

Baillie Gifford™

Baillie Gifford Worldwide Long Term Global Growth
Fund

Shareholder Rights Directive Annual Disclosure
for the period January 01, 2023 to December 31, 2023



This disclosure is produced to meet our obligation to provide enhanced reporting under the Shareholder Rights Directive (SRD) requirements. It is not marketing material. This document is solely for the use of professional investors and should not be relied upon by any other person. It is not intended for use by retail clients.

Our Investment Strategy

Long Term Global Growth (LTGG) is a purely stock-driven, unconstrained global equity strategy focused on investing in exceptional growth companies from around the world. The approach is committed and expressly long term because we believe that investing in companies with the scope to grow to multiples of their current size over the next decade has the potential to transform the returns achieved for investors over time.

We take a global approach to stock selection and portfolio construction is purely stock driven, so no reference is made to benchmark indices in our investment process. We are genuinely active, not passive. Portfolio holding sizes are based purely on the magnitude of the potential upside and the associated level of conviction. A company's benchmark weighting is entirely irrelevant to us.

How We Make Investment Decisions

The LTGG Team is structured such that every investor can contribute meaningfully to the generation of new ideas, stock research and stock discussions. We want to bring cognitive diversity, creativity and imagination to our research process. Once a stock has been fully researched and discussed, the decision makers are responsible for making the ultimate decision on its inclusion (or otherwise) in the portfolio. Their decisions place an emphasis on backing enthusiasm rather than achieving a full consensus. Stock level risks are managed with careful regard for the governance structures and the operational performance of the portfolio holdings. Portfolio level risks are managed by ensuring that the portfolio is well diversified by growth driver and geographical exposure. High levels of short term volatility form a natural part of our investment approach and are to be expected.

Key Material Medium to Long Term Risks

Fundamental risk - the permanent loss of capital and the risk of missing out on companies which subsequently post strong returns. We therefore place significant emphasis in our investment management process on understanding the fundamentals of the companies in which we invest, including environmental, social and governance factors (ESG), which may impact the sustainability of future growth.

Portfolio risk - a failure to maintain an appropriate level of diversification at the strategy level. A series of investment guidelines are in place which are intended to ensure that there is a sufficient level of diversification.

Liquidity risk - a failure to maintain appropriate level of liquidity at the strategy level. We have a series of guidelines that ensure the strategy remains sufficiently liquid to enable positions to be exited or client cash flows to be managed with minimal impact.

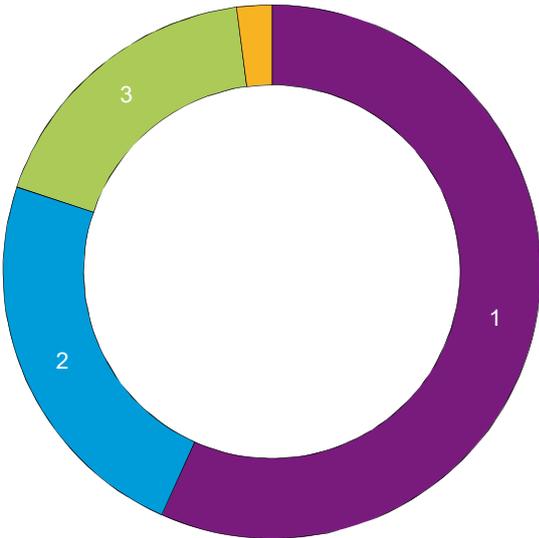
Portfolio Composition

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Top Ten Holdings

Asset Name	% of Portfolio
NVIDIA	6.9
PDD Holdings Inc	6.8
Amazon.com	6.5
ASML	4.4
Atlassian Corp Plc	3.9
Dexcom Inc	3.8
Shopify 'A'	3.5
Tesla Inc	3.4
Adyen NV	3.3
Cloudflare Inc	3.2

Geographic Analysis of Total Assets



	%
1 North America	56.7
2 Emerging Markets	23.4
3 Europe (ex UK)	17.7
4 Cash	2.1

Source: Baillie Gifford & Co.
Please note that totals may not add due to rounding.

Turnover and Turnover (Transaction) Costs

	%
Rolling One Year Turnover	18

Rolling One Year Turnover is calculated as the lesser of the sum of all purchases and the sum of all sales in each month divided by the monthly average market value, summed over 12 months. Turnover is a measure of average investment horizon, the lower the turnover the longer the average investment horizon.

Transaction costs:	%
Explicit transaction costs	0.02
Implicit transaction costs	0.14

Explicit costs are directly observable and include broker commissions and transaction taxes and fees. Implicit costs are the indirect costs associated with buying and selling of securities. Specifically, implicit costs represent the differential between the actual transaction price (excluding taxes and commissions) and the mid-market price of the asset when the order to transact was transmitted to a third-party. Due to the methodology used, overall transaction costs may be 'negative' if individual securities are purchased below the prevailing mid-price or conversely sold above the mid-price. Current MiFID II guidance requires us to disclose these costs, even if they result in a negative figure (i.e. an implicit gain to the investor).

Our Governance and Sustainability Approach

We look beyond current financial performance, undertaking proprietary research to build up an in-depth knowledge of an individual company and a view on their long-term prospects, including material governance and sustainability factors which we believe will positively or negatively affect the financial returns of an investment. In keeping with our decentralised and autonomous culture, we are comfortable with our various investment strategies taking different approaches to reach the same goal of properly assessing and weighing up governance and sustainability considerations in the investment process. Further information regarding our approach is detailed in our Governance and Sustainability Principles and Guidelines available in the About Us section of our website.

Our Approach to Voting and Engagement

Thoughtful voting of our clients' holdings is an integral part of our commitment to stewardship. Our Governance and Sustainability team oversees our voting analysis and execution in conjunction with our investment managers. Unlike many of our peers, we do not outsource the responsibility of voting to third-party suppliers. We utilise research from proxy advisers for information only. Additionally, Baillie Gifford does not lend securities on behalf of our clients. Where a client chooses to lend securities, we may consider requesting that clients recall any securities on loan to enable us to vote if we deem a meeting to be significant or contentious.

We engage regularly with management and board members to identify and understand issues and to monitor performance. Analysts from the Governance and Sustainability team regularly join our investors for these meetings, in addition to meetings that they will arrange directly with company representatives to discuss specific issues. Further details of Baillie Gifford's approach to voting and engagement is outlined in our Governance and Sustainability Principles and Guidelines document available in the About Us section of our website.

Detailed below are the engagements and the most significant votes we have carried out.

Company Engagement

Engagement Type	Company
Environmental	Adyen N.V., Amazon.com, Inc., Contemporary Amperex Technology Co., Limited, DexCom, Inc., Hermès International Societe en commandite par actions, Joby Aviation, Inc., Meituan, MercadoLibre, Inc., Moderna, Inc., NIO Inc., NVIDIA Corporation, Roblox Corporation, Samsara Inc., Shopify Inc., Tencent Holdings Limited, Tesla, Inc.
Social	Adyen N.V., Amazon.com, Inc., BeiGene, Ltd., DexCom, Inc., Joby Aviation, Inc., Kering SA, Meituan, Moderna, Inc., NIO Inc., Netflix, Inc., Roblox Corporation, Shopify Inc., Tencent Holdings Limited, Tesla, Inc.
Governance	ASML Holding N.V., Adyen N.V., Alibaba Group Holding Limited, Amazon.com, Inc., Atlassian Corporation, BeiGene, Ltd., BioNTech SE, Cloudflare, Inc., Contemporary Amperex Technology Co., Limited, Coupang, Inc., Enphase Energy, Inc., HDFC Bank Limited, Hermès International Societe en commandite par actions, Joby Aviation, Inc., Kering SA, Meituan, Moderna, Inc., NVIDIA Corporation, Netflix, Inc., PDD Holdings Inc., Roblox Corporation, Samsara Inc., Sea Limited, Shopify Inc., Tencent Holdings Limited, Tesla, Inc., The Trade Desk, Inc., Workday, Inc.
Strategy	Amazon.com, Inc., Tesla, Inc.

Voting Activity

Votes Cast in Favour	Votes Cast Against	Votes Abstained/Withheld
Companies	37	16
Resolutions	394	37

Significant Votes Cast in Favour

Company	Meeting Details	Voting Rationale
Amazon.com	Annual 05/24/23 Resolution(s): 10	We supported a shareholder resolution requesting a report on how the company's climate strategy is consistent with a 'just' transition. Amazon's pledge to reach net zero by 2040 suggests dramatic transformations are imminent. We believe they should carefully consider the impacts their climate strategy will have on stakeholders and any barriers to implementation. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Amazon.com	Annual 05/24/23 Resolution(s): 12	We supported a shareholder resolution requesting a report on how its lobbying is consistent with its climate commitments. We would like to see the company expand on their current reporting, specifically regarding risk assessment and procedures. We believe ensuring congruence between their stated commitments and their actions will support them in achieving sustainable long term growth. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Amazon.com	Annual 05/24/23 Resolution(s): 13	We supported a shareholder resolution on gender/racial pay gap reporting. We have supported this resolution at Amazon for the last three years. We believe that women and minorities are underrepresented in leadership positions compared with the broader workforce, and reporting the unadjusted median gap would help to assess structural bias regarding job opportunity and pay. We believe a diverse workforce supports future business growth. This resolution is significant because it was submitted by shareholders and received greater than 20% support.

Company	Meeting Details	Voting Rationale
Amazon.com	Annual 05/24/23 Resolution(s): 16	We supported a shareholder resolution on freedom of association. In light of several recent high profile controversies, we believe that shareholders would benefit from a more thorough examination of the compliance of the company's policies and practices with international fundamental rights. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Amazon.com	Annual 05/24/23 Resolution(s): 1g, 3	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Amazon.com	Annual 05/24/23 Resolution(s): 22	We supported a shareholder resolution requesting a report on plastic use. Plastic pollution poses financial, operational and reputational risks to the company. While we continue to believe that Amazon are making progress, we think more could be done particularly with regards to how they influence their manufacturers in reducing their usage. We also believe the company lags peers who disclose total plastic use and reduction targets. Better addressing this issue will help position the company for long term future growth. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Beigene Ltd	Annual 06/15/23 Resolution(s): O6, O8, O9	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Cloudflare Inc	Annual 06/01/23 Resolution(s): 1.001	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Intuitive Surgical	Annual 04/27/23 Resolution(s): 5	We supported a shareholder resolution requesting a report on gender/racial pay gaps. The company does not currently disclose the unadjusted median gap, and we believe this would help to assess structural bias regarding job opportunity and pay. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Moderna Inc	Annual 05/03/23 Resolution(s): 1.001, 1.003	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Netflix Inc	Annual 06/01/23 Resolution(s): 1c, 3	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Netflix Inc	Annual 06/01/23 Resolution(s): 8	We supported a shareholder resolution requesting that the company adopt and disclose a freedom of association and collective bargaining policy. Labour issues are identified as a material risk in the company's financial statements and we believe that shareholders would benefit from a greater understanding of Netflix's policy and approach to this matter. Its lack of policy lags other large technology companies and may open it up to increased reputational risk, particularly in light of past and ongoing controversies. This resolution is significant because it was submitted by shareholders and received greater than 20% support.

Company	Meeting Details	Voting Rationale
Shopify 'A'	Annual 06/27/23 Resolution(s): 3	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Tencent	AGM 05/17/23 Resolution(s): 5	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Tencent	EGM 05/17/23 Resolution(s): 1A-7	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.
Tesla Inc	Annual 05/16/23 Resolution(s): 1.2	We voted in favour of routine proposals at the aforementioned meeting(s). This resolution is significant because it received greater than 20% opposition.

Significant Votes Cast Against

Company	Meeting Details	Voting Rationale
Advanced Micro Devices Inc	Annual 05/18/23 Resolution(s): 3	We opposed the ratification of the auditor because of the length of tenure. We believe it is best practice for the auditor to be rotated regularly as this works to ensure independent oversight of the company's audit process and internal financial controls. This resolution is significant because we opposed the election of auditors.
Amazon.com	Annual 05/24/23 Resolution(s): 21	We opposed a shareholder resolution requesting a third-party audit on warehouse working conditions. We opposed this resolution last year and believe the company have continued to improve and enhance their disclosures, for example now disclosing injury rates. We believe the enhanced disclosure will allow us to monitor progress on this issue and don't think additional disclosure is necessary at this time. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Amazon.com	Annual 05/24/23 Resolution(s): 23	We opposed a shareholder resolution on customer use of certain technologies. We think the company has demonstrated adequate responsiveness to the concerns and requests outlined by the proponent. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Amazon.com	Annual 05/24/23 Resolution(s): 7	We opposed a shareholder resolution requesting a report on customer due diligence. The company continues to demonstrate they are being proactive and we do not share the proponent's concerns. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Atlassian Corp Plc	Annual 12/06/23 Resolution(s): 3	We opposed the advisory resolution to ratify executive compensation because of concerns with several one-off equity grants awarded to an executive which we consider excessive. This resolution is significant because we opposed remuneration.

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Company	Meeting Details	Voting Rationale
Carvana	Annual 05/01/23 Resolution(s): 4	We opposed the amended Omnibus Stock Plan as we believed that its conditions were not in the best interest of clients. This resolution is significant because we opposed remuneration.
Cloudflare Inc	Annual 06/01/23 Resolution(s): 3	We opposed the executive compensation as we do not find that option repricing and lowering of targets undertaken this year is aligned with the long-term interests of shareholders. This resolution is significant because it received greater than 20% opposition.
Dexcom Inc	Annual 05/18/23 Resolution(s): 5	We opposed a shareholder resolution asking for a median pay gap reporting. We are satisfied that the company committed to provide this reporting and is currently working with consultants on this. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
Illumina	AGM 05/25/23 Resolution(s): 3	We opposed executive compensation as we did not agree with the decision to make one-off retention grants to named executive officers, in addition to annual variable incentive grants, given recent company performance. This resolution is significant because we opposed remuneration.
Kering	MIX 04/27/23 Resolution(s): 4, 6	We opposed three resolutions on executive remuneration reports due to concerns with the stretch of ESG performance targets, and lack of downward discretion to reflect the Balenciaga scandal. This resolution is significant because we opposed remuneration.
Kering	MIX 04/27/23 Resolution(s): 5	We opposed three resolutions on executive remuneration reports due to concerns with the stretch of ESG performance targets, and lack of downward discretion to reflect the Balenciaga scandal. This resolution is significant because it received greater than 20% opposition.
Netflix Inc	Annual 06/01/23 Resolution(s): 5	We opposed a shareholder resolution to amend the requirements for shareholders to call a special meeting. We do not agree that removing the requirement to have held stock for at least a year is in the interests of long term shareholders. This resolution is significant because it was submitted by shareholders and received greater than 20% support.
PDD Holdings Inc	Annual 02/08/23 Resolution(s): 5	We opposed the election of the director who is the chair of the nomination committee because the board remains entirely male. We have previously engaged with the company on this issue and explained that we expected the gender diversity of the board to improve by this annual general meeting. We believe that diversity would bring different perspectives to the board which is ultimately important for the long-term prospects of the company. This resolution is significant because we identified a material E, S or G issue which resulted in Baillie Gifford opposing management.

Company	Meeting Details	Voting Rationale
Zoom	Annual 06/15/23 Resolution(s): 3	We opposed executive remuneration due to concerns over the inappropriate use of discretion. We believe that the large off-cycle payments made to the executives during the year do not reflect the experience of long-term shareholders, nor underpin future long-term performance due to the absence of performance targets attached. This resolution is significant because it received greater than 20% opposition.

Significant Abstentions

There were no significant abstentions

Conflicts of Interest

Baillie Gifford maintains a firm-wide Conflicts Matrix, which identifies conflicts and potential conflicts of interest that exist within the firm, and the procedures and controls that have been adopted to manage these conflicts. Baillie Gifford’s firm wide conflict of interest disclosure is available in the Important Disclosures area of our website

We recognise the importance of managing potential conflicts of interest that may exist when we engage with or vote at a company with whom we have a material business or personal relationship and the Governance and Sustainability team is responsible for monitoring these possible material conflicts of interest.

The Governance and Sustainability team’s approach to dealing with conflicts of interest in relation to voting and engagement can be found in our Investment Stewardship Activities report which is available in the Governance and Sustainability area of our website.

