

BAILLIE GIFFORD UK GROWTH FUND PLC

Annual General Meeting Held on 5 August 2020

All Resolutions were passed on a show of hands. The following levels of proxy appointments and associated instructions in favour of the Chairman of the meeting were received prior to the meeting.

Resolution No.	Votes for	Votes against	Total votes cast	Votes withheld	Total proxies
Ordinary Business					
1 To receive and adopt the Financial Statements of the Company for the year to 30 April 2020 with the Reports of the Directors and of the Independent Auditors thereon.	72,347,724	7,138	72,354,862	–	72,354,862
2 To approve the Directors' Remuneration Policy.	72,217,428	73,084	72,290,512	64,350	72,354,862
3 To approve the Directors' Annual Report on Remuneration for the year ended 30 April 2020.	72,222,098	76,691	72,298,789	56,073	72,354,862
4 To declare a final dividend of 3.10p per ordinary share.	72,350,796	2,266	72,353,062	1,800	72,354,862
5 To re-elect Carolan Dobson as a Director.	71,958,495	374,111	72,332,606	22,256	72,354,862
6 To re-elect Andrew Westenberger as a Director.	71,987,698	345,738	72,333,436	21,426	72,354,862
7 To re-elect Scott Cochrane as a Director.	71,986,103	344,633	72,330,736	24,126	72,354,862
8 To re-elect Ruary Neill as a Director.	71,988,004	346,202	72,334,206	20,656	72,354,862
9 To appoint Ernst & Young LLP as Independent Auditor of the Company.	72,285,963	50,996	72,336,959	17,903	72,354,862
10 To authorise the Directors to determine the remuneration of the Independent Auditor of the Company.	72,334,422	19,031	72,353,453	1,409	72,354,862
Special Business					
11 To approve the Directors' general authority to issue shares.	72,306,673	18,404	72,325,077	29,785	72,354,862
12 To approve by Special Resolution that the Directors be authorised to issue shares/sell treasury shares on a non pre-emptive basis.	72,275,719	50,778	72,326,497	28,365	72,354,862
13 To approve by Special Resolution that the Company be authorised to buy back its own shares.	72,245,194	94,907	72,340,101	14,760	72,354,861

Notes:

1. Where shareholders have appointed the Chairman of the meeting as their proxy, with discretion as to voting, those votes have been cast in favour of all resolutions.
2. A vote withheld is not a 'vote' in law and is not counted in the calculation of the votes 'for' and 'against' a resolution.