govern them. We believe that corporate success will only be sustained if a business's long-run impact on society and the environment is taken into account. Management and boards should therefore understand and regularly review this aspect of their activities, disclosing such information publicly alongside plans for ongoing improvement.

Our Approach In Practice: A Regional Overview

The Stewardship Principles are used to frame our engagements. The map below gives you some examples of how we apply the principles in practice across regions and ESG topics.

Shopify

Canada

We spoke with the lead independent director about plans to grant founder and CEO Tobi Lütke a newly created ‘founder share’, enabling him to retain control of 40 per cent of votes. We voted in favour of the founder share at the company’s AGM. Protecting Lütke’s control of the business increases the company’s chances of executing its long-term strategy and creating substantial value for our clients.

Ryanair

Ireland

We met the company on three occasions in 2022 to discuss sustainability. Ryanair has expanded its sustainability team, is conducting workforce engagement forums, and is restoring staff pay after Covid-19. There are also initial signs of Ryanair demonstrating leadership on sustainable aviation fuel.

UK

Roblox

USA

We met with the CFO and CEO to discuss the safety and behaviour of Roblox users, most of whom are under 16. The company has been proactive in implementing guidelines and restrictions for developers on content and predatory monetisation. Roblox is also investing in the ‘Trust, Safety and Civility Group’, which combines safe communication for children with more liberal communication for older, validated users.

Prosus

Netherlands

We met the company to discuss planned changes to its executive pay plan, which do not fit with conventional pay practices. However, the changes attempt to align the experiences of management and shareholders and are focused on achieving Prosus’ long-term strategy. We supported the resolution, which passed with 86.5 per cent support.

B3

Brazil

We met B3 twice in 2022 to discuss its sustainable business practices.The company was the world’s first exchange to issue a ‘Sustainability-Linked Bond’ in 2021, is committing to creating a diversity index for the Brazilian market and is working to develop a carbon market. We were invited to support the development of its ‘climate roadmap’.

Baillie Gifford's Five Stewardship Principles

- Prioritisation of long-term value creation
- A constructive and purposeful board
- Long-term focused remuneration with stretching targets
- Fair treatment of stakeholders
- Sustainable business practices

Informa

We participated in a remuneration consultation and discussed executive pay with the chair, John Rishton. At the AGM, we supported the new remuneration policy but opposed the remuneration report following an investigation of a delayed bonus payment.

Hargreaves Lansdown

During the year, there were significant changes to the board and management. From our discussions with the firm, we were reassured that the correct processes had been followed and that the CEO, chair and other directors have the skills, expertise and time required for their roles.

Tencent

China

We spoke to Tencent after a third-party research provider assessed the company as 'non-compliant' with the second principle of the United Nations (UN) Global Compact (complicity in human rights abuses) over data privacy. Tencent has various policies and procedures to protect access to users' data and comply with local laws. However, we believe there are opportunities for the company to improve public disclosure on these issues.

Japan

Softbank

We spoke with Softbank to learn about founder and CEO Masayoshi Son's decision to take a step back from quarterly investor updates and take a more active role in one of Softbank's investee companies. We acknowledged his time and effort while highlighting the importance of hearing from him regularly to understand his vision.

Olympus

We arranged a call with the chair of Olympus, Sumitaka Fujita (one of the few independent chairs in Japan), to discuss governance reforms that he has introduced. Our discussion was very insightful, and we valued the opportunity to deepen our understanding of the governance landscape at Olympus and in Japan more broadly.

Digging Deeper: Three In-depth Case Studies

We engage with many companies on different issues every year. Although we regularly update clients on these interactions in quarterly reports, this medium does not lend itself to showing how our relationship with a company evolves. In this section you can read three in-depth case studies on pharmaceutical and biotechnological company **Moderna**, UK animal genetics company **Genus** and Chinese sportswear and sports equipment company **Li Ning** to demonstrate:

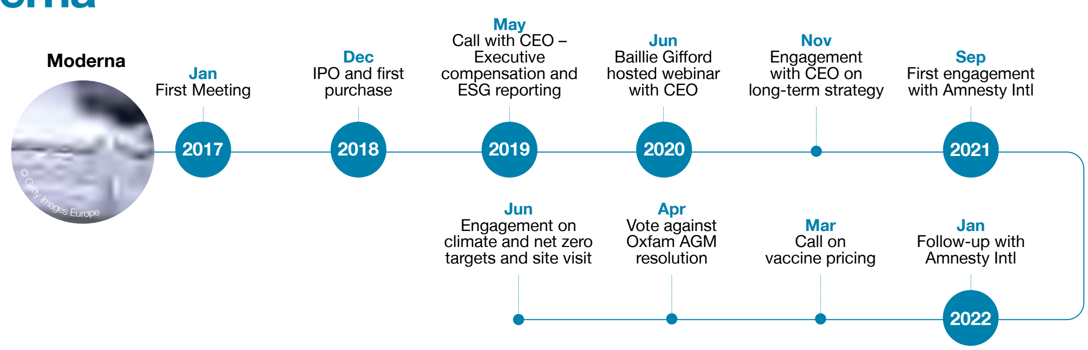
— our awareness of these companies' ESG context;

— how we broached significant ESG issues with them in 2022;

— and how we responded.

The case studies highlight what we believe to be a thoughtful and pragmatic approach to stewardship. This is where long-term investors can add meaningful value for their clients over those taking a passive and/or short-term approach.

Moderna



Background

Moderna is developing an entirely new class of medicine (mRNA) to treat a wide range of diseases, with mRNA being a piece of genetic code that allows programming for any protein. Moderna has invested heavily in its technology platform, which will help solve drug stability, delivery and potency challenges. This should allow for a repeatable research engine and the development of drug candidates in multiple therapeutic areas. In addition to already approved Covid-19 vaccines, we expect that in the next five years, Moderna will add several new vaccines and treatments for cancer and rare diseases. This will expand mRNA's potential to improve human health outcomes globally.

ESG focus areas

Vaccine access: The Covid-19 pandemic highlighted vaccine inequity, which can be explained in part by the differential in purchasing capacity between countries. However, significant variations also exist between countries with similar incomes, reflecting other barriers to vaccination rates, which include lacking political commitment, efficient distribution strategies, and high vaccine hesitancy. Improving worldwide access to vaccines is materially relevant for pharmaceutical companies as it opens revenues and addresses reputational risks by actively protecting human rights globally.

2022 What's changed this year?

In March 2022, Moderna announced its global public health strategy, launching work on the 15 pathogens presenting the greatest global health risk, its mRNA Access platform, and further commitments on patent enforcement. At the April AGM, shareholders were asked to vote on a resolution to commission a third party report analysing the feasibility of promptly transferring intellectual property and know-how to facilitate the production of Covid-19 vaccine doses by qualified manufacturers in low and middle income countries (LMICs). We opposed this resolution after a comprehensive series of engagements with the CEO, Chair, experts in the field and the shareholder proposal proponents. We did not come to this decision lightly and, as with every proposal we are asked to vote on, analysed this resolution carefully.

2022 Engagement snapshot – April

Objective	Thoroughly review the arguments for and against the Oxfam shareholder resolution. This resolution was supported by proxy advisors Glass Lewis and ISS.
Engagement	We met regularly with Moderna's management and Chair leading up to the AGM in order to thoroughly explore the nuances of the shareholder resolution. These meetings provided reassurance that Moderna's leadership had deeply explored the feasibility of safely licensing its technology and to whom, in consultation with stakeholders, such as the World Health Organisation. We also engaged with Oxfam on the rationale for its shareholder proposal and to ensure we fully understood the concerns raised. As part of understanding this area, we made it a priority to seek the views and insights of a diverse set of stakeholders, not only the company. Ultimately, we concluded that a third party report into this issue was not required. We trusted in management's view that further technology transfer to companies in LMICs is not the best use of its limited resources in the immediate future. By April 2022, the main bottlenecks to ending the pandemic were no longer in vaccine supply, but last-mile distribution and vaccine hesitancy. We also trusted in management's decision to take a cautious approach to enabling the safe proliferation of the mRNA platform in order to prioritise realising its enormous long-term potential.
Outcome	We opposed the resolution which did not pass, receiving 24 per cent support. Although we shared the goal of ending the pandemic as quickly as possible, we did not believe this resolution would help achieve that end, nor was it in the best financial interest of our clients.

Next steps

We continue to encourage Moderna's plans to ensure a global manufacturing base to service a global population. We will monitor its commitment to addressing global health inequities in the coming years. We are also speaking with multilaterals and organisations, such as UNICEF, to ensure we better understand the dynamics which lead to vaccine and health inequalities more broadly. This will help us to potentially invest in the solutions and to have more informed engagements with investee companies on this important topic.

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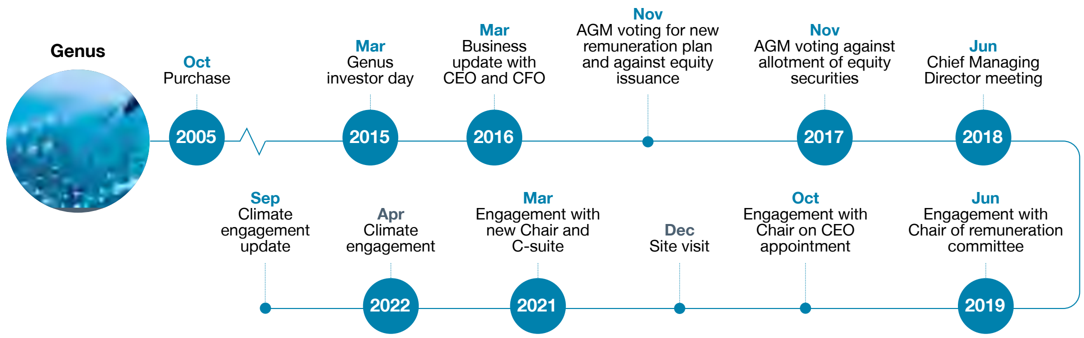
Genus



Background

Genus is an animal genetics company that operates in the bovine and porcine farming sectors. It sells semen and breeding animals with genetically selected traits related to improved meat and dairy production. In addition, it offers semen sexing, reproductive, and other technical services to farmers. We recognise that in producing animal protein, Genus can perform a valuable social role in reducing global hunger, but we also recognise that the global farming industry faces significant challenges to decarbonise in alignment with the goals of the Paris Agreement. As a supplier of genetically selected livestock to a significant number of livestock farmers, the company has an opportunity to encourage/promote decarbonisation of customers' Scope 1 emissions (Genus' Scope 3 emissions). However, while Genus' own Scope 1 emissions are predominantly porcine-related slurry, the major challenge across livestock farming is from enteric methane from the bovine industry.

ESG focus areas

Decarbonisation: Fundamentally, meat and dairy production generate a very significant greenhouse gas (GHG) footprint (approx. 15 per cent of global GHG emissions, according to the UN's Food and Agricultural Organisation, when considering land use for livestock, crops for animal feed and livestock farms). Radical changes to current practices will be required if the global farming industry is to decarbonise in alignment with a 1.5C scenario by 2050.

Food security: Genus's products are focused on maximising yields, which ultimately supports lowering animal protein costs. This is a clear tailwind for access and affordability (especially in LMICs). Still, important questions remain concerning the overall stability of our global food system and the role of animal protein.

2022 What's changed this year?

In the first quarter of 2022, we analysed Genus in line with Baillie Gifford's detailed internal climate audit. This formed the foundation for our engagement with the company on its sustainability ambitions and decarbonisation strategy.

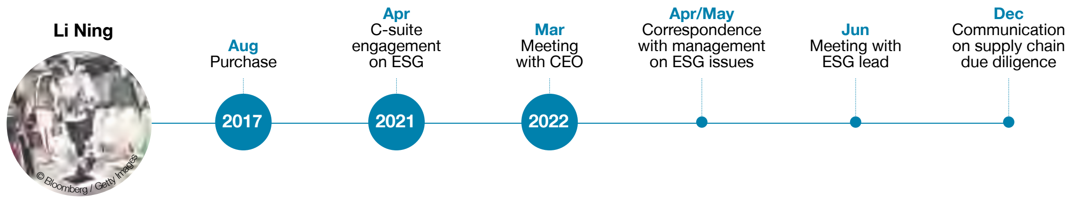
Engagement Snapshot – December / January

Objective	We encouraged the company to 1) measure the impact of its emission-reducing products within customer operations; and 2) participate in the Science Based Targets initiative (SBTi) to establish decarbonisation targets once the new methodology for the FLAG (Forest, Land and Agriculture) industry pathway has been published.
Discussion	The company has produced its own decarbonisation pathway (not independently validated) that focuses on biogas recapture at its various porcine nucleus herds. If successful, the company could encourage similar investments to other pig farmers. We met with management in April 2022, including an introductory meeting with the head of sustainability, and focused on the decarbonisation strategy/pathway (intensity based with interim target). We encouraged the company to invest in decarbonisation initiatives, given the material emissions footprint for the industry. We followed up with a letter to management encouraging independent validation of non-linear decarbonisation pathway (FLAG SBTi pathway) when published.
Outcome	We are at an early stage of specific climate and decarbonisation engagement, but the potential impact is significant, given the size and scale of the industry emissions footprint. It may be difficult to determine exact impacts beyond specific company emissions, but the opportunity remains to encourage the company to be a leading advocate for industry decarbonisation.

Next Steps

We will continue to monitor the company's adherence to these commitments and encourage further disclosure and supply chain transparency.

Li Ning



Background

Li Ning is a leading Chinese sportswear brand with products covering running/training shoes, basketball shoes and sports fashion apparel. Benefiting from increasing disposable incomes and a focus on healthy living, Li Ning has an opportunity to continue to increase its market share in China and beyond.

ESG Focus Areas

Supply chain management: Given the industry and the supplier relationships throughout the country, how Li Ning implements its policies and commitments is important. We think it is important to understand the company's internal governance and assurance processes further and seek transparency on this.

Labour and human rights: Li Ning has established a Code of Conduct for the Group's suppliers and prohibits and opposes any form of forced labour. For the sufficient assessment of this Code, further transparency on the company's due diligence and social audit processes is important to validate the effectiveness of the Code. In 2022 the company was included on a third-party watchlist for not upholding the principles of the UN Global Compact.

Climate: Li Ning has environmental commitments and practices for: product development and customer engagement; material usage and circular economy principles; environmental management; energy conservation and emission reduction, including low-carbon logistics and warehousing practices. There are further opportunities on environmental issues.

2022 What's Changed this Year?

In 2022 we made progress with Li Ning on supply chain management, labour and human rights and environmental issues. This was a continuation from previous engagement in 2021 and followed an early 2022 review of its disclosures. Senior management confirmed the existence of, and compliance with, supply chain policies which include specific reference to upholding human rights and avoiding forced labour. In March 2022 there were public reports about Li Ning's exposure to forced labour risks.

An April 2022 call with the CEO provided an opportunity to raise the issue of adherence to global standards upholding international labour standards in its sourcing practices and supply chains. We followed up with a range of detailed questions to the company. We sought clarity on locations of audits by province and region and specific steps the company has taken to implement its policies. The company reported to us in May 2022 that it did not use a supplier who had been named in other reports in relation to risks of forced labour. However, later in the year a third party assessor flagged Li Ning for use of this supplier. We followed up with a series of emails and a call with management. In the third quarter of 2022 a third party (Sustainalytics) changed its assessment of Li Ning from 'compliance' to 'watchlist' for not upholding the principles of the UN Global Compact due to an alleged relationship with a supplier reported in other sources. We once again followed up with the company in December 2022 (and early January 2023).

Engagement Snapshot – December / January

Objective	We sought further transparency on supply chain due diligence and to learn more about Li Ning's approach to social and environmental issues.
Engagement	Li Ning has confirmed that it does not use three suppliers mentioned in international reports regarding the risks of forced labour. It also provided more details on its supply chain due diligence. Li Ning reaffirmed its commitment to zero forced labour and supplier sourcing practices.
Outcome	We have encouraged further transparency in this area to ensure more accurate evaluation of the company's practices and will continue to follow up with the company to learn more about its plans.

Next Steps

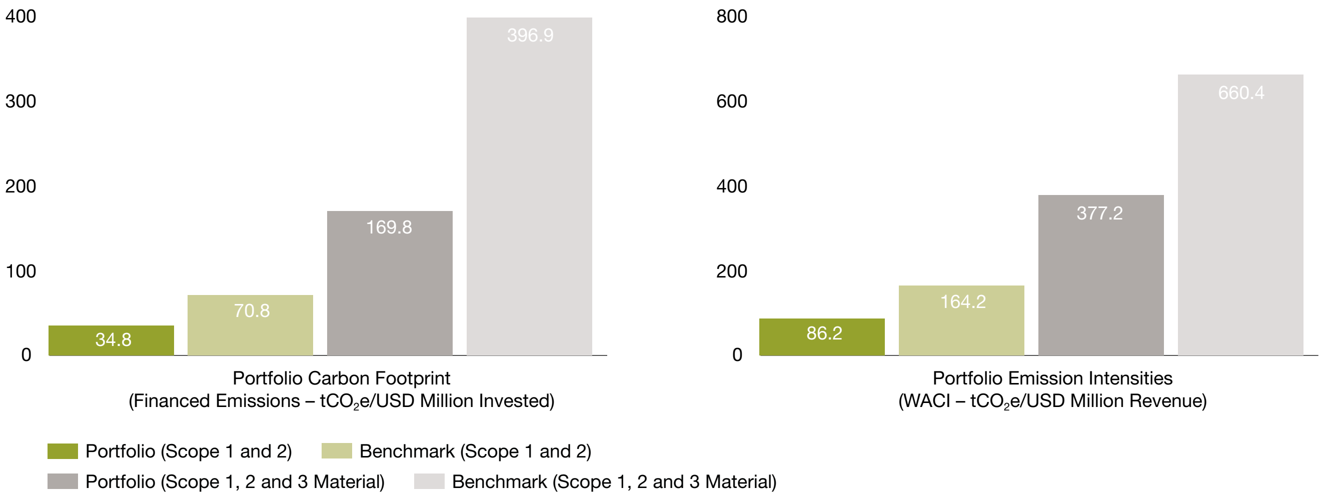
We will continue to monitor the company's adherence to these commitments and encourage further disclosure and supply chain transparency.

Climate

In the previous two sections, you read how our approach to ESG favours engaging with individual companies on issues pertinent to their businesses and our investment cases. This contrasts with the easier road of box ticking and/or excluding companies or sectors based on simple, backward-looking metrics. We try to understand the nuance behind the numbers, emphasising qualitative rather than quantitative analysis. Nevertheless, it is important to illustrate how the Managed Fund has changed over time concerning climate impact. This is sometimes better communicated through data.

On the next page you will find some metrics on the climate impact of the Baillie Gifford Managed Fund. While it is not an explicit part of our investment process, we are pleased that our efforts to deliver long-term capital growth for our clients has had a significantly lower climate impact than the index. Our investment style is focused on long-term outcomes for businesses and ensuring they can make a real difference in returns. It is, therefore, much more challenging to make a case for companies heavily exposed to carbon risk.

Portfolio's Carbon Footprint Compared with the Benchmark



Portfolio carbon footprint = also known as financed emissions per million invested, measures a portfolio's contribution to climate change. It calculates the greenhouse gas emissions of each asset held, multiplies this by the portfolio's ownership share, summed across all assets in the portfolio.

tCO_2e = tonnes of carbon dioxide equivalent, a measure of greenhouse gas emissions.

Portfolio emissions intensities = measures a portfolio's exposure to carbon-intensive assets.

WACI = weighted average carbon intensity, used to express portfolio emissions intensities. It is calculated by measuring the aggregate greenhouse gas emissions of each asset and scaling this by its revenue, summed across all assets in the portfolio.

Scope 1 emissions = Measurement of direct GHG emissions from operations that are owned or controlled by a company.

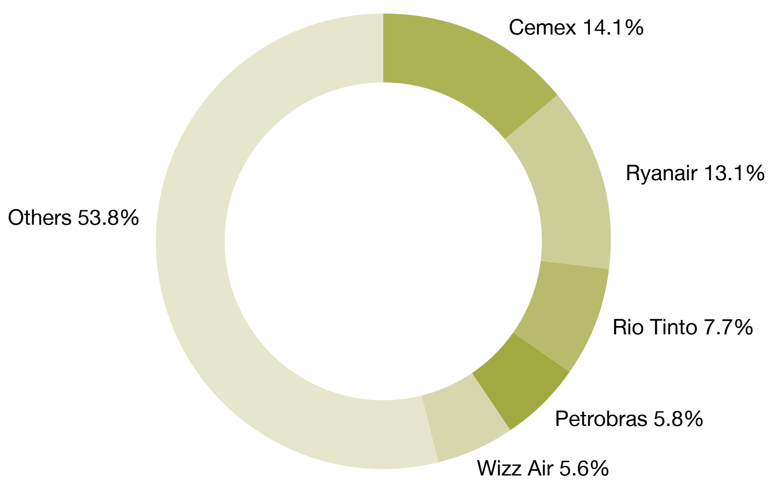
Scope 2 emissions = Measurement of indirect emissions of a company associated with the generation of purchased electricity, steam, heat, and cooling.

Scope 3 emissions = Measurement of indirect emissions from a company's value chain, both upstream and downstream

As at 31 December 2022.

Source: Baillie Gifford & Co. MSCI ESG Research, FactSet. Benchmark: 75 per cent equities, 20 per cent bonds, five per cent cash.

Portfolio Contributors to Carbon Footprint (Scope 1, 2 and 3 emissions)



Rio Tinto (mining), Ryanair (low-cost airline), Cemex (cement company), Petrobras (oil company) and Wizz Air (low-cost airline) are the biggest emitters in the Managed Fund. These five companies comprise three per cent of the portfolio by weight but are responsible for almost half of the Fund's carbon footprint. This illustrates that most of the Fund's holdings are, individually, not large emitters.

As at 31 December 2022.

Source: Baillie Gifford & Co. MSCI ESG Research, FactSet. Includes equity and bond holdings (excluding sovereign bonds).

Figures may not sum to 100 due to rounding.

Further Details

	% of Fund at end December 2022	Investment case and relevant actions to progress carbon transition
Cemex	0.4	Cemex is a leading cement producer, with substantial market shares in Mexico, the US and Europe. Cemex has been at the forefront of industry moves to reduce carbon emissions using alternative fuels and carbon capture. Its low-carbon brand now accounts for over a third of sales. Cemex has committed to reducing scope 1, 2 and 3 CO_2 emissions by 40 per cent by 2030 and becoming a net zero CO_2 company by 2050.
Ryanair	0.6	Ryanair is Europe's largest low-cost airline and is set to benefit from increasing its customer base over time as other airlines struggle with low profitability. Towards the end of 2022, we attended Ryanair's sustainability event at Trinity College Dublin, where we heard from senior management and business partners. We came away with greater confidence in Ryanair's commitment to sustainability. This remains a high-emission sector, and the technical advances that will meaningfully contribute to carbon reduction among airlines – such as more sustainable aviation fuel – are still in development. Ryanair aims for meaningful progress in this area by 2030.
Rio Tinto	1.1	Rio Tinto is an Anglo-Australian diversified metals and mining group. At the company's request, we have provided guidance and advice on its efforts towards meeting its goal of best-in-class ESG reporting. We consider our active ownership relationship to be helpful to its responsible ambitions. Given that steel production will be critical to a low-carbon transition, we believe Rio Tinto has a significant role in providing the raw materials for more sustainable energy production. In terms of its carbon emissions, Rio intends to reach net zero scope 1 and 2 emissions across its operations by 2050 and has committed to spending $1bn on climate-related projects from 2020–2024.
Petrobras	0.6	Petrobras is a Brazilian oil and gas exploration and production company. We are mindful that oil and gas still account for a large proportion of the world's energy needs, and the transition to renewables won't happen overnight. While much of the developed world has already begun to transition away from hydrocarbon-based energy, emerging economies are – for now – largely dependent on more traditional fuels such as oil. Most of Petrobras's revenues are derived from such nations. Petrobras has the lowest-cost, highest-growth exploration and production asset base of any global oil major outside of the Middle East and has pledged to cut its absolute operating emissions* by 25 per cent by 2030.
Wizz Air	0.3	Low-cost airline Wizz, is focused on central and eastern Europe, a collection of relatively immature markets for air travel, which offer the potential for significant growth as Wizz unlocks new demand through exceptionally low prices. While limits on travelling due to the pandemic had a drastic impact on passenger numbers, we believe that demand for leisure travel remains high in the long term, and this will support Wizz's ambitious growth plans. We are mindful of the inherently high emissions in this sector. Wizz Air's environmental strategy plans to reduce carbon emissions intensity of flight operations by 25 per cent until 2030.

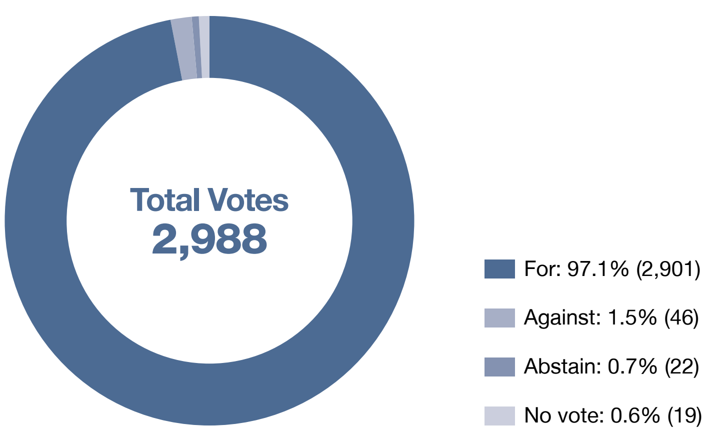
*As defined in the following report: https://petrobras.com.br/data/files/E8/97/B4/61/5E56F7105FC7BCD7E9E99EA8/11_PET_clima_ingles_2022_fz.pdf

Proxy Voting Activity

Exercising the voting rights attached to Managed Fund's holdings is integral to our stewardship responsibilities. Coordinated internally by our dedicated ESG Services Team, our investment-led voting decisions focus on what we believe is in our clients' best interests. The portfolio's investment managers are actively involved in this process. We do not outsource any of our stewardship activities and routinely communicate any votes against management to the company before votes are placed as part of maintaining an ongoing dialogue. The ability to vote supports building long-term relationships with investee companies and strengthens our position when engaging with them.

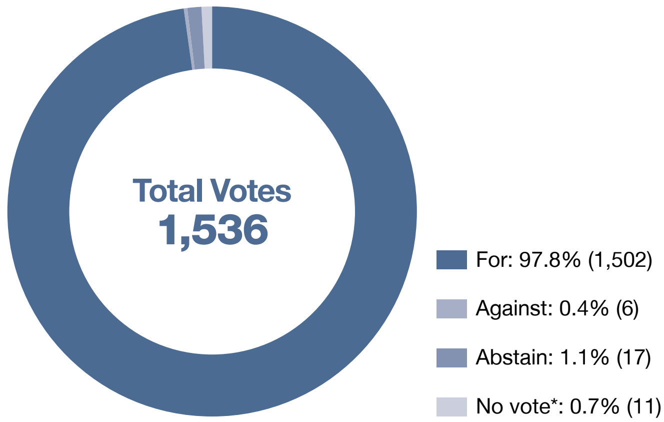
We invest in high-quality management teams where we believe the governance structure supports the long-term investment opportunity. We seek to avoid investments where corrective action is required to generate value. Accordingly, we support most resolutions put forward by investee companies, voting against proposals on the occasions where we disagree with decisions taken by management or where our ability to influence through engagement has either been unsuccessful or not possible. We understand the nuances of responsible stewardship and therefore use abstentions when we think voting decisions are not black or white. We do not take a 'house view' concerning voting decisions. Investment managers have the autonomy to vote their strategy's shares in what they believe to be the shareholders' best interests. We review the merits of each proposal on a case-by-case basis, considering the broader context in which companies operate. This approach enables us to maintain constructive relationships with management and the board as part of a gradual, long-term engagement process.

All Ballots



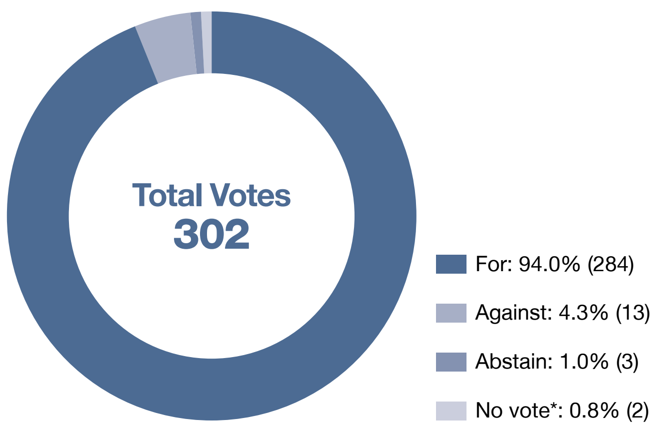
Includes management and shareholder proposals.
Data from 31 December 2021 to 31 December 2022.

Director Elections



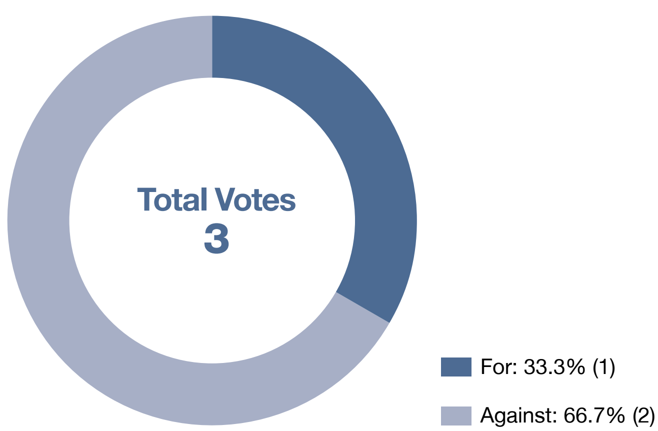
*Company restricted voting rights of non-EU holders of Ordinary shares and ADRs.

Remuneration



*Company restricted voting rights of non-EU holders of Ordinary shares and ADRs.
Figures may not sum due to rounding.

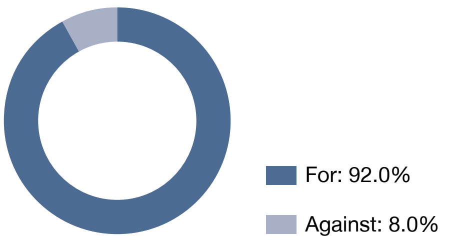
Climate



Source: Baillie Gifford. Data from 31 December 2021 to 31 December 2022.

Management Resolutions: Examples of Voting Activity

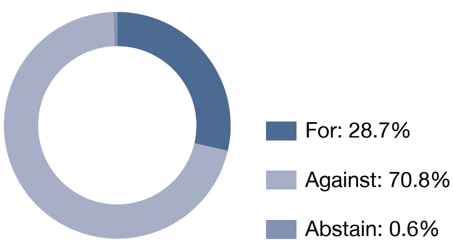
Remuneration



Example – Bank Rakyat Indonesia

We opposed a resolution on remuneration due to the continuing practice of paying large performance-based bonuses to independent commissioners, and changes to the board of directors and commissioners due to lack of disclosure on the candidates.

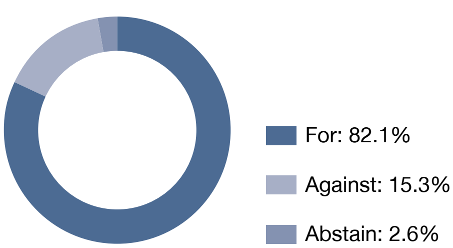
Shareholder Proposals



Example – Amazon

We supported a shareholder proposal on gender/racial pay. We have supported this proposal at Amazon.com for the past two years. We believe that women and minorities are underrepresented in leadership positions compared with the broader workforce. Reporting the unadjusted median gap would help to assess structural bias regarding job opportunity and pay.

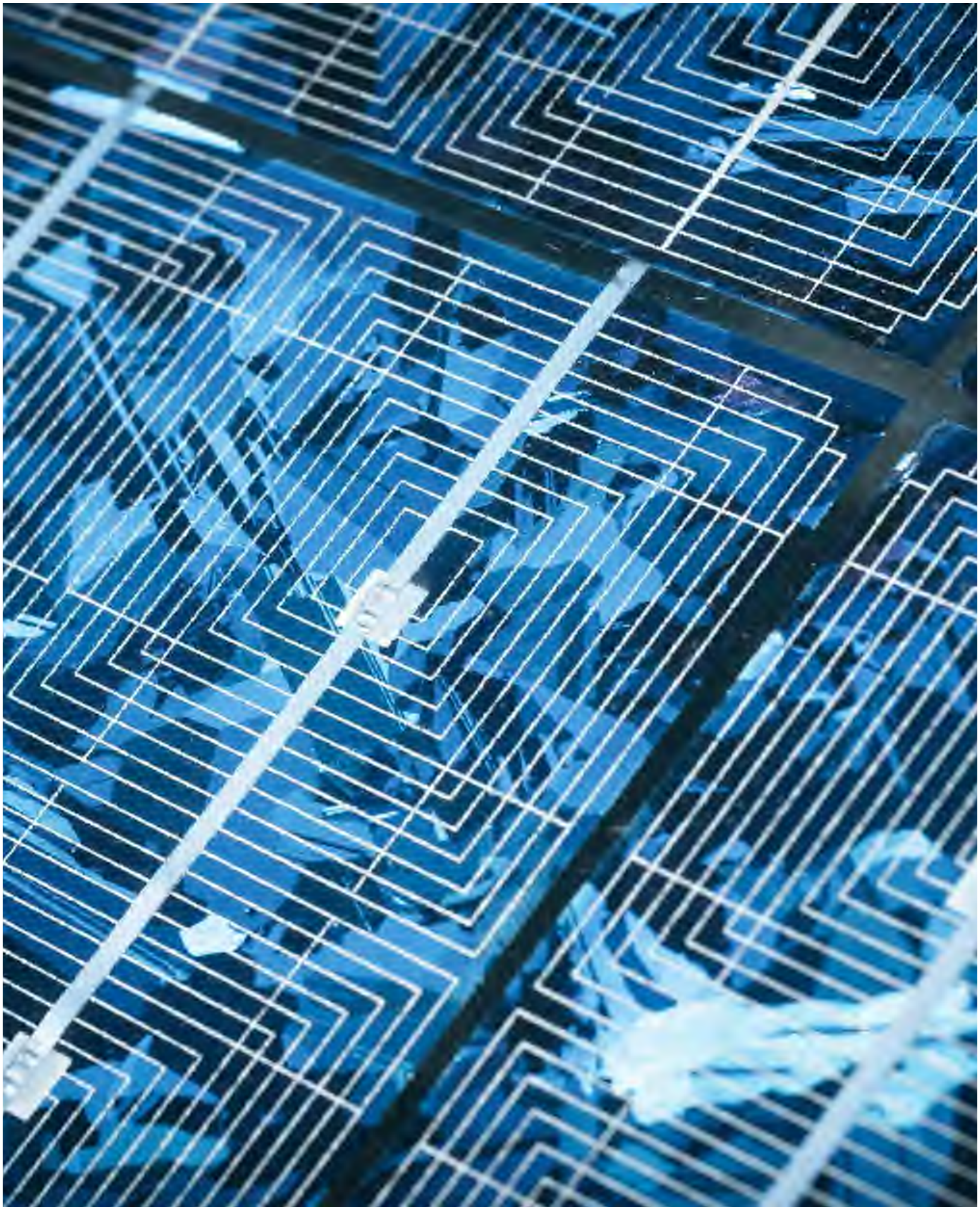
Climate



Example – Rio Tinto

The company recently strengthened its decarbonisation targets for Scope 1 and 2 emissions, aiming to reduce its operational footprint by 50 per cent by 2030. We commended the company for this work but also outlined our concerns that it is not doing enough to address the large Scope 3 emissions (ie indirect emissions within Rio's value chain). These emissions represent approximately 95 per cent of Rio Tinto's carbon footprint, most of which is attributed to its steel manufacturing customers. While we understand the difficulties in addressing indirect emissions, we think the company can show more ambition and greater urgency in its climate strategy. In addition to developing partnerships and funding research, we believe the company should consider setting Scope 3 emissions targets. We also support more significant financial investment to futureproof this part of the business. As such, we opposed the climate action plan. We communicated our voting intentions to management ahead of the AGM.

Source: Baillie Gifford.
Figures may not sum due to rounding.



Conclusion

Thank you for reading the Baillie Gifford Managed Fund 2022 Stewardship Report. The report illustrates the Managed Fund's investment managers' approach to ESG. Whether investing in bonds or equities, we consider ESG issues from the outset in our bottom-up research process. The extent to which ESG issues influence an investment decision depends on their materiality to the investment case. Nevertheless, we take stewardship seriously and will engage thoughtfully and pragmatically when it is in our clients' best interests.

We engage with companies across the portfolio. When we engage, we are guided by our firmwide stewardship principles, which aim to support long-term growth. We try to influence companies to strengthen their boards, plan for the long term, and act in a socially and environmentally sustainable manner. We believe this supports value generation for clients. We apply our stewardship principles flexibly so that we can take individual company circumstances into account. Stewardship is a journey with portfolio companies, not a series of isolated events. The examples of Moderna, Genus and Li Ning show how interactions over the course of 2022 influenced what we expect of the companies regarding key ESG issues.

We know many of our clients are especially interested in climate considerations. We are pleased that the Managed Fund's carbon footprint is significantly smaller than that of the benchmark. While we expect the portfolio's overall fossil fuel exposure to trend downwards in the long term, it may not do so in a straight line.

Thank you for taking time to read this report. We would welcome your feedback as we continue our quest to be world-leading stewards of our clients' capital.

Singapore

The Baillie Gifford Managed Fund is on the Monetary Authority of Singapore's List of Restricted schemes. This presentation has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this information memorandum and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of shares in the Fund may not be circulated or distributed, nor may the shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor pursuant to Section 304 of the Securities and Futures Act, Chapter 289 of Singapore (the 'SFA') or (ii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

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July 2023

Investing in robots, wristwatches and sausage rolls

Gareth Roberts, Client Service Director

- Baillie Gifford's Managed Fund invests across five regional building blocks, resulting in a diverse growth portfolio
- Companies as diverse as NVIDIA, Richemont and Greggs all find a home within the Fund
- Every holding is there because we believe it has the potential to produce superior profit growth over the long run

All investment strategies have the potential for profit and loss, your or your clients' capital may be at risk.

Over recent months, many clients have asked for our thoughts on artificial intelligence (AI). That is no surprise, as there has been an explosion of interest in, not to mention panic about, the technology following the release of OpenAI's Chat GPT and Alphabet's Bard. This could be one of those rare topics which has widespread implications across the investment landscape over the next decade. Indeed, it is already having an impact today, as the Managed Fund's holding in NVIDIA, a California-based designer of graphics processing units, has enjoyed an increase in AI-driven demand for its chips.

However, fascinating though it is to speculate on the future of AI, that is not the purpose of this note. Rather, it is intended as a reminder that although Baillie Gifford is perhaps best known for its investments in innovative technology firms such as NVIDIA, the Managed Fund is a more traditional *balanced* portfolio. As such, it invests in a wide range of growth companies across its different regional building blocks.

From a Cartier watch to a Greggs steak bake

The equity component of the Managed Fund (typically 75 per cent of the overall fund) consists of a combination of five separate portfolios covering North America, Europe, the UK, Developed Asia[1] and the Emerging Markets (EM). The individual teams have a high level of autonomy in what stocks they select from their respective regions, leading to significant diversification due to the different opportunity sets in different parts of the world.

For example, our North American Team has access to some of the world's leading technology firms, resulting in holdings such as the aforementioned NVIDIA, Shopify in ecommerce and The Trade Desk in online advertising.

The North American part of the Managed Fund is also home to an exciting subset of innovative healthcare firms, pioneering new research and developing new treatments. The poster child for these holdings is Moderna, which became rightly famous for its rapid development and production of an mRNA-based Covid-19 vaccine. The possibility that the company achieves similar success in other areas, such as cancer, is hugely exciting, as is the long-term potential of Denali Therapeutics to address neurodegenerative diseases such as Parkinson's and Alzheimer's.

Moreover, the North American team also invest in biotech 'picks and shovels' – businesses providing the tools that support the innovation of others. The Managed Fund has a holding in 10x Genomics, which makes gene-sequencing equipment that allows scientists to analyse and understand the genetic causes of illnesses.

But, if we turn our attention to the European slice of the Managed Fund, the themes emerging look quite different.

The European portfolio also has its share of technology firms, such as the music streaming service Spotify and the online fashion platform Zalando. But there is also a healthy weight in more down-to-earth firms such as Atlas Copco, which makes industrial equipment such as compressors, and IMCD, a distributor of speciality chemicals.

While these businesses may gain fewer headlines, they remain fabulous growth stocks. For example, Atlas Copco has grown its earnings by eight per cent a year over a decade, while investing efficiently in its business.

The European holdings also provide a touch of glamour through positions in Kering, owner of Gucci, and Richemont, the parent company of ultra-high-end jeweller and watchmaker Cartier. The investment case is based on the enduring value of near-unique luxury brands, with Cartier founded in 1847 and even the seemingly more modern Gucci's history stretching back over a century.

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© Bloomberg/Getty images

Moving from big-budget luxury to affordable food on the go, one of the UK team's recent purchases was the bakery chain Greggs. Greggs is a superb example of an overlooked growth stock, but not by our specialist regional teams.

Although Greggs is unlikely to ever be an AI play for investors, this genuine Northern powerhouse (flour-house?) is innovative in its own way. It has introduced healthy and vegetarian options into its line-up and extended its opening hours to sell food in the evenings. Combining this with a programme of store roll-outs[2] has allowed Greggs to set itself the ambitious goal of doubling its sales by 2026.

The UK portfolio also has a healthy exposure to financial firms. Not, however, the large UK-listed banks, but rather the insurance giants Legal & General and Prudential, with the latter now focused on its Asian market and headquartered in Hong Kong. The decline of traditional corporate defined benefit pensions in the UK means many more of us are now responsible for investing for our own retirement, and so the Fund also has holdings in the wealth manager St. James's Place and savings platform Hargreaves Lansdown.

Further afield, one long-standing theme in our Developed Asia portfolio is exposure to high-quality Japanese engineering firms. In particular, the Fund holds companies providing the technology and know-how for businesses across a host of industries to automate their operations and become more efficient. This includes SMC, a leader in pneumatic controls, FANUC in robotics and Keyence in sensors and machine vision systems. In contrast to AI, this a long-established growth theme, with Keyence held in the Managed Fund for five years and both SMC and FANUC for over a decade.

And, last but not least, one consistent feature of the Managed Fund's EM portfolio is companies that give shareholders access to the emergence of a new middle class, benefitting from the enormous tailwind of rising wealth over time. This includes the Indian mortgage lender HDFC, Chinese insurance firm Ping An, and Latin American ecommerce and payments platform MercadoLibre.

The above examples only really scratch the surface of the roughly 200 companies held in the Managed Fund, making it tricky to characterise and explain the fund.

However, growth is a consistent feature right across the portfolio. Every holding is there because we believe it has the potential to produce superior profit growth over the long run. This is in keeping with Baillie Gifford's house style and supported by the analysis of our Risk Team, which shows a high correlation between the fastest-growing companies and the best share price performers.

From that common starting point, each member of the Managed Fund team in their respective regions cheerfully recognises that growth comes in many forms. This results in a portfolio that benefits from not one exciting theme but many: the progress in AI and robotics, the untapped spending power of the EM consumer, the enduring cachet of a luxury watch, and the delicious treat of a humble sausage roll.

1. Japan, Hong Kong, Singapore, Australia and New Zealand.

2. Pun very much intended.

Author

Gareth Roberts
Client Service Director

Managed Fund

Philosophy and Process

Baillie Gifford™

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Important information and Risk Factors

Baillie Gifford & Co and Baillie Gifford & Co Limited are authorised and regulated by the Financial Conduct Authority (FCA). Baillie Gifford & Co Limited is an Authorised Corporate Director of OEICs.

Baillie Gifford Overseas Limited is wholly owned by Baillie Gifford & Co. Baillie Gifford Overseas Limited provides investment management and advisory services to non-UK clients. Both are authorised and regulated by the FCA.

Investment markets can go down as well as up and market conditions can change rapidly. The value of an investment in the Fund, and any income from it, can fall as well as rise and investors may not get back the amount invested.

The Fund has exposure to foreign currencies and changes in the rates of exchange will cause the value of any investment, and income from it, to fall as well as rise and you may not get back the amount invested.

The Fund invests in emerging markets where difficulties in dealing, settlement and custody could arise, resulting in a negative impact on the value of your investment.

Bonds issued by companies and governments may be adversely affected by changes in interest rates, expectations of inflation and a decline in the creditworthiness of the bond issuer. The issuers of bonds in which the Fund invests, particularly in emerging markets, may not be able to pay the bond income as promised or could fail to repay the capital amount.

Derivatives may be used to obtain, increase or reduce exposure to assets and may result in the Fund being leveraged. This may result in greater movements (down or up) in the price of shares in the Fund. It is not our intention that the use of derivatives will significantly alter the overall risk profile of the Fund.

The Fund's share price can be volatile due to movements in the prices of the underlying holdings and the basis on which the Fund is priced.

Any images used in this article are for illustrative purposes only.

All data is source Baillie Gifford & Co unless otherwise stated.

Financial intermediaries

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Contents

Introduction

Baillie Gifford's Managed Fund Team believes that complexity isn't required for success. In an investment world which likes to complicate everything, our simple and consistent approach is a true differentiator. Since 1987, the Managed Fund has resolutely focused on long-term, active, growth investing. Providing one-stop access to Baillie Gifford's best regional equity and bond investment ideas for over three decades, the simplicity of the Managed Fund has stood the test of time and while acknowledging that investing isn't easy, we believe that our approach matters now more than ever.

MANAGED FUND

Equities

United Kingdom

North America

Developed Asia

Emerging Markets

Europe

Bonds

Developed Market Government

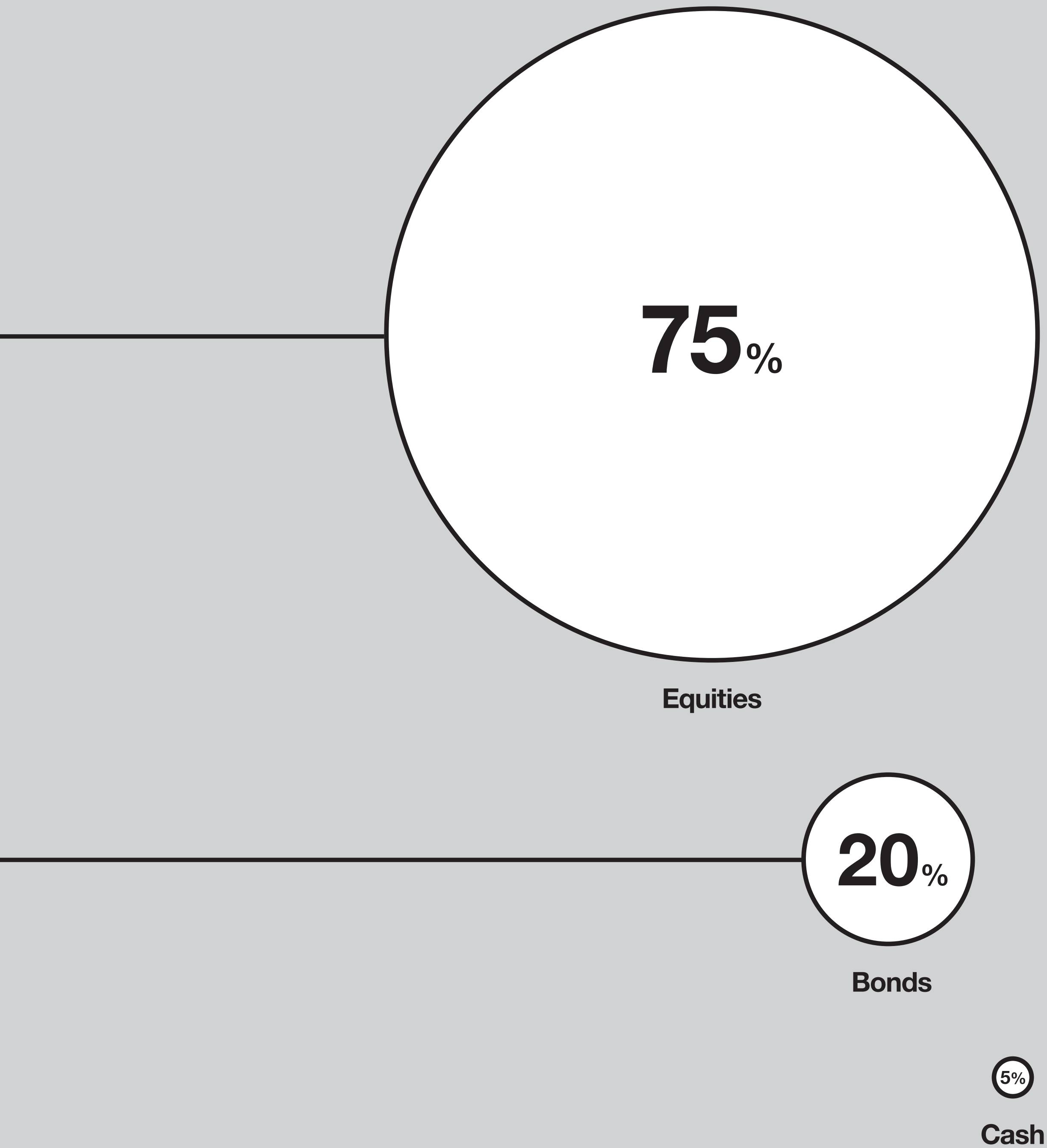
Emerging Market Government

Index-Linked

Investment Grade

High Yield

Our Opportunity Set



Strategic Asset Allocation

Why invest in the Managed Fund?

Simple — Actively-managed equities and bonds plus cash

The Fund brings together Baillie Gifford's best regional equity and global bond investments ideas in one simple portfolio. It combines the stock-picking expertise of our specialist regional equity teams with our best ideas in government and corporate bonds, along with an allocation to cash. The Fund has a high weighting to equities, typically 75%, as we believe that this asset class will be the key driver of returns over the long term. However, in creating a truly balanced portfolio, it is important to have a meaningful allocation, typically 25%, to the diversifying assets of bonds and cash.

Consistent — Investing in growth since 1987

The philosophy of the Managed Fund has remained unchanged since inception in 1987. We are growth investors that seek to add value through genuinely long-term, active management.

In equities, we back our judgment, running concentrated portfolios with low turnover. We aim to add value through the use of our own fundamental research, prioritising the selection of innovative, growing business rather than trying to second guess short-term macroeconomic developments or trends.

Bonds held in the Managed Fund serve two purposes. First, to add value in their own right and second, to provide balance versus equity holdings. We take active positions across developed and emerging market government bonds as well as investment grade and high yield corporate debt, to create a best-ideas global bond portfolio.

Brought together, the result is a Fund that is well placed to deliver meaningful long-term capital growth.

Repeatable — A straightforward and robust process

Investment research for the Managed Fund takes place within our specialist regional equity and fixed income teams. Each of the named managers is responsible for finding the best ideas in their respective areas, drawing on the knowledge and perspectives of our entire investment department.

Research notes are produced on all potentially attractive investments and are subject to rigorous debate. The individual with direct responsibility for the relevant portion of the Managed Fund then constructs a portfolio based on these discussions.

A separate group, the Policy Setting Group, is tasked with bringing these building blocks together to form the Managed Fund. Rather than focusing on top-down considerations, the main driver of asset allocation is the enthusiasm of our investors for their respective component part.

The Managed Fund provides a balanced approach to investing, not only through the exposure it offers to different asset classes and geographies around the world, but also by holding a diverse array of growing companies.

Crucially, the Fund has been managed in the same way since inception in 1987.

Portfolio Characteristics and Facts

Inception date:	1 April 1987
Named managers:	Iain McCombie and Steven Hay
Objective:	To achieve capital growth over rolling five year periods
Comparator benchmark:	IA Mixed Investment 40–85% Shares Sector Median
Time horizon:	5–10 years.
Vehicle:	UK OEIC

Our Vision

It's time to rethink complexity

Set against an ever-changing investment environment, keeping our approach consistent and simple is key.

Our philosophy is grounded in the principle that we act on behalf of our clients to identify and back our best investment ideas. We focus on the progress and risks involved with those investments, not short-term performance, which means nothing in a market dominated by speculators.

Simplicity is also key when it comes to asset allocation. Our strength lies in bottom-up stock and bond selection. We believe that asset allocation should be driven by where we are finding exciting growth opportunities, rather than top-down considerations.

Equities

Our focus is on identifying innovative, growing businesses that can make a real difference to returns for investors in the Managed Fund. We believe that, in the long run, share prices will follow fundamentals. Therefore, those companies that can sustainably grow their business, significantly increasing their earnings, will be ultimately best rewarded in share price terms.

However, we recognise that an investment in equities is an investment in a real-world business, the prospects of which can only sensibly be considered over a multi-year period. Our ability and willingness to take a long-term view, looking to the next five to ten years, is a source of increasing differentiation and advantage over a market often reluctant to look beyond the next few quarters.

Bringing this together, the result is an equity portfolio that is significantly different to the index and with high levels of active share. This is important because you have to be different in order to outperform over the long term. We therefore express conviction in our stock picking, buying only those companies which will leave the Managed Fund best placed to deliver long-term capital growth.

Bonds

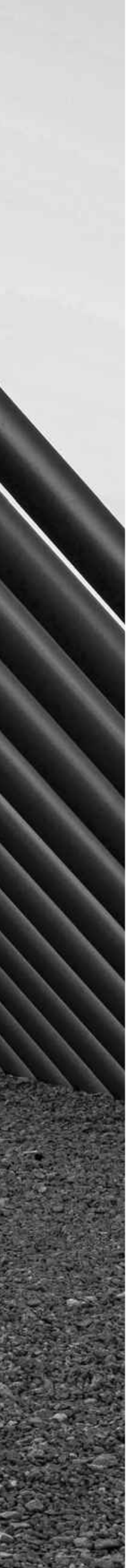
We are as active in our bond selection as we are when investing in equities. Our focus is on holding only those bonds which can allow this portion of the Managed Fund to best fulfil its dual purpose: first, to add value and second, to dampen the volatility of equity exposures.

We are also long-term bond investors. We consider fundamental trends and identify future opportunities for government bond markets while, in corporate debt, we focus on the long-term fundamental resilience of companies.

When investing in sovereign bonds and currencies, we recognise that returns are ultimately driven by economic and political factors. We also believe that the greatest inefficiencies are between countries and therefore the Fund’s holdings set nations undergoing structural or cyclical positive trends against those travelling in the opposite direction. In corporate bond markets, inefficiences often mean that market prices fail to reflect the long-term fundamental resilience of the issuing company. As active investors, these are the opportunities we look for.


09
S I M P L I C I T Y

CONSISTENCY



Why invest with Baillie Gifford?

Our Partnership Structure

We believe that no investment firm, however rigorous its approach, can consistently achieve great things for clients if the right corporate conditions are not in place. Baillie Gifford is an independent investment manager, wholly owned by 51 partners who work within the firm. The partnership structure has prevailed since 1908 and enables us to take long-term views. We see it as a key strength because successful investment management is not easy. It requires dedication, independent thought and a long-term perspective.

We are not a faceless corporation, we are a place where we do everything we can to let individuals thrive and ideas flourish. Our satisfaction comes from the pursuit of knowledge and its application to investments, knowing that if we do a good job, as well as achieving outperformance for clients, we will have contributed to society's progress too.

Experience and collaboration

The partnership structure creates a collaborative culture and one in which people stick around. The Managed Fund investment team has, on average, more than 20 years' experience and this includes several investors who have spent their entire careers at Baillie Gifford. However, the team doesn't operate in isolation, drawing on the investment ideas of over 100 investors at the Firm to bring together the best stocks and bonds for inclusion in the Managed Fund.

Long-term investment horizon

We are long-term investors in everything that we do. This philosophy permeates the Firm, driven by an understanding that companies don't grow overnight, nor do they grow in a straight line. Inevitably there will be periods of market doubt and volatility, especially for those businesses that are growing quickly. Remaining patient and supportive shareholders during such periods is crucial if our investors are to benefit fully from the asymmetric return potential offered by these companies. A long-term perspective is also valuable in recognising the power of compounding and the performance that can be generated from companies which compound their returns over decades.

Benefitting from multiple perspectives

Imagining what the future may hold requires mental flexibility. We need to imagine the potential implications of dramatic change and embrace uncertainty. We need to be ready to let go of preconceptions, while continuously learning and adapting our thinking to consider what we have learned. Trying to be precise is the enemy of good investing. In times of profound change we believe our interdisciplinary approach gives us an advantage.

People

The below managers are responsible for finding the best ideas in each of their respective areas, drawing on the knowledge and perspective of their immediate teams as well as our entire investment department.

The Regional Equity Managers

Iain McCombie, UK

Iain is the co-lead Investment Manager on our flagship Managed Fund, where he has been involved since 2000. He is the lead Investment Manager of our UK Core strategy and became a Partner of the firm in 2005. Since joining Baillie Gifford in 1994, Iain has also spent time in the US Equities Team. Iain graduated MA in Accountancy from the University of Aberdeen and subsequently qualified as a Chartered Accountant.

Andrew Stobart, Emerging Markets

Andrew Stobart has been an Investment Manager in the Emerging Markets Equity Team since 2007 and has been involved in running the Emerging Markets portion of the Managed Fund since 2012. He also sits on the Emerging Markets All Cap and International Alpha Portfolio Construction Groups. Since joining Baillie Gifford in 1991, Andrew has worked in the UK, Japanese and North American Equity Teams. Prior to joining Baillie Gifford, Andrew spent three years working in Investment Banking in London. Andrew graduated MA in Economics from the University of Cambridge in 1987.

Stephen Paice, Europe

Stephen is Head of the European Equities Team and has been involved in running the European portion of the Managed Fund since 2019. He is also a member of the Pan-European Portfolio Construction Group. Stephen joined Baillie Gifford in 2005 and spent time in the US, UK Smaller Companies and Japanese Equities Teams. Stephen graduated BSc (Hons) in Financial Mathematics in 2005.

Iain Campbell, Developed Asia

Iain joined Baillie Gifford in 2004 and is a member of the Japanese Specialist Team. Iain has been involved in running the Developed Asian portion of the Managed Fund since 2014 and became a Partner of the firm in 2020. Most of Iain's investment career has been focused on Emerging and Developed Asian markets. He has responsibility for managing various specialist Developed Asia, including Japan, portfolios and is also a member of the International All Cap Portfolio Construction Group. Prior to joining Baillie Gifford, he worked for Goldman Sachs as an analyst in the Investment Banking division. Iain graduated BA in Modern History from the University of Oxford in 2000.

Kirsty Gibson, North America

Kirsty joined Baillie Gifford in 2012 and is an Investment Manager in the US Equities Team. She has been involved in running the North American portion of the Managed Fund since 2021. Kirsty graduated MA (Hons) in Economics in 2011 and MSc in Carbon Management in 2012, both from the University of Edinburgh.

The Fixed Income Managers

Steven Hay, Rates and Currencies

Steven is the co-lead Manager on our flagship Managed Fund. He has been involved in running the Fixed Income portion of the Fund since 2012. Steven joined Baillie Gifford in 2004 and is Head of the Income Research Team. Prior to joining Baillie Gifford, Steven was a Fixed Income Investment Manager with Scottish Widows. His experience includes seven years undertaking analysis and research for the Bank of England's Monetary Policy Committee, and involvement in managing the UK's foreign exchange reserves. Steven graduated BAcc (Hons) in Economics and Accountancy from the University of Glasgow in 1992 and MSc in Economics from the University of Warwick in 1993.

Philip Annen, Rates and Currencies

Phil is an Investment Manager in the Global Rates & Currencies Team and has been involved in running the government bond portion of the Managed Fund since 2003. He joined Baillie Gifford in 1999 and worked in the Risk Department before becoming a Fixed Income Investment Manager in 2002. Phil graduated MSc in Physics from the University of Bern in 1997 and MSc in Financial Maths from the University of Edinburgh in 1998.

Torcail Stewart, Credit

Torcail joined Baillie Gifford in 2008 and is an Investment Manager in the Credit Team. He has been involved in running the corporate bond portion of the Managed Fund since 2018 and has managed our Strategic Bond Fund since 2010. Prior to joining Baillie Gifford, he worked as an Investment Analyst for the Alliance Trust's UK Large Cap Equity Fund. Torcail graduated BA in Geography from the University of Cambridge in 2002 and MPhil in Management, Economics and International Relations from the University of St Andrews in 2005. Torcail is a member of the UK Society of Investment Professionals (UKSIP).

Members of the Policy Setting Group (PSG)
Iain McCombie, Andrew Stobart and Steven Hay along with a senior portfolio manager from our Multi Asset Team.

REPEATABILITY

Investment Process

Equities

Our goal is to own attractive growth businesses with a competitive edge and a sizeable long-term market opportunity.

We believe that stock selection will be the main driver of returns for the Managed Fund over the next five to ten years, hence our focus on picking great growth businesses which can be held for the long term.

Finding Ideas

All investors at Baillie Gifford are, first and foremost, analysts. The majority of their time is spent on the generation and research of investment ideas, specifically companies which offer superior long-term profit growth.

In addition to in-house company meetings, our investment professionals have regular, focused investment trips to meet with founders, owners and senior management of businesses. Our research capabilities are always evolving, and we believe in flexibility for individuals to operate however they think most effective. Managers and analysts often undertake extended research trips to uncover investment ideas and to build local networks. We also have a number of independent ‘inquisitive researchers’ who employ a more investigative approach to research and who are based in their own locations.

Research, Debate and Portfolio Construction

The vast majority of our research is produced in-house. We have established our own framework of analysis and focus on taking a long-term perspective on factors, such as industry background, competitive advantage, financial strength and management attitude.

We only consider valuation after we have identified a company with the opportunity to earn superior returns, and where we have a high degree of confidence that management can take advantage of that opportunity. We focus on the likely medium to long-term trends in earnings and cash flows and we look for companies where our assessment of these trends is markedly different from what is currently reflected in the market’s valuation. This could lead us to pay seemingly high near-term multiples for a holding where we are confident that the longer-term growth rate is sufficiently high.

The individual with direct responsibility for the relevant portion of the Managed Fund then constructs a portfolio based on these decisions. Our investment managers invest with conviction and freedom, paying little heed to benchmarks. We think backing individual convictions in this way allows the portfolio to benefit from a diversity of thought and gives the opportunity for the more esoteric ideas to make it into the portfolio.

Mistakes will happen on occasion; that is the nature of active investment management. However, over the long term, we believe the number of mistakes will be outweighed by the volume of successes. We acknowledge the asymmetry of returns when investing in equities, whereby the maximum downside is capped at 100% while the upside is unlimited.

Bonds

Our goal is to construct a best-ideas global bond portfolio which delivers returns while providing balance versus equities.

Finding Ideas

For government bonds and currencies, our focus is on identifying the likely structural path for each economy in our investment universe, and the risks surrounding that central outlook. Global macroeconomic analysis provides a framework to enhance our country research.

Within corporate bonds, a clear sense of what we are looking for in an investment allows us to identify the most promising subset of investment ideas. Among high quality, typically investment grade rated issuers, those bonds that have a relatively high yield versus peers are disproportionately likely to deliver a return that is different to the benchmark. Our initial screening therefore focuses on these bonds. At the lower end of the credit quality spectrum the risk of default and permanent loss of capital is far higher. To narrow the field our first step is focused on identifying issuers with resilient fundamental characteristics.

Research, Debate and Portfolio Construction

For government bonds and currencies, we bring our research together at regular macroeconomic and strategy meetings where we debate and form our view of the world, inviting challenge from other parts of the firm as well as from external experts. We believe fair value is ultimately driven by how a country grows and evolves over time, and we focus our analysis on those factors that determine that path. It is vitally important to be able to identify when a country is going through a structural change – this may be due to political or economic factors – and that the future may look very different to the past. We combine this with our view on the cyclical drivers of the economy, in order to determine fair value over a meaningful timeframe.

In corporate bonds, research encompasses three broad aspects of the investment case:

— Payback: How our clients could make money from investing in the bond.

— Risk: How our clients could lose money from investing in the bond.

— Milestones: Clear criteria that could make the investment case stronger or weaker.

Following debate, we back our fundamental analysis with meaningful positions where we have established a high level of conviction and look for milestones that affirm our investment thesis. We take a purposefully longer-term approach rather than adopt a short-term trading mentality. All of the bond holdings are managed in a risk-aware manner with the objective of producing attractive long-term returns. Combined, this gives the Managed Fund an extra source of return while also providing balance to equity holdings.

ESG

Our consideration of Environmental, Social and Governance (ESG) factors starts in the research process. In equities, we recognise that an investment in equities is an investment in a real-world business with unique features and we therefore examine and engage with businesses individually rather than apply screens to our investment process. We believe that a company cannot be financially sustainable in the long term if its approach to business is fundamentally out of line with society's changing expectations. We consider the values and long-term motivations of management as well as corporate culture.

We seek to apply very similar principles to bond investing. Alongside a company's long-term prospects and capital structure, ESG factors are a key component in assessing a bond issuer's fundamental financial resilience. As well as providing warning signs of upcoming issues, ESG factors may also signal that a company is becoming a more attractive investment. For sovereign bonds, we lend to countries where we expect government spending will improve social and economic outcomes for the whole country. This improvement will in turn help the country service and repay its debt. As such, material ESG risks may deter us from lending to some countries.

The extent to which ESG factors are incorporated into the investment case is based on the materiality of any issue to the long-term sustainability of each company's business.

Once we have invested in a company on behalf of clients, the focus turns to ongoing review, engagement and voting (which is performed in-house). We believe that we invest in some of the best companies in the world and that as we engage with them, these businesses can only become better. With respect to voting, we will always evaluate proposals on a case-by-case basis, based on what we believe to be in the best long-term interests of our clients. Where possible, we vote all of our clients' shares globally and vote against proposals where we feel that these are not in our clients' interests. When we do not vote in line with management's recommendation, we endeavour to discuss our concerns and communicate our decision with the company prior to submitting our vote.

Sell Discipline

We continually monitor the holdings in the Fund, and we will sell or reduce if we believe that our fundamental investment case has changed. Specific situations that would prompt us to consider selling a position include:

— An adverse change in the industry background

— A deterioration in the company's competitive position

— A loss of confidence in management

Derivatives

Equity holdings in the Managed Fund are long only and unhedged. We do, however, make some use of wider powers within the bond portion of the Fund. Simple derivatives may be used here for investment purposes as well as for the management of risk. For example, we often use derivatives to target desired active positions and eliminate unwanted risks with respect to our interest rate and active currency views in a broad range of emerging and developed economies. Along with stock selection in corporate bonds, taking duration and yield curve positions in government bonds and asset allocation, active currency management is one of the main sources of added value in the fixed income portion of the Fund.

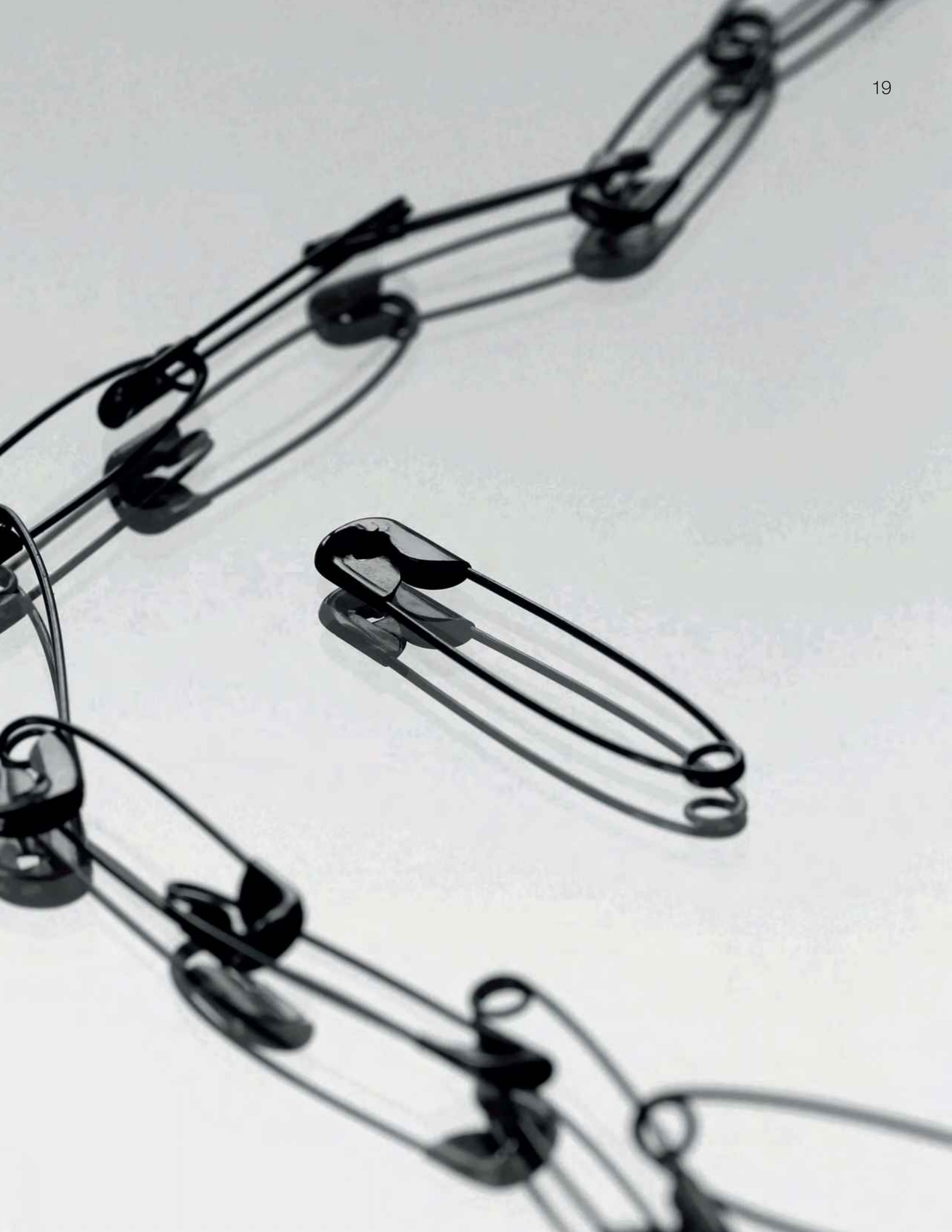
Portfolio Construction and Oversight

The Policy Setting Group (PSG) has responsibility for asset allocation and whole-portfolio oversight, meeting quarterly to discuss positioning. The PSG brings valuable investment experience and insights from across Baillie Gifford's global, regional, fixed income and multi asset teams.

The regional equity managers meet ahead of the PSG to discuss the weights within this asset class based on the availability of new ideas versus complete sales. The fixed income managers also meet quarterly to discuss exposures within this portion of the portfolio. Both groups then put forward a proposal to the PSG.

The PSG uses these inputs to decide how to tilt the Fund's exposure to equities, bonds and cash. Rather than focusing on top-down considerations, the main driver of asset allocation is the enthusiasm of our investors for their respective component part.
The purpose of the PSG meetings is not to implement change for change's sake and ultimately the result of the review process may be to take no action at all. However, the PSG may, from time to time, take significant over or underweight positions (relative to the Fund's strategic benchmark) if we believe that the investment environment warrants such a move.

Volatility, though monitored by our independent Investment Risk, Analytics & Research team, is not an area of focus for Baillie Gifford's Managed Fund. We embrace the volatility caused by the market's short-sightedness and stay focused on finding long-term growth opportunities.



Investment Risk and Liquidity

For active investors, risk and volatility are not the same thing.

Investing is about making decisions with unknown outcomes and probability distributions. There are limitations to our ability to manage volatility. Indeed, we view shorter-term volatility, both in absolute terms and when compared to a benchmark, as a necessary part of the journey towards achieving capital growth over rolling five year periods.

Fundamental Risk

Our first line of defence is rigorous stock analysis. New buy ideas are subject to thorough review by our investment teams. We trust the knowledge and experience of the portfolio managers who are best placed to understand the underlying characteristics of their investments. We continuously re-examine the fundamental performance of the companies in which we invest and the expectations upon which our decisions are based.

Portfolio Risk

The regional equity and bond teams are encouraged to think independently and act boldly – indeed, this is a key part of our attempt to manage risk. Each of these teams apply a range of index-relative guidelines. While we readily acknowledge the limitations of such quantitative measures of risk (they are based on past correlations in conditions which may or may not be repeated in the future) they are useful in highlighting biases and concentrations as a prompt for further consideration and discussion.

At the Managed Fund level, we believe that the main controllable long-term risk is a lack of diversification, and therefore consider the following guidelines:

Asset Class	+/-10% relative to the strategic asset allocation[1]
Region	+/-10% relative to the strategic asset allocation[2]
Sector[3]	representative indices +10% (no minimum)
Stock[3]	representative indices +3% (excl. Funds)

1. 75% in equities, 25% in bonds and cash
2. 18.75% in each: UK, US, European and Asian equities (Developed Asia and Emerging Markets).
3. Based on MSCI classifications

Risk Department

We have a dedicated, independent Investment Risk, Analytics & Research team that supplements the controls outlined above. They use a range of tools and analysis to monitor and report risk. The team is experienced in using these models and has a detailed understanding of their methodologies, as well as their limitations. They challenge us and help identify unwanted concentrations of risk.

Liquidity

Liquidity in the Baillie Gifford Managed Fund is managed taking account of the investment strategy, liquidity profile, and redemption policy of the Fund, with the objective of maintaining a level of liquidity that is appropriate to the Fund's obligations. Liquidity monitoring is performed to ensure that client funds can be returned to them within the T+3 terms stated in the prospectus. To supplement this, the liquidity in the Balanced strategy is managed in line with the below strategy guidelines.

— No more than 10% of a strategy's assets to be deemed illiquid

— At least 90% of a strategy's largest platform relationship must be capable of being traded within 40 trading* days

— At least 25% of a strategy's AUM must be capable of being traded within 40 trading days

Illiquid Definition

Stock – A **stock** is deemed illiquid once:

— A strategy owns > 50 trading days volume

— The firm wide holding exceeds 250 trading days (even where the strategy holds <50 trading days).

A **bond** is 'illiquid' if it is not possible to exit, without moving the mid-price of the bond by more than 1.0%:

— A strategy's full position in the market within 7 trading days; OR

— The full firmwide position in the market within 20 trading days.

*A trading day assumes 20% market capture (i.e. 5 trading days = 1 day of full volume).

Important Information Hong Kong

Baillie Gifford Asia (Hong Kong) Limited 柏基亞洲(香港)有限公司 holds a Type 1 and a Type 2 licence from the SFC to market and distribute Baillie Gifford's range of collective investment schemes to professional investors in Hong Kong.

Baillie Gifford Asia (Hong Kong) Limited 柏基亞洲(香港)有限公司 is a wholly owned subsidiary of Baillie Gifford Overseas Limited, which is wholly owned by Baillie Gifford & Co.

Important Information Singapore

The Baillie Gifford Managed Fund is on the Monetary Authority of Singapore's List of Restricted schemes. This presentation has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this information memorandum and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of shares in the Fund may not be circulated or distributed, nor may the shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor pursuant to Section 304 of the Securities and Futures Act, Chapter 289 of Singapore (the "SFA") or (ii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Important Information Mexico

The interests in the aforementioned funds have not and will not be registered in the National Registry of Securities maintained by the National Banking and Securities Commission, and therefore may not be offered or sold publicly in Mexico. The interests in the aforementioned funds may be offered or sold to qualified and institutional investors in Mexico, pursuant to the private placement exemption set forth under Article 8 of the Securities Market Law as part of a private offer.

Important Information Chile

La presente oferta se acoge a la Norma de Carácter General N° 336 de la Comisión para el Mercado Financiero (CMF) de Chile.

La presente oferta versa sobre valores no inscritos en el Registro de Valores o en el Registro de Valores Extranjeros que lleva la Comisión para el Mercado Financiero, por lo que los valores sobre los cuales ésta versa, no están sujetos a su fiscalización.

Que por tratarse de valores no inscritos, no existe la obligación por parte del emisor de entregar en Chile información pública respecto de estos valores.

Estos valores no podrán ser objeto de oferta pública mientras no sean inscritos en el Registro de Valores correspondiente.

Important Information Colombia

The securities have not been, and will not be, registered with the Colombian National Registry of Securities and Issuers (Registro Nacional de Valores y Emisores) or traded on the Colombian Stock Exchange (Bolsa de Valores de Colombia). Unless so registered, the securities may not be publically offered in Colombia or traded on the Colombian Stock Exchange. This presentation is for the sole and exclusive use of the addressee and it shall not be interpreted as being addressed to any third party in Colombia or for the use of any third party in Colombia, including any shareholders, managers or employees of the addressee.
The investor acknowledges that certain Colombian laws and regulations (including but not limited to foreign exchange and tax regulations) may apply in connection with the investment in the securities and represents that is the sole liable party for full compliance therewith.

Important Information Peru

The Superintendencia del Mercado de Valores (SMV) does not exercise any supervision over this Fund and therefore the management of it. This presentation is only for the exclusive use of institutional investors in Peru and is not for public distribution.

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Managed Fund

Q2 2023 Update

BAILLIE GIFFORD | *Managed Fund*

Data as at June 2023

This presentation is intended solely for the use of professional investors, advisers and intermediaries only.
It is not intended for use by retail clients.

Important information and risk factors

This is a marketing communication and should not be considered as advice or a recommendation to buy, sell or hold a particular investment. This document contains information on investments which does not constitute independent investment research. Accordingly, it is not subject to the protections afforded to independent research and Baillie Gifford and its staff may have dealt in the investments concerned. Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

The Fund's share price can be volatile due to movements in the prices of the underlying holdings and the basis on which the Fund is priced.

Baillie Gifford & Co and Baillie Gifford & Co Limited are authorised and regulated by the Financial Conduct Authority.

Baillie Gifford & Co Limited is an Authorised Corporate Director of OEICs.

Baillie Gifford & Co claims compliance with the Global Investment Performance Standards (GIPS®). All performance data presented is supplementary to an appropriate compliant composite presentation. An example of a compliant composite presentation has been included for your reference. A complete list of the Firm's composites and performance results is available on request.

This presentation contains information on investments which does not constitute independent research. Accordingly, it is not subject to the protections afforded to independent research and Baillie Gifford and its staff may have dealt in the investments concerned.

All information is current and sourced from Baillie Gifford & Co unless otherwise stated.

Past Performance

Past performance is not a guide to future returns. Changes in investment strategies, contributions or withdrawals may materially alter the performance, strategy and results of the portfolio.

Potential for Profit and Loss

All investment strategies have the potential for profit and loss.

Stock Examples

Any stock examples, or images, used in this presentation are not intended to represent recommendations to buy or sell, neither is it implied that they will prove profitable in the future. It is not known whether they will feature in any future portfolio produced by us.

Any individual examples will represent only a small part of the overall portfolio and are inserted purely to help illustrate our investment style.

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Telephone: 0800 917 4752 bailliegifford.com/intermediaries

Your call may be recorded for training or monitoring purposes.

Managed Fund update

Objective

To achieve capital growth over rolling five-year periods

Fund

£6.1bn

Ongoing charge*

0.43%

As at 30 June 2023.
*As of 31 January 2023. Based on B Inc share class.

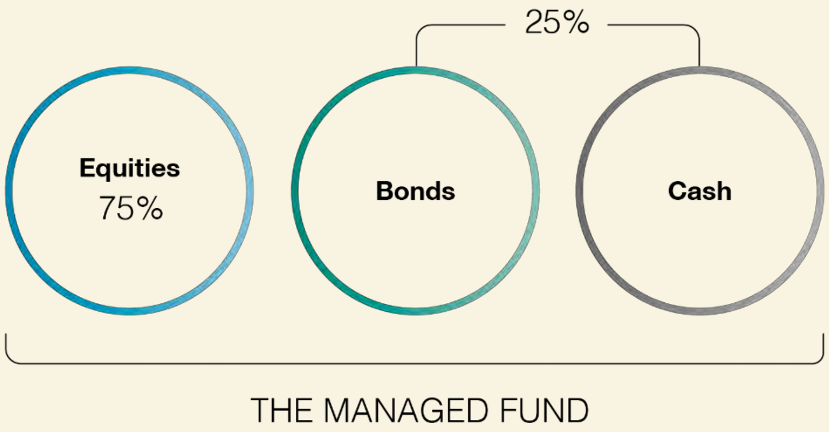
Recent performance

Improvement year-to-date led by North American equities

Where next?

Optimism based on the portfolio’s long-term growth potential

Balance and simplicity



This Fund is rated by Rayner Spencer Mills Research, for more information go to:

www.rsmgroup.co.uk*

This Fund has a Defaqto Risk Rating of 6, for more information go to:

www.defaqto.com*

This Fund is rated as a Premium Fund by Dynamic Planner, for more information go to:

www.DynamicPlanner.com*

*These ratings are designed for use by professional advisers and intermediaries as part of their advice process. These ratings are not a recommendation to buy. If you need further information or are in doubt then you should consult a professional adviser.

Performance

Net investment returns to 30 June 2023

	Fund %	Comparator %	Difference %
Ten years (p.a.)	7.7	5.3	+2.4
Five years (p.a.)	4.5	3.2	+1.4
Three years (p.a.)	0.1	4.1	-4.1
12 months	9.9	3.0	+6.9
Year to date	6.9	2.3	+4.6
Three months	0.4	0.1	+0.3

Annual discrete performance

	30/06/18-30/06/19	30/06/19-30/06/20	30/06/20-30/06/21	30/06/21-30/06/22	30/06/22-30/06/23
Fund (net) %	7.4	16.1	26.6	-28.0	9.9
Comparator %	3.7	0.0	17.2	-6.4	3.0

Top and bottom five absolute stock contributors 12 months to 30 June 2023

Name	Fund (avg. weight) %	Total return %	Absolute contribution %
Shopify	1.2	98.5	1.0
NVIDIA	0.8	166.9	1.0
The Trade Desk	1.4	75.8	0.8
Netflix	0.7	140.6	0.6
Petrobras	0.6	76.7	0.4
First Republic Bank	0.3	-81.3	-0.4
Meituan	0.5	-39.7	-0.3
Alibaba	0.6	-30.5	-0.2
Li Ning	0.4	-43.5	-0.2
Embracer Group	0.2	-62.9	-0.2

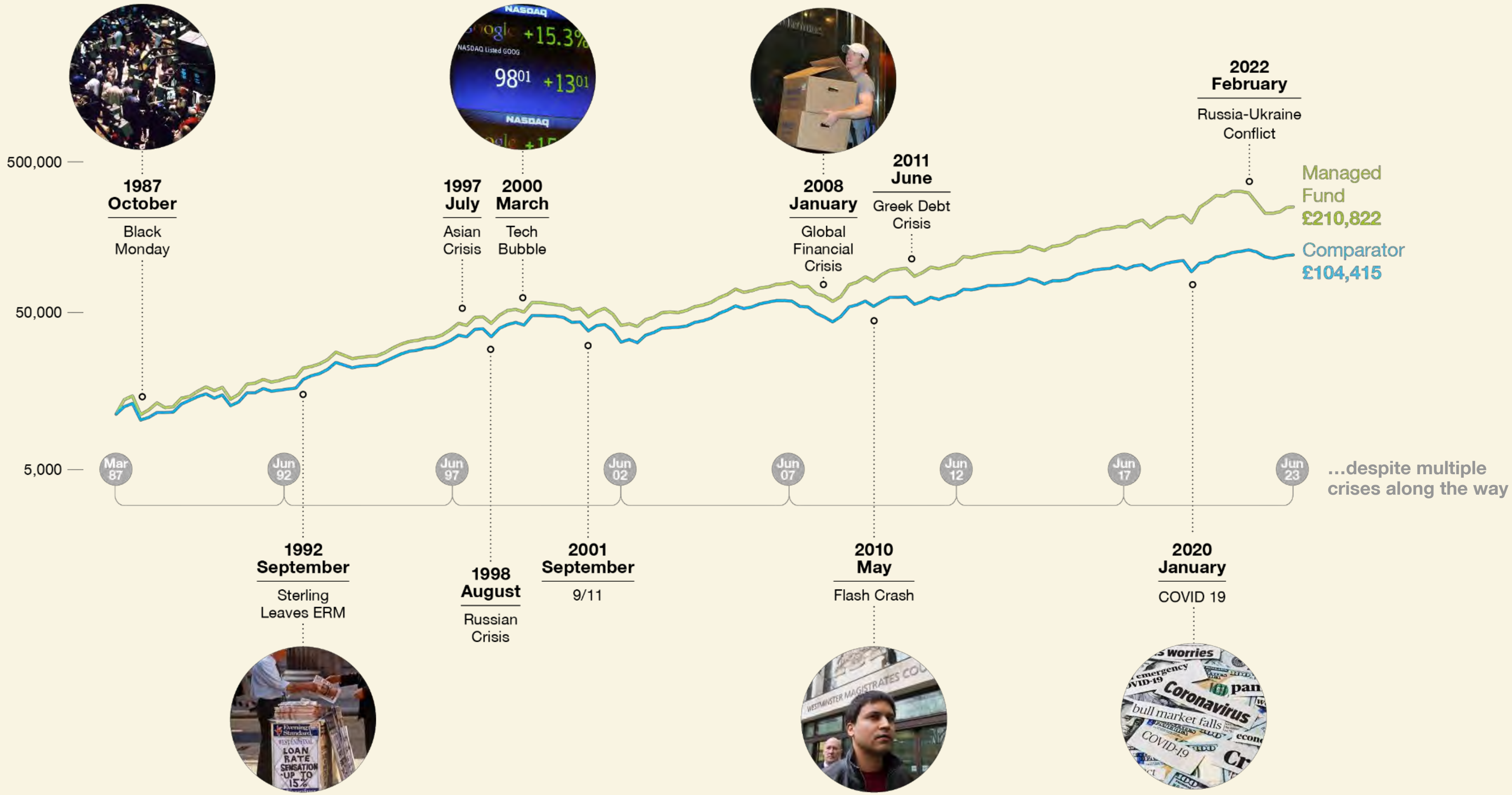
Top and bottom five absolute stock contributors Five years to 30 June 2023

Name	Fund (avg. weight) %	Total return %	Absolute contribution %
Tesla Inc	1.2	1102.3	4.4
Shopify	1.2	364.1	2.7
The Trade Desk	0.9	754.0	1.6
Amazon.com	1.6	59.6	1.6
ASML	0.8	296.3	1.2
Grubhub	0.3	-42.7	-0.7
Twilio	0.3	-68.2	-0.5
Just Eat Takeaway.com	0.4	-80.7	-0.5
Snap	0.1	-78.3	-0.4
Shell	0.2	-48.3	-0.4

Source: Revolution, FE. Net of fees. Managed Fund B Inc, sterling.
Comparator refers to Comparator Benchmark: IA Mixed Investment 40%-85% Shares Sector Median (Net) (CAPS Pooled Median (Net) to 30 September 2004, IA Balanced Median Quarterly (Net) to 30 June 2009). Some stocks only held for part of the period.
The manager believes that an appropriate comparison for this Fund is the IA Mixed Investment 40-85% Shares Sector Median, given the investment policy of the Fund and the approach taken by the manager when investing the Fund's portfolio.
*31 March 1987.

Past performance is not a guide to future returns.

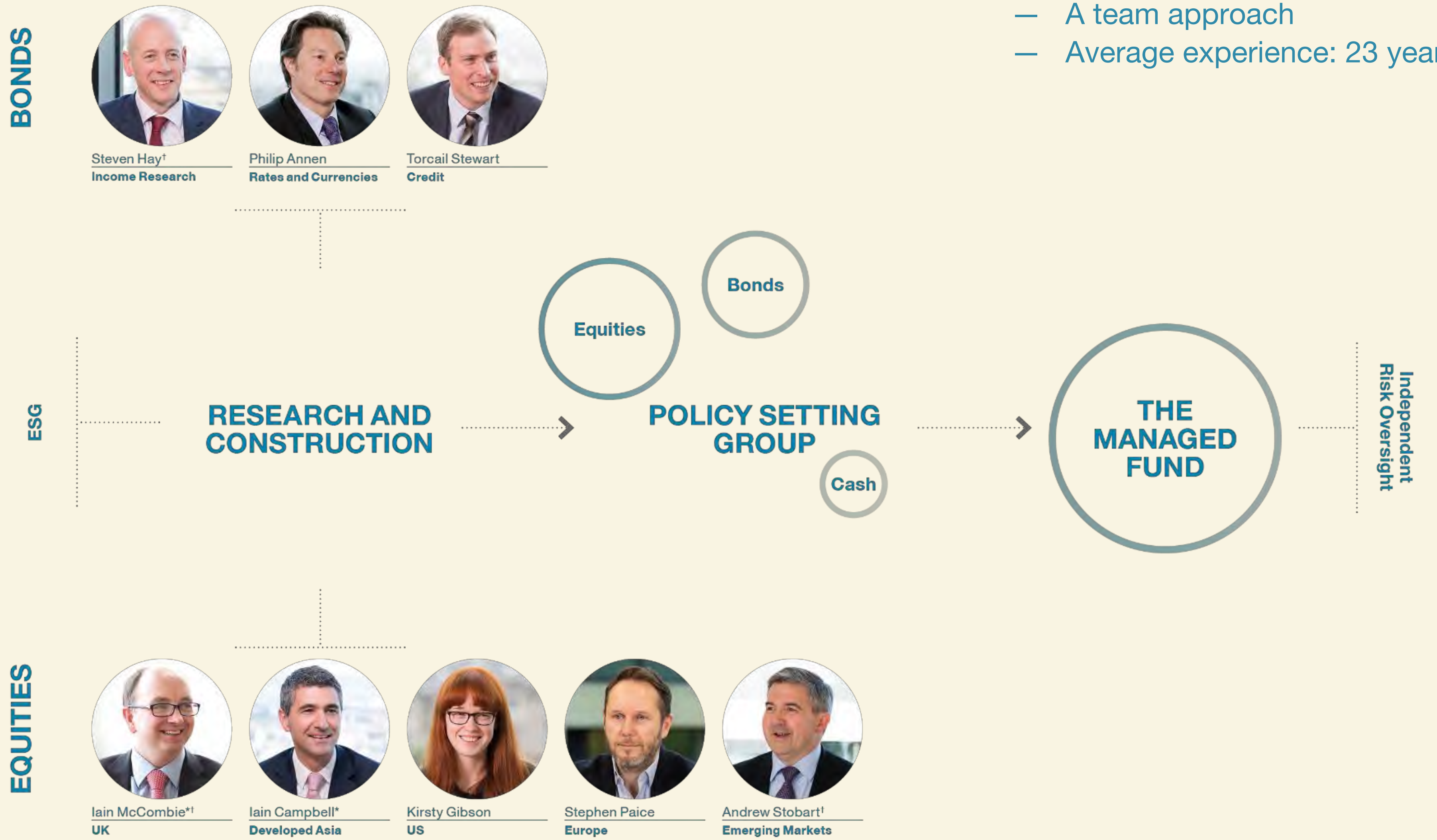
Three decades of successful investing



Source: Revolution. Net of fees, sterling. Returns based on initial £10,000 investment and shown on a logarithmic scale. Comparator refers to Comparator Benchmark: IA Mixed Investment 40%-85% Shares Sector Median (Net) (CAPS Pooled Median (Net) to 30 September 2004, IA Balanced Median Quarterly (Net) to 30 June 2009).
31 March 1987 to 30 June 2023.

Consistent and robust process

— A team approach
— Average experience: 23 years



*Partner
†Policy Setting Group

Growth comes in many forms

Healthcare

Alnylam

Exscientia

Sartorius Stedim

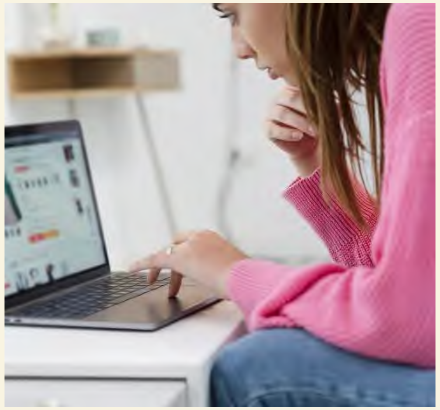
Automation

FANUC

AutoStore

Keyence

Dominant online platforms



Avanza Bank

Shopify

MercadoLibre

Enduring brands

Kering

Shiseido

Greggs

Stocks held in Baillie Gifford Managed Fund, as at 30 June 2023.
Image sources: © Getty Images

Bonds: a dual role

Diversification

Five-year correlation of bonds with equities in the Managed Fund

Return

Australia 3% 21/03/2047

Credit rating: AAA
Yield: 4.3%

Annington Funding 2.308% 2032

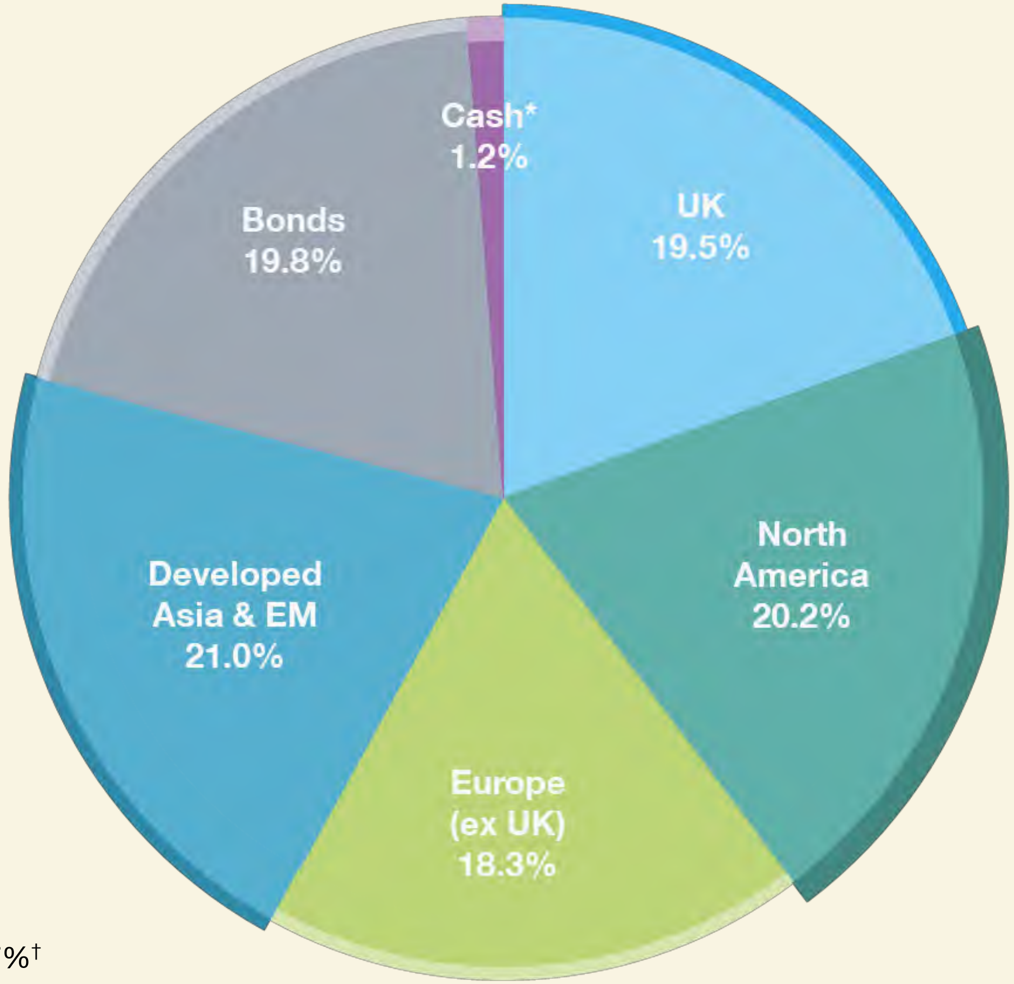
Credit rating: BBB
Yield: 6.8%

Source: Revolution. Data from 31 March 2013 to 30 June 2023. Sterling.

As at 30 June 2023.

Managed Fund portfolio

Bonds	%
DM Government	6.3
EM Government	4.2
High Yield	2.5
Investment Grade	6.7



UK	%
AstraZeneca	1.0
Bunzl	0.8
Diageo	0.8
Rio Tinto	0.8
Unilever	0.7
+53 holdings	

North America	%
The Trade Desk	1.8
NVIDIA	1.5
Shopify	1.4
Amazon.com	1.4
Tesla Inc	1.3
+40 holdings	

Developed Asia & EM	%
TSMC	1.2
Samsung Electronics	0.9
BG Japanese Smaller Cos Fund	0.7
MercadoLibre	0.7
Petrobras	0.7
+64 holdings	

Europe (ex UK)	%
Prosus	1.1
ASML	1.0
Richemont	0.8
Adyen	0.8
Ryanair	0.8
+37 holdings	

Net debt/equity: 18%, Index: 47%†

Sales 3 year forward growth (p.a.): 5.0%, Index: 0.7%†

As at 30 June 2023. Lighter chart colour = underweight vs strategic allocation. Darker chart colour = overweight vs strategic allocation. *Includes derivatives.
†Source: FactSet, MSCI. Based on the Equity portion of the Managed Fund vs representative indices. Net debt/equity figures exclude financials. Earnings fund and index figures are calculated excluding negative earnings.

Summary

Improved performance during the first half of 2023

Majority of holdings delivering operationally and are financially resilient

Growth potential across a range of regions and sectors

Appendices

Notable transactions

New buys	Additions	Complete sales	Reductions
Nippon Paint	DoorDash	Carvana	Chegg
Royal Unibrew	Marks and Spencer Group	Just Eat Takeaway.com	NIBE
Meta Platforms	Amazon.com	Suzuki	Tesla Inc

Notable equity transactions in 3 months to 30 June 2023.

Short run volatility is inevitable

Range of absolute returns over rolling periods (annualised)

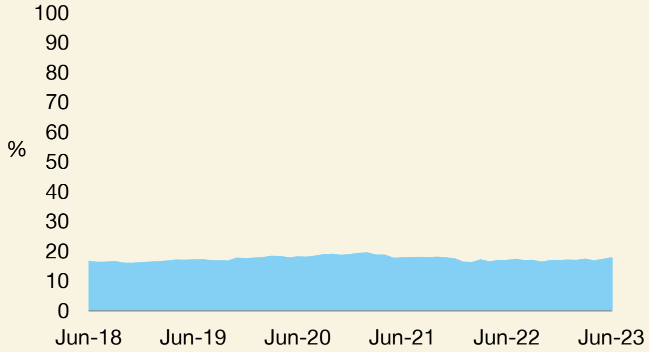
Periods of positive performance	77%	90%	94%	100%	100%

Source: Revolution.
As at 30 June 2023. Net of fees, Sterling.
The figures above show results after analysing annualised returns over each quarter for the Baillie Gifford Managed Fund (31 March 1987 to 30 June 2023).

The keys to success

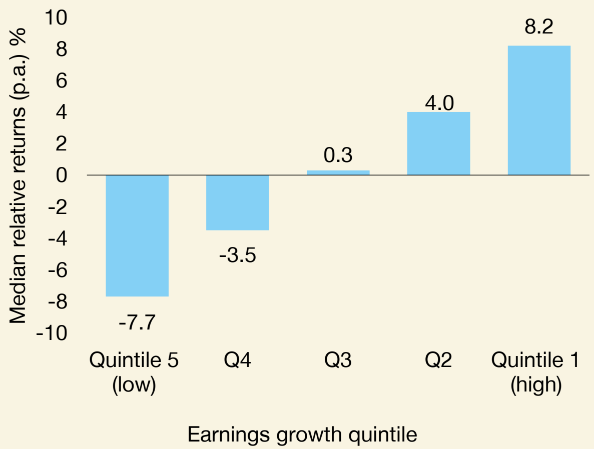
ACTIVE **GROWTH** **LONG TERM**

Low overlap with index*

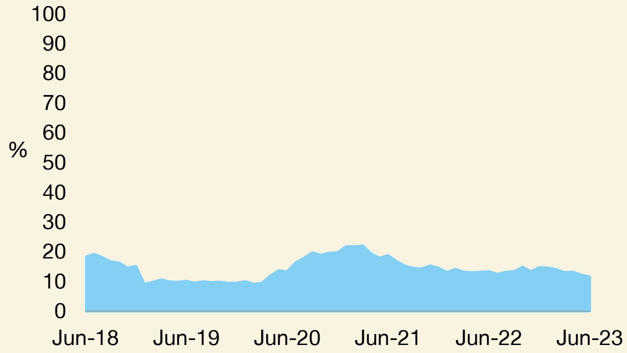


Managed Fund overlap vs weighted composite of representative indices

Share prices follow earnings**



Low turnover



Managed Fund rolling 12 month turnover

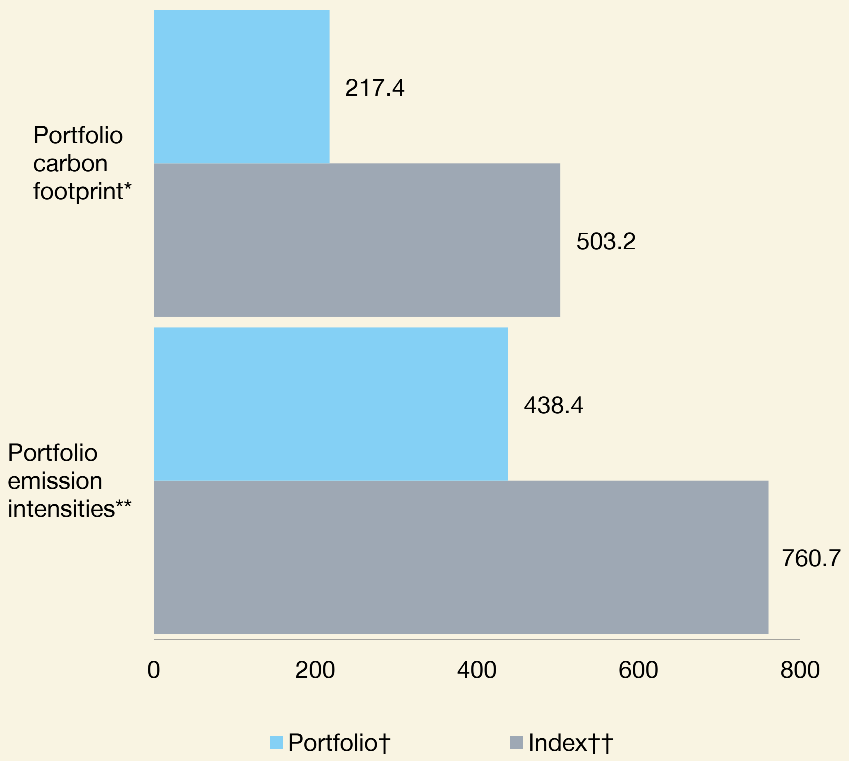
*Source: Baillie Gifford & Co, MSCI.
**Source: FactSet, FTSE, MSCI. US dollars. The universe consists of all stocks listed in the FTSE World and MSCI ACWI Indices at each starting point excluding repetitions. Median total returns by earnings growth quintile. Rolling five-year horizons. (1992 – 2022).

Natural edge in ESG

How we invest		How we think about ESG
Long term: 5+ years	=	Alignment of stakeholder and shareholder value
Active: deep research	=	Emphasise nuance and understanding
Engaged: support/challenge	=	Leverage relationships to learn and influence
Growth	=	Important and innovative solutions to ESG challenges

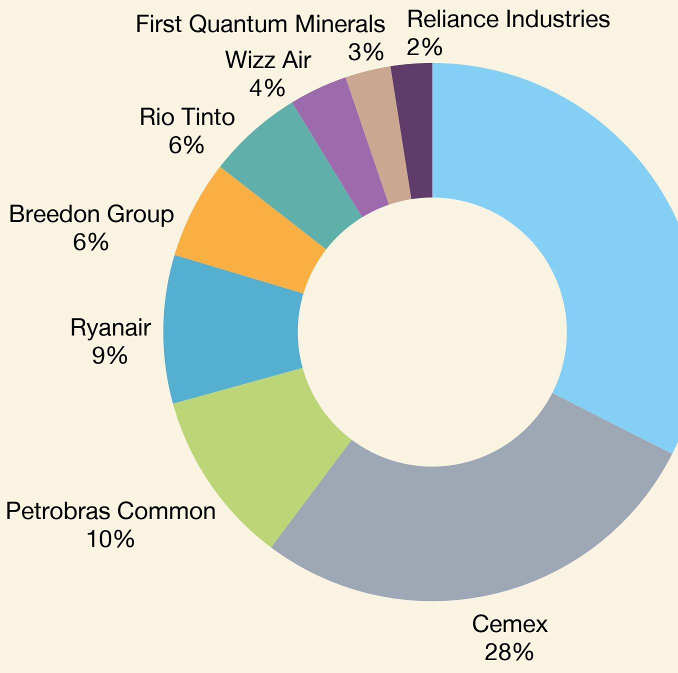
Managed Fund and climate

Managed Fund carbon emissions



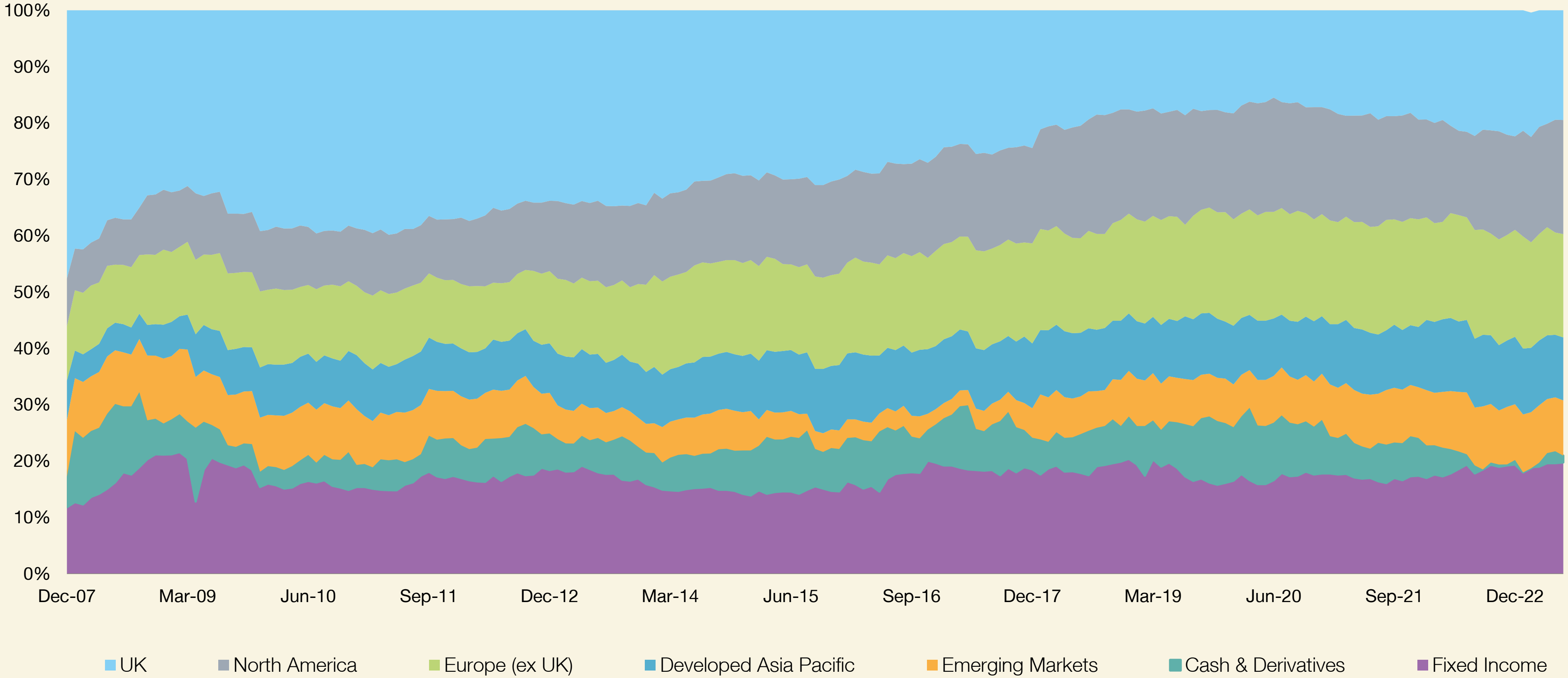
Source: Baillie Gifford & Co, MSCI ESG Research, FactSet. As at 30 June 2023.
*Relative carbon footprint (tCO2e/USD million invested).
**Weighted average carbon intensity (tCO2e/USD Million Revenue).
†Portfolio (Scope 1,2 and 3 Material).
††Fund's strategic asset allocation: 75% equity, 20% bond and 5% cash. (Scope 1,2 and 3 Material)

Largest equity contributors to carbon emissions



As at 30 June 2023.
*Includes bonds.

Asset allocation over time



Data from 31 December 2007 to 30 June 2023.

Legal notices

All information is current and sourced from Baillie Gifford & Co unless otherwise stated.

GIPS® Standards

Performance Results

Composite	Managed (max. 85% equities)
Benchmark	IA Mixed Inv 40-85% Shares Sector Median (CAPS Median ex Property Prior to 30/06/16)
Currency	GBP
Period Ended	31/12/2022

Year	Composite Return Gross of Fees %	Composite Return Net of Fees %	Benchmark Return %	No. of Portfolios	Composite Dispersion %	Composite 3 Yr Std Deviation (% p.a.)	Benchmark 3 Yr Std Deviation (% p.a.)	Composite Assets (million)	Firm Assets (million)
2022	-24.0	-24.4	-9.5	1	N/A	16.3	11.6	6,020	217,759
2021	4.7	4.1	11.1	1	N/A	12.4	10.4	8,952	325,493
2020	34.3	33.7	5.1	1	N/A	13.2	11.4	7,373	315,246
2019	20.9	20.3	15.8	1	N/A	8.6	6.6	4,452	211,445
2018	-1.8	-2.3	-6.0	1	N/A	8.7	7.2	3,328	167,814
2017	15.5	15.0	10.0	1	N/A	7.5	7.3	3,139	173,968
2016	17.9	17.3	19.3	3	N/A	8.0	7.8	2,640	140,946
2015	7.5	7.0	2.5	2	N/A	8.6	8.3	1,685	119,414
2014	4.6	4.0	5.2	2	N/A	8.1	7.6	1,672	111,036
2013	17.0	16.4	15.1	2	N/A	9.1	9.0	1,546	101,865

Supplementary Information: Annualised Performance Results to 31/12/2022

	Composite Gross of Fees % p.a.	Composite Net of Fees % p.a.	Benchmark % p.a.
1 Year	-24.0	-24.4	-9.5
3 Years	2.2	1.7	1.8
5 Years	4.9	4.3	2.8
10 Years	8.5	8.0	6.5
15 Years	7.7	7.1	5.4
Since Inception (30/09/2004)	8.8	8.2	7.0

These returns are supplemental to the composite presentation and are not verified by an independent third party.

GIPS® Standards

Disclosures

1. Baillie Gifford and Co claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Baillie Gifford and Co has been independently verified for the periods 1 Jan 94 - 31 Dec 22. The verification report(s) is/are available upon request. A firm that claims compliance with the GIPS standards must establish policies and procedures for complying with all the applicable requirements of the GIPS standards. Verification provides assurance on whether the firm's policies and procedures related to composite and pooled fund maintenance, as well as the calculation, presentation, and distribution of performance, have been designed in compliance with the GIPS standards and have been implemented on a firm-wide basis. Verification does not provide assurance on the accuracy of any specific performance report.
2. For the purposes of applying the GIPS® Standards, the Firm is defined as Baillie Gifford and Co and all of its wholly or jointly owned affiliates. An investment management partnership founded in 1908, which specialises in managing equity, fixed income and multi-asset portfolios for a global client base.
3. The composite is defined as: All portfolios, investing on a multi asset basis but with a maximum of 85% of assets in equity stocks permitted, benchmarked to the IA Mixed Investment 40%-85% Shares Sector Median.
4. The composite inception date is 30 Sep 04. The composite was created on 3 Aug 06.
5. Internal dispersion is calculated using the asset-weighted standard deviation of the gross returns of all accounts included in the composite for the entire year; it is not presented for periods less than one year or when there were fewer than five accounts in the composite at year end. The three-year annualized ex post standard deviation measures the variability of the composite and the benchmark gross returns over the preceding 36-month period, it is not presented for periods of less than three years.
6. Gross of fees performance returns are presented before management and custodial fees but after all trading expenses. Returns are presented net of withholding taxes on dividends, interest income and capital gains where applicable. Net of fees returns are calculated by deducting a model management fee of 0.042%, 1/12th of the highest management fee of 0.50%, from the monthly gross composite return. The highest fee currently charged for segregated portfolios invested in this strategy is 0.50% p.a. The management fee and total expense ratio for the UK OEIC, which is included in the composite, are 0.40% on all assets and 0.42%, respectively. This may not necessarily represent the actual fee charged.
7. Additional information regarding policies for valuing investments, calculating performance and preparing GIPS Reports is available on request.
8. The firm's list of composite descriptions, broad distribution pooled funds, and limited distribution pooled fund descriptions are available on request.
9. All investment strategies have the potential for profit and loss.
10. GIPS® is a registered trademark of CFA Institute. CFA Institute does not endorse or promote this organization, nor does it warrant the accuracy or quality of the content contained herein.
11. Currency hedging may have been used in some of the portfolios in the composite. This occurs when it is felt that a currency is significantly over or undervalued, to protect the underlying assets in that currency.
12. The composite name was previously UK Balanced (max. 85% equities)

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