

Jupiter UK Growth Fund

Annual Report & Accounts

For the year ended 31 December 2023



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*These collectively comprise the Authorised Fund Manager's Report.

Fund Information

Manager, Registrar and Administrator

Jupiter Unit Trust Managers Limited
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 Chelmsford
 CM99 2BG

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www.jupiteram.com

Registered Address:
 The Zig Zag Building
 70 Victoria Street
 London SW1E 6SQ

Authorised and regulated by the Financial Conduct Authority.

Trustee

Northern Trust Investor Services Limited
 Trustee and Depositary Services
 50 Bank Street
 Canary Wharf
 London E14 5NT

Authorised and regulated by the Financial Conduct Authority.

Investment Manager

Jupiter Asset Management Limited
 The Zig Zag Building
 70 Victoria Street
 London SW1E 6SQ

Authorised and regulated by the Financial Conduct Authority.

Independent Auditors

PricewaterhouseCoopers LLP
 (prior to 22 November 2023)
 Atria One
 144 Morrison Street
 Edinburgh
 EH3 8EX

Ernst & Young LLP
 (from 22 November 2023)
 Atria One
 144 Morrison Street
 Edinburgh EH3 8EX

Directors

The Directors of Jupiter Unit Trust Managers Limited are:

P Moore
J Singh
T Scholefield
P Wagstaff*
D Skinner
G Pound**
J Leach***

**Resigned 5 January 2024*

***Appointed 8 February 2023*

****Appointed 14 September 2023*

It is the intention of Jupiter Unit Trust Managers Limited to make this Report & Accounts available on their website. The maintenance and integrity of the Jupiter Unit Trust Managers Limited website is the responsibility of the Directors; the work carried out by the auditors of the Jupiter UK Growth Fund does not involve consideration of these matters and, accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.

Fund Information *(continued)*

Investment Objective

To provide a return, net of fees, higher than that provided by the FTSE All-Share Index over the long term (at least five years).

Investment Policy

At least 70% of the Fund is invested in shares of companies based in the UK (i.e. companies domiciled, headquartered or which conduct a majority of their business activity, in the UK). Up to 30% of the Fund may be invested in other assets, including shares of companies based anywhere in the world, open-ended funds (including funds managed by Jupiter and its associates), cash and near cash.

The Fund may only enter into derivative transactions for the purposes of efficient portfolio management (including hedging), i.e. to reduce risk, minimise costs or generate additional capital and/or income. The Fund may not enter into derivative transactions for investment (i.e. speculative) purposes.

Benchmark

The FTSE All-Share Index is an industry standard index and is one of the leading representations of UK stock markets. It is easily accessible and provides a fair reflection of the Investment Manager's investment universe and a good relative measure to assess performance outcomes.

Many funds sold in the UK are grouped into sectors by the Investment Association (the trade body that represents UK investment managers), to help investors to compare funds with broadly similar characteristics. This Fund is classified in the IA UK All Companies Sector.

Status

The Fund operates under the Investment Funds Sourcebook (FUND) where applicable and the Collective Investment Schemes Sourcebook (COLL) of the Financial Conduct Authority. The Fund is an authorised unit trust scheme under Section 237 of the Financial Services and Markets Act 2000 and is a UCITS scheme as defined in the COLL rules.

The Fund is a qualifying fund for inclusion within a stocks and shares Individual Savings Account (ISA). It is the Manager's intention to continue to manage the affairs of the Fund in order to meet the qualifying requirements as outlined in current legislation.

Unit Classes

In addition to the basic class of units which are available to all types of investors, the Fund also offers I-Class units which are available to investors who invest a minimum of £1,000,000 and J-Class Units which are available to investors who invest a minimum of £500 (who buys units directly from the Manager and not through any intermediary or advisor). Further details are available from the Manager on request. Please note that in order to distinguish between the unit classes within the Fund they are defined in this report as either L-Class Units (non I-Class and non J-Class) or I-Class Units or J-Class Units. The unit types associated with each unit class are disclosed in the Comparative Tables on pages 7 and 8.

Change of Independent Auditor

With effect from 22 November 2023, the Independent Auditor changed from PricewaterhouseCoopers LLP to Ernst & Young LLP.

Fund Information *(continued)*

Cumulative Performance (% change to 31 December 2023)

	1 year	3 years	5 years	10 years
Percentage Growth	10.4	22.6	4.3	3.7
FTSE All-Share Index*	7.9	28.1	37.7	68.2
IA UK All Companies Sector**	7.4	14.2	31.1	56.2
Sector Position	36/212	86/205	194/199	170/171
Quartile Ranking	1st	2nd	4th	4th

Source: Morningstar, gross income reinvested net of fees, in GBP. The statistics disclosed above relate to I-Class Units unless otherwise stated. Past performance is no guide to the future. *Target benchmark **Comparator benchmark.

This document is for informational purposes only and is not investment advice. Market and exchange rate movements can cause the value of an investment to fall as well as rise, and you may get back less than originally invested. We recommend you discuss any investment decisions with a financial adviser, particularly if you are unsure whether an investment is suitable. Jupiter is unable to provide investment advice. Current tax levels and reliefs will depend on your individual circumstances and are subject to change in the future. **The Fund invests in a small number of holdings and as such carries more risk than funds which invest across a larger number of holdings. This Fund invests mainly in shares and it is likely to experience fluctuations in price which are larger than funds that invest only in bonds and/or cash.** For definitions please see the glossary at jupiteram.com. Every effort is made to ensure the accuracy of any information provided but no assurances or warranties are given. Company examples are for illustrative purposes only and are not a recommendation to buy or sell. Quoted yields are not guaranteed and may change in the future. Jupiter Unit Trust Managers Limited is authorised and regulated by the Financial Conduct Authority and their registered address is The Zig Zag Building, 70 Victoria Street, London, SW1E 6SQ.

Investment Report

Performance Review

For the year ended 31 December 2023, the Fund returned 10.4%* in sterling terms, compared to 7.9%* for its target benchmark, FTSE All-Share Index and 7.4%* for the comparator benchmark, IA UK All Companies Sector. Over five years, the Fund returned 4.3%* compared to 37.7%* for its target benchmark and 31.1%* for the comparator benchmark.

**Source: Morningstar, gross income reinvested net of fees, in GBP. The performance statistics disclosed above relate to I-Class Units unless otherwise stated.*

Market Review

It is extraordinary how the market narrative swung during 2023. It was also another reminder of the difficulty of making forecasts and why we don't do it. At the beginning of the year the view was that we were stuck in a 1970s-style stagflation. With central banks hitting the brakes with a sharp increase in interest rates, nearly all strategists expected a recession. Economies (so far) have coped remarkably well with higher rates. With signs that pandemic related inflation was easing, the narrative shifted during the year to the prospect of a soft landing and growing anticipation for rate cuts in 2024, leading equity markets higher. The S&P 500 index finished the year up +26% and finished the year near to an all-time high, the MSCI World index rose +24% and the FTSE All-Share finished at +7.9%.

Other events during the year influencing equity markets were the horrific Hamas attack and Israel's response and Ukraine's counter-offensive which struggled. There was the largest banking failure since the global financial crisis, Silicon Valley Bank (SVB) in the US. The banking crisis was contained but Credit Suisse and SVB disappeared. Artificial Intelligence was hyped and feared, driving one of the Nasdaq index's best annual total returns since 2009 of +44.6%.

Policy Review

The Fund outperformance was driven by outweighing the Technology and Consumer Discretionary sectors. The strongest individual contributor to performance was RELX which rose +39% during the year. The company reported continued strong organic growth across all divisions with the recovery of the Events business from Covid now almost complete. It is also increasingly seen as a beneficiary of Artificial Intelligence. RELX is one of the highest quality global companies listed in the UK and the shares continue to trade at a discount to its US data peer group. It remains the largest holding in the Fund. Accounting software company Sage Group performed well following strong results. Sage is uniquely positioned to drive the back-office software automation of small and mid-sized businesses over the next decade, solving a need for increased productivity. The firm is evolving from a single product company into a platform provider with an improved portfolio of solutions and cross selling opportunities. Whitbread, owner of Premier Inn hotels also performed well. Occupancy has fully recovered to 2019 levels, which partly reflects permanent supply-side changes given the exit of independent hoteliers post-Covid. At the same time, Premier Inn has boosted its brand and distribution strength, taking market share and experiencing less competition, allowing for price increases.

The largest detractor to performance was St James's Place, driven by the announcement of a new fee model for clients in response to Consumer Duty legislation, which was taken negatively by the market. Not owning HSBC, which benefited from its positive exposure to rising dollar interest rates was also a significant detractor. We do not own any banks. Our investment process means that we avoid highly leveraged businesses. Shareholder equity at banks is extremely small versus the huge loan books and deposit bases. Small changes in asset values can therefore result in significant and sudden movements in equity and therefore share prices and capital returns. Anglo American fell due to rising concerns of a slowdown in China and a disappointing production update, driving a significant earnings downgrade.

During the first half, the Fund sold two stocks and purchased six new holdings.

Investment Report *(continued)*

Policy Review *(continued)*

The Fund exited its holding in Spirent following the weakening client demand for 5G testing equipment. Whilst the company flagged macroeconomic weakness as the main reason for a delay in orders from customers, we were discouraged that the secular strength of the 5G thematic was insufficient to overcome this issue and this raised significant questions regarding not only the underlying cyclical nature of the business but also the economic strength of 5G networks as a proposition. We also sold Prudential. The risks surrounding the long-term position of Hong Kong within China and Western relations with China having increased since we initially purchased the shares.

We added six new holdings to the portfolio during the year. RS Group generates a high post-tax return on capital, has a long history of growth which has accelerated under the most recent CEO, just 0.5% market share of a £400bn addressable market and high (scale) barriers to entry. Market consolidation is accelerating and RS Group plans to take share of this fragmented market. Its balance sheet is net cash. The shares have de-rated significantly since 2021 following the departure of its CEO (for health reasons) and cyclical end-market concerns, creating an attractive valuation entry point.

Computacenter was founded in Hertfordshire, UK in 1981 and is now Europe's no.1 independent provider of IT infrastructure services to Enterprise and Public Sector customers. It is a founder led company which has generated 18 years (since 2005) of consecutive growth in earnings per share. Very few companies globally have managed that. It is a sticky business model with a service which extends through the infrastructure chain doing the 'heavy lifting' for clients – deciding, procuring, staging, managing, adding, changing and asset management. We were able to acquire shares in the company, which has a net cash balance sheet, at a high normalised free cashflow yield due to near-term end-market concerns.

The Fund also initiated a new overseas holding in CME Group Inc. CME Group is the world's largest derivatives exchange, owning the five most liquid futures contracts globally, including those for trading the US 10-Year Treasury Note and S&P 500. At its core, CME's products help clients manage risk across a range of assets. In many instances CME Group does not have any true direct competitors. Due to its scale, CME is the most capital efficient and cheapest venue to trade derivatives. CME is a high quality business, with large barriers to entry, excellent (~70%) EBITDA (profit) margins, countercyclical characteristics and returns all its free cashflow via dividends. Its capital allocation policies are conservative and its margins are vastly superior to other exchanges. It has demonstrated an ability to grow its business across all economic cycles and periods of geopolitical uncertainty, including periods of both low and high interest rate volatility.

Following a fall in the valuation multiple, we acquired a new position in distributor Bunzl. Bunzl distributes a broad range of essential, not-for-resale items. These items are necessary for the group's customers to continue their operations but are essentially nuisance items. A higher inflation environment is supportive for growth as Bunzl passes on cost increases, maintains margins and benefits from increased pricing power. Scale and procurement advantages provide it with an edge in navigating inflation and securing competitive prices from suppliers. This contributes to our belief that the business can grow quicker than the market expects. The business consistently translates all its earnings into cash which has translated into high and consistent free cashflow/share growth over all time periods. A fall in its valuation presented an attractive entry valuation.

We started a new position in Burberry. A profit warning on 16th November drove a severe earnings cut and consequently a negative share price reaction. This followed warnings regarding a cyclical slowdown in luxury spending from peers. When we purchased the shares, the share price had fallen -45% peak-to-trough in 2023, -22% in the last 5 years and are approximately flat over the past 10 years. Burberry's valuation is lowest in 10 years (measured by Enterprise Value / sales or price / earnings) and trades on an attractive trailing 10 year average (normalising for the economic and business cycle) free cashflow yield to Enterprise Value. The company issues are complex, both cyclical and structural: a brand in transition, unfavourable category exposure, the Covid bubble bursting for bored and aspirational luxury customers, poor retail sales densities, a sub-par supply chain, a lost edge in digital, a mono brand (rather than part of a portfolio of brands) alongside cyclical weakness. The business has 170 years of history, a strong balance sheet and clean financial statements. We recognise the near-term concerns and therefore began a small position awaiting further data before fully committing, but think the issues are mostly temporary and the shares are too lowly valued.

Investment Report *(continued)*

Policy Review *(continued)*

We also initiated a new position in overseas stock Paychex, a leading provider of payroll, human capital management and insurance solutions servicing small and midsize clients primarily in the United States. Paychex was founded in 1971, went public in an initial public offer of shares in 1983 and pays over 1 in 12 U.S private-sector workers. It is an extremely high-quality business which has generated a large total shareholder return relative to the index over any reasonable period. The shares were weak at the end of October due to cyclical concerns and scepticism about 2024 growth, creating an attractive entry opportunity and gives the Fund exposure to a sub-sector not available in the UK market.

Investment Outlook

We have no predictive ability to time the market, macro-economic data points, election results or commodity price shocks. Nor do we believe anyone else does. Pericles, an ancient Greek politician and general who played a crucial role during the golden age of Athens once wisely said, "The key is not to predict the future but to prepare for it". We build resilience into portfolios through a combined focus on high quality businesses at low valuations and expect our holdings to be resilient and adaptable to the economic, social and technological changes we are witnessing.

The Jupiter UK Growth Fund exclusively invests in businesses exposed to structural and enduring growth tailwinds with high, persistent unlevered returns on investment capital. We have a strong preference for asset light business, repeat-purchase business models with predictable cashflow characteristics. Software, data analytics, financial exchanges, specialist distributors and speciality engineers are some of our largest sector weights. We avoid highly cyclical, structurally challenged businesses which means we own no Banks, Insurance or Oil companies. This will create periods of performance volatility but is, we believe, the most effective way to compound unitholders wealth over the long-term.

Chris Smith

Investment Manager

Comparative Tables

Change in net asset per unit						
	L-Class Income			I-Class Income		
	31.12.23 (p)	31.12.22 (p)	31.12.21 (p)	31.12.23 (p)	31.12.22 (p)	31.12.21 (p)
Opening net asset value per unit	243.22	264.20	225.05	244.62	265.75	226.27
Return before operating charges*	28.33	(14.94)	44.66	28.53	(15.04)	45.03
Operating charges	(4.47)	(4.26)	(4.28)	(2.56)	(2.45)	(2.45)
Return after operating charges*	23.86	(19.20)	40.38	25.97	(17.49)	42.58
Distributions on income unit	(2.04)	(1.78)	(1.23)	(3.99)	(3.64)	(3.10)
Closing net asset value per unit	265.04	243.22	264.20	266.60	244.62	265.75
*after direct transaction costs of:	0.48	0.40	0.22	0.48	0.40	0.22
Performance						
Return after charges (%)	9.81	(7.27)	17.94	10.62	(6.58)	18.82
Other information						
Closing net asset value (£'000)	32,935	51,083	63,359	85,631	75,765	97,459
Closing number of units	12,426,686	21,002,604	23,981,433	32,119,160	30,973,128	36,672,555
Operating charges (%)	1.74	1.74	1.74	0.99	0.99	0.99
Direct transaction costs (%)	0.19	0.16	0.09	0.19	0.16	0.09
Prices						
Highest unit price (p)	266.33	266.28	267.43	268.86	267.88	269.97
Lowest unit price (p)	245.50	228.97	222.29	246.93	231.11	223.66

Change in net asset per unit			
	J-Class Income		
	31.12.23 (p)	31.12.22 (p)	31.12.21 (p)
Opening net asset value per unit	243.68	264.71	225.45
Return before operating charges*	28.40	(15.08)	44.79
Operating charges	(3.45)	(3.29)	(3.56)
Return after operating charges*	24.95	(18.37)	41.23
Distributions on income unit	(3.07)	(2.66)	(1.97)
Closing net asset value per unit	265.56	243.68	264.71
*after direct transaction costs of:	0.48	0.40	0.22
Performance			
Return after charges (%)	10.24	(6.94)	18.29
Other information			
Closing net asset value (£'000)	6,849	6,769	7,546
Closing number of units	2,578,958	2,777,845	2,850,765
Operating charges (%)	1.34	1.34	1.44
Direct transaction costs (%)	0.19	0.16	0.09
Prices			
Highest unit price (p)	267.37	266.81	268.33
Lowest unit price (p)	245.97	229.74	222.74

Comparative Tables *(continued)*

Change in net asset per unit						
	L-Class Accumulation			I-Class Accumulation		
	31.12.23 (p)	31.12.22 (p)	31.12.21 (p)	31.12.23 (p)	31.12.22 (p)	31.12.21 (p)
Opening net asset value per unit	259.53	279.83	237.23	291.08	311.50	262.11
Return before operating charges*	30.29	(15.77)	47.12	34.08	(17.54)	52.21
Operating charges	(4.78)	(4.53)	(4.52)	(3.06)	(2.88)	(2.82)
Return after operating charges*	25.51	(20.30)	42.60	31.02	(20.42)	49.39
Distributions on accumulation unit	(2.18)	(1.88)	(0.69)	(4.77)	(4.28)	(3.60)
Retained distributions on accumulation unit	2.18	1.88	0.69	4.77	4.28	3.60
Closing net asset value per unit	285.04	259.53	279.83	322.10	291.08	311.50
*after direct transaction costs of:	0.51	0.42	0.23	0.58	0.47	0.25
Performance						
Return after charges (%)	9.83	(7.25)	17.96	10.66	(6.56)	18.84
Other information						
Closing net asset value (£'000)	117,170	126,790	149,207	48,453	36,766	45,058
Closing number of units	41,107,065	48,853,327	53,319,227	15,043,019	12,630,859	14,464,705
Operating charges (%)	1.74	1.74	1.74	0.99	0.99	0.99
Direct transaction costs (%)	0.19	0.16	0.09	0.19	0.16	0.09
Prices						
Highest unit price (p)	285.90	282.04	282.55	323.05	313.99	314.51
Lowest unit price (p)	261.95	242.52	234.32	293.83	270.90	259.04
Change in net asset per unit						
	J-Class Accumulation					
	31.12.23 (p)	31.12.22 (p)	31.12.21 (p)			
Opening net asset value per unit	261.72	281.18	237.65			
Return before operating charges*	30.59	(15.95)	47.29			
Operating charges	(3.72)	(3.51)	(3.76)			
Return after operating charges*	26.87	(19.46)	43.53			
Distributions on accumulation unit	(3.31)	(2.83)	(2.08)			
Retained distributions on accumulation unit	3.31	2.83	2.08			
Closing net asset value per unit	288.59	261.72	281.18			
*after direct transaction costs of:	0.52	0.42	0.23			
Performance						
Return after charges (%)	10.27	(6.92)	18.32			
Other information						
Closing net asset value (£'000)	101,996	97,783	107,683			
Closing number of units	35,342,382	37,361,769	38,296,415			
Operating charges (%)	1.34	1.34	1.44			
Direct transaction costs (%)	0.19	0.16	0.09			
Prices						
Highest unit price (p)	289.46	283.41	283.91			
Lowest unit price (p)	264.18	244.04	234.80			

Comparative Tables *(continued)*

Portfolio Turnover Rate

The Portfolio Turnover Rate (PTR) of the Fund, based on the figures included within the financial statements for the year as indicated below, is as follows:

	Year to 31.12.23	Year to 31.12.22
Portfolio Turnover Rate	77.07%	62.85%

The PTR provides an indication of the rate the Manager has bought and sold the underlying assets of the Fund during the period as indicated above. In general, the higher the PTR of a fund, the greater level of portfolio transaction costs will be incurred.

Risk and Reward Indicator

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



- The lowest category does not mean 'no risk'. Some risk will still be present in funds with a risk and reward rating of 1.
- The Fund is in this category due to the nature of its investments and previous levels of volatility (how much the value of the Fund rises and falls).

Charges

- The charges you pay are used to pay the costs of running the Fund, including the costs of marketing and distributing it. These charges reduce the potential growth of your investment.

Charges taken from the Fund over the year to:	31.12.23	31.12.22*
Ongoing charges for L-Class Units	1.74%	1.74%
Ongoing charges for I-Class Units	0.99%	0.99%
Ongoing charges for J-Class Units	1.34%	1.34%

*With effect from 1 July 2022, the fees charged to the Fund by the Manager have changed. Under the new simplified fee structure, the Manager combined the Annual Management Charge and the Aggregate Operating Fee into a Fixed Annual Charge.

Portfolio Statement

As at 31 December 2023

Holding	Investment	Market value £	Total net assets %
	UNITED KINGDOM - 81.70% (89.36%)		
	Basic Materials - 0.76% (3.39%)		
151,659	Anglo American	2,988,592	0.76
	Consumer Discretionary - 8.51% (26.46%)		
184,452	Burberry Group	2,611,840	0.67
877,606	Compass Group	18,833,425	4.79
41,483,344	Thomas Cook*	–	–
328,165	Whitbread	11,994,431	3.05
		33,439,696	8.51
	Consumer Staples - 14.64% (8.94%)		
1,007,147	Britvic	8,465,071	2.15
481,467	Diageo	13,750,697	3.50
316,485	Reckitt Benckiser	17,153,487	4.36
478,705	Unilever	18,188,396	4.63
		57,557,651	14.64
	Financials - 6.78% (9.49%)		
192,282	London Stock Exchange Group	17,832,233	4.53
1,295,443	St James's Place	8,834,921	2.25
		26,667,154	6.78
	Health Care - 7.41% (10.09%)		
199,485	AstraZeneca	21,141,420	5.38
739,941	Smith & Nephew	7,969,165	2.03
		29,110,585	7.41
	Industrials - 29.60% (18.92%)		
990,671	BAE Systems	11,001,401	2.80
507,562	Bunzl	16,191,228	4.12
397,788	Experian	12,733,194	3.24
6,808,075	Hays	7,434,418	1.89
712,671	Howden Joinery	5,796,866	1.48
329,743	Intertek Group	14,000,888	3.56
2,662,925	Qinetiq	8,223,112	2.09
829,245	RELX	25,781,227	6.56
695,280	RS Group	5,698,515	1.45
536,691	Smiths Group	9,459,179	2.41
		116,320,028	29.60

Portfolio Statement *(continued)*

As at 31 December 2023			
Holding	Investment	Market value £	Total net assets %
	Technology - 6.50% (6.87%)		
325,108	Computacenter	9,051,007	2.30
595,214	Sage	6,978,884	1.78
252,495	Spectris	9,519,062	2.42
		25,548,953	6.50
	Telecommunication - 7.50% (5.20%)		
1,337,140	Auto Trader Group	9,624,734	2.45
1,986,103	Informa	15,439,965	3.93
1,578,947	Moneysupermarket.com Group	4,424,209	1.12
		29,488,908	7.50
	OVERSEAS - 16.15% (9.35%)		
	Ireland - 2.65% (1.42%)		
37,797	Accenture	10,423,789	2.65
	Jersey - 2.32% (2.19%)		
60,293	Ferguson	9,095,199	2.32
	Netherlands - 1.92% (2.10%)		
67,768	Wolters Kluwer	7,538,059	1.92
	United States - 9.26% (3.64%)		
77,013	Alphabet	8,450,801	2.15
65,248	CME Group	10,794,031	2.75
22,615	Microsoft	6,677,562	1.70
111,940	Paychex	10,471,238	2.66
		36,393,632	9.26
	Total value of investments	384,572,246	97.85
	Net other assets	8,461,449	2.15
	Net assets	393,033,695	100.00

All holdings are ordinary shares or stock units unless otherwise stated.

The figures in brackets show allocations as at 31 December 2022.

*Represents an unapproved and unquoted security.

Summary of Material Portfolio Changes

Significant purchases and sales for the year ended 31 December 2023

Purchases	Cost £	Sales	Proceeds £
Bunzl	16,167,202	Anglo American	18,953,059
Anglo American	13,238,625	Unilever	14,419,548
RS Group	12,778,750	BAE Systems	13,732,381
CME Group	11,151,879	RELX	12,524,591
Paychex	10,422,205	Prudential	11,521,159
Alphabet	9,751,493	Alphabet	10,811,456
St James's Place	8,939,830	AstraZeneca	10,042,616
Computacenter	7,880,223	Reckitt Benckiser	9,145,120
Unilever	5,806,795	Diageo	8,602,297
Reckitt Benckiser	5,363,887	Sage Group	8,505,958
Subtotal	101,500,889	Subtotal	118,258,185
Total cost of purchases, including the above, for the year	158,217,909	Total proceeds of sales, including the above, for the year	197,176,794

Statement of Authorised Fund Manager's Responsibilities in relation to the Financial Statements of the Scheme

The Financial Conduct Authority's Collective Investment Schemes (COLL) and, where applicable, Investment Funds (FUND) Sourcebooks, as amended (the Sourcebooks) require the Authorised Fund Manager (the 'Manager') to prepare financial statements for each annual accounting period which give a true and fair view of the financial affairs of the Scheme and of its revenue and expenditure for the year. In preparing the financial statements the Manager is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts on a going concern basis, unless it is inappropriate to do so;
- comply with the requirements of the Statement of Recommended Practice for Authorised Funds;
- follow applicable accounting standards; and
- keep proper accounting records which enable it to demonstrate that the financial statements as prepared comply with the above requirements.

The Manager is responsible for the management of the Scheme in accordance with the Sourcebooks and the Scheme's Trust Deed and Prospectus. The Manager is also responsible for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of Trustee's Responsibilities in relation to the Financial Statements of the Scheme and Report of the Trustee to the Unitholders of the Jupiter UK Growth Fund ("the Fund") for the Year Ended 31 December 2023

The Trustee must ensure that the Fund is managed in accordance with the Financial Conduct Authority's Collective Investment Schemes Sourcebook, the Financial Services and Markets Act 2000, as amended, (together "the Regulations"), the Trust Deed and Prospectus (together "the Scheme documents") as detailed below.

The Trustee must in the context of its role act honestly, fairly, professionally, independently and in the interests of the Fund and its investors.

The Trustee is responsible for the safekeeping of all custodial assets and maintaining a record of all other assets of the Fund in accordance with the Regulations.

The Trustee must ensure that:

- the Fund's cash flows are properly monitored and that cash of the Fund is booked in cash accounts in accordance with the Regulations;
- the sale, issue, repurchase, redemption and cancellation of units are carried out in accordance with the Regulations;
- the value of units of the Fund are calculated in accordance with the Regulations;
- any consideration relating to transactions in the Fund's assets is remitted to the Fund within the usual time limits
- the Fund's income is applied in accordance with the Regulations; and
- the instructions of the Authorised Fund Manager ("the AFM"), which is the UCITS Management Company, are carried out (unless they conflict with the Regulations).

The Trustee also has a duty to take reasonable care to ensure that the Fund is managed in accordance with the Regulations and the Scheme documents of the Fund in relation to the investment and borrowing powers applicable to the Fund.

Having carried out such procedures as we considered necessary to discharge our responsibilities as Trustee of the Fund, it is our opinion, based on the information available to us and the explanations provided, that, in all material respects the Fund, acting through the AFM:

- (i) has carried out the issue, sale, redemption and cancellation, and calculation of the price of the Fund's units and the application of the Fund's income in accordance with the Regulations and the Scheme documents of the Fund; and
- (ii) has observed the investment and borrowing powers and restrictions applicable to the Fund in accordance with the Regulations and the Scheme documents of the Fund.

Northern Trust Investor Services Limited

Trustee & Depositary Services

London

27 February 2024

Independent auditors' report to the Unitholders of Jupiter UK Growth Fund

Opinion

We have audited the financial statements of Jupiter UK Growth Fund ("the Fund") for the year ended 31 December 2023, which comprise the Statement of Total Return, the Statement of Change in Net Assets Attributable to Unitholders, the Balance Sheet, the related notes and the Distribution Tables, and the accounting policies of the Fund set out on pages 21 and 22 which include a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 'The Financial Reporting Standard applicable to the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the financial position of the Fund as at 31 December 2023 and of the net revenue and the net capital gains on the scheme property of the Fund for the year then ended; and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice.

Basis for opinion

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

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

Conclusions relating to going concern

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Fund's ability to continue as a going concern for a period of 12 months from when the financial statements are authorised for issue.

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

Independent auditors' report to the Unitholders of Jupiter UK Growth Fund

(continued)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our auditor's report thereon. The Manager is responsible for the other information contained within the Annual Report.

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

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the rules of the Collective Investment Schemes Sourcebook of the Financial Conduct Authority ("the FCA")

In our opinion:

- the financial statements have been properly prepared in accordance with the Statement of Recommended Practice relating to Authorised Funds, the rules of the Collective Investment Schemes Sourcebook of the FCA and the Trust Deed; and
- there is nothing to indicate that adequate accounting records have not been kept or that the financial statements are not in agreement with those records; and
- the information given in the Manager's report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matter in relation to which the Collective Investment Schemes Sourcebook of the FCA requires us to report to you if, in our opinion:

- we have not received all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit

Responsibilities of the Manager

As explained more fully in the Manager's responsibilities statement set out on page 13, the Manager is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Manager determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Manager is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Manager either intends to wind up or terminate the Fund or to cease operations, or has no realistic alternative but to do so.

Independent auditors' report to the Unitholders of Jupiter UK Growth Fund

(continued)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Fund and determined that the most significant are United Kingdom Generally Accepted Accounting Practice (UK GAAP), Investment Management Association's Statement of Recommended Practice (IMA SORP), the FCA Collective Investment Schemes Sourcebook, the Fund's Trust Deed and the Prospectus.
- We understood how the Fund is complying with those frameworks through discussions with the Manager and the Fund's administrator and a review of the Fund's documented policies and procedures.
- We assessed the susceptibility of the Fund's financial statements to material misstatement, including how fraud might be considered by considering the risk of management override, specifically management's propensity to influence revenue and amounts available for distribution. We identified fraud risks in relation to the incomplete or inaccurate income recognition through incorrect classification of special dividends and the resulting impact to amounts available for distribution. We tested the appropriateness of management's classification of material special dividends as either a capital or revenue return.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved review of the reporting to the Manager with respect to the application of the documented policies and procedures and review of the financial statements to test compliance with the reporting requirements of the Fund.
- Due to the regulated nature of the Fund, the Statutory Auditor considered the experience and expertise of the engagement team to ensure that the team had the appropriate competence and capabilities which included the use of specialists where appropriate to identify non-compliance with the applicable laws and regulations.

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

Independent auditors' report to the Unitholders of Jupiter UK Growth Fund

(continued)

Use of our report

This report is made solely to the Fund's unitholders, as a body, pursuant to Paragraph 4.5.12 of the rules of the Collective Investment Schemes Sourcebook of the FCA. Our audit work has been undertaken so that we might state to the Fund's unitholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Fund and the Fund's unitholders as a body, for our audit work, for this report, or for the opinions we have formed.

Ernst & Young LLP

Statutory Auditor

Edinburgh

27 February 2024

Statement of Total Return

For the year ended 31 December 2023					
	Note	Year to 31.12.23		Year to 31.12.22	
		£	£	£	£
Income					
Net capital gains/(losses)	3		33,897,312		(36,794,970)
Revenue	4	10,251,779		10,167,304	
Expenses	5	(5,536,224)		(5,904,065)	
Interest payable and similar charges			–		–
Net revenue before taxation		4,715,555		4,263,239	
Taxation	6	(98,747)		(30,808)	
Net revenue after taxation			4,616,808		4,232,431
Total return before distributions			38,514,120		(32,562,539)
Distributions	7		(4,674,274)		(4,240,064)
Change in net assets attributable to unitholders from investment activities			33,839,846		(36,802,603)

Statement of Change in Net Assets Attributable to Unitholders

For the year ended 31 December 2023					
		Year to 31.12.23		Year to 31.12.22	
		£	£	£	£
Opening net assets attributable to unitholders			394,956,353		470,311,558
Amounts receivable on issue of units		4,713,432		4,471,299	
Amounts payable on cancellation of units		(43,330,087)		(45,592,029)	
			(38,616,655)		(41,120,730)
Change in net assets attributable to unitholders from investment activities			33,839,846		(36,802,603)
Unclaimed distributions			8,533		6,655
Retained distribution on accumulation units			2,845,618		2,561,473
Closing net assets attributable to unitholders			393,033,695		394,956,353

Balance Sheet

As at 31 December 2023			
	Note	31.12.23 £	31.12.22 £
Assets			
Fixed assets:			
Investments		384,572,246	389,851,817
Current assets:			
Debtors	8	774,996	448,686
Cash and bank balances	9	8,780,382	5,701,246
Total assets		394,127,624	396,001,749
Liabilities			
Creditors:			
Distributions payable		(556,786)	(688,441)
Other creditors	10	(537,143)	(356,955)
Total liabilities		(1,093,929)	(1,045,396)
Net assets attributable to unitholders		393,033,695	394,956,353

Directors' Statement

Jupiter UK Growth Fund

This report has been prepared in accordance with the requirements of the Financial Conduct Authority's Collective Investment Schemes Sourcebook and Investment Funds Sourcebook where applicable and the Statement of Recommended Practice issued by the Investment Association.

Directors: Gaelle Pound, Jasveer Singh

Jupiter Unit Trust Managers Limited

London

27 February 2024

Notes to the Financial Statements

1. Significant Accounting Policies

(a) Basis of Accounting

The financial statements have been prepared under the historical cost basis, as modified by the revaluation of investments, in compliance with the Financial Conduct Authority's Collective Investment Schemes Sourcebook. They have been prepared in accordance with FRS 102 and the Statement of Recommended Practice for Financial Statements of UK Authorised Funds issued by The Investment Management Association (now referred to as the Investment Association) in May 2014 (the 2014 SORP) and amended in June 2017.

As stated in the Statement of Authorised Fund Managers' Responsibilities in relation to the Financial Statements of the Scheme on page 13, the Manager continues to adopt the going concern basis in the preparation of the financial statements of the Fund.

The accounting policies outlined below have been applied on a consistent basis throughout the year.

(b) Revenue

All dividends from companies declared ex-dividend during the year ended 31 December 2023 are included in revenue, net of any attributable tax.

UK dividends are shown net of any associated tax credits attached to the income.

Bank interest are accrued up to the year end date.

Overseas revenue received after the deduction of withholding tax is shown gross of tax, with the tax consequences shown within the tax charge.

Special dividends are reviewed on a case by case basis when determining if the dividend is to be treated as revenue or capital. The tax treatment follows the accounting treatment of the principal amount.

(c) Expenses

All expenses, including overdraft interest, but excluding those relating to the purchase and sale of investments, are charged against the revenue of the Fund. All of the Fund's expenses are recognised on an accruals basis.

With effect from 1 July 2022, the fees charged to the fund by the Manager have changed. Under the new simplified fee structure, the Manager combined the Annual Management Charge and the Aggregate Operating Fee into a Fixed Annual Charge.

(d) Valuation of Investments

The investments of the Fund have been valued using bid market values ruling on international stock exchanges at Close of Business on 29 December 2023, being the last valuation point of the year. Market value is defined by the SORP as fair value which is generally the bid value of each security.

Where a stock is unlisted or where there is a non liquid market, a valuation for this stock has been obtained from market makers where possible, and suspended stocks are normally valued at their suspension price. However, where the Manager believes that these prices do not reflect a fair value, or where no reliable price exists for a security, it is valued at a price which in the opinion of the Manager reflects a fair and reasonable price for that investment.

A Unlisted Asset Valuation Committee (UAVC) of the Investment Manager is responsible for approving unquoted prices. The UAVC meets on a monthly basis and consists of representatives from various parts of the Investment Manager who act as an independent party, segregated from the fund management function to review and approve fair value pricing decisions and pricing models on a regular basis.

Notes to the Financial Statements *(continued)*

1. Significant Accounting Policies *(continued)*

(e) Foreign Exchange

Transactions in foreign currencies are translated into Sterling at the rates ruling at the dates of the transactions. Assets and liabilities expressed in foreign currencies are translated at the rates ruling at Close of Business on 29 December 2023, being the last valuation point of the year.

(f) Taxation

Corporation Tax is provided at 20% on revenue, other than UK dividends and overseas dividends, after deduction of expenses. Where overseas tax has been deducted from overseas revenue that tax can, in some instances, be set off against Corporation Tax payable, by way of double taxation relief.

The charge for tax is based on the profit for the period and takes into account deferred taxation because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred Tax is provided using the liability method on all timing differences, calculated at the rate at which it is anticipated the timing differences will reverse. Deferred Tax assets are recognised only when, on the basis of available evidence, it is more likely than not that there will be taxable profits in the future against which the Deferred Tax can be offset.

2. Distribution Policies

(a) Basis of Distribution

All of the net revenue available for distribution at the end of the final accounting period will be distributed to unitholders as a dividend distribution. In order to achieve a controlled dividend flow to unitholders, interim distributions may be made at the Manager's discretion, up to a maximum of the distributable revenue available for the period. Should expenses and taxation together exceed revenue, there will be no distribution and the shortfall will be met from capital.

(b) Distributions Dates

Net revenue, if any, will be distributed or accumulated to unitholders as a dividend distribution, semi-annually on 31 August (interim) and 28 February (final) or 29 February (for leap years) in respect of the accounting periods ending 30 June (interim) and the 31 December (final).

(c) Unclaimed Distribution

Distributions which have remained unclaimed by Unitholders for more than six years are credited to the capital property of the Fund.

Notes to the Financial Statements *(continued)*

3. Net Capital Gains/(Losses)

The net gains/(losses) on investments during the year comprise:

	31.12.23 £	31.12.22 £
Currency gains/(losses)	217,997	(160,750)
Gains/(losses) on non-derivative securities	33,679,315	(36,633,723)
Losses on forward currency contracts (see Note 13)	–	(497)
Net capital gains/(losses)	33,897,312	(36,794,970)

4. Revenue

	31.12.23 £	31.12.22 £
UK dividends	8,902,581	9,436,712
Overseas dividends	1,151,491	706,308
Bank interest	197,707	24,284
Total revenue	10,251,779	10,167,304

5. Expenses

	31.12.23 £	31.12.22 £
Payable to the Manager, associates of the Manager and agents of either of them:		
Annual management charge*	–	2,534,190
	–	2,534,190
Other expenses:		
Fixed Annual Charge**	5,536,224	2,864,774
Aggregate Operating Fee*	–	505,101
	5,536,224	3,369,875
Total expenses	5,536,224	5,904,065

*With effect from 1 July 2022, the fees charged to the Fund by the Manager have changed. Under the new simplified fee structure, the Manager will combine the Annual Management Charge and the Aggregate Operating Fee into a Fixed Annual Charge.

**The audit fee (excluding VAT) incurred during the year was £8,850 (31.12.22: £11,750). The current year amount is borne by the Manager as it is paid out of the Fixed Annual Charge.

Notes to the Financial Statements *(continued)*

6. Taxation

(a) Analysis of charge in the year:

	31.12.23 £	31.12.22 £
Irrecoverable overseas tax	98,747	30,808
Total tax charge for the year	98,747	30,808

(b) Factors affecting current tax charge for the year:

The tax assessed for the year is lower (2022: lower) than the standard rate of Corporation Tax in the UK for an authorised unit trust. The differences are explained below:

	31.12.23 £	31.12.22 £
Net revenue before taxation	4,715,555	4,263,239
Corporation tax of 20% (2022: 20%)	943,111	852,648
Effects of:		
Current year expenses not utilised	1,067,703	1,175,956
Revenue not subject to taxation	(2,010,814)	(2,028,604)
Irrecoverable overseas tax	98,747	30,808
Total tax charge for the year	98,747	30,808

Authorised unit trusts are exempt from tax on capital gains, therefore any capital return is not included in the above reconciliation.

(c) Provision for Deferred Tax

At 31 December 2023, there are surplus management expenses of £312,519,505 (31.12.22: £307,180,988). It is unlikely the Fund will generate sufficient taxable profits in the future to utilise this amount and therefore a Deferred Tax asset of £62,503,901 (31.12.22: £61,436,198) has not been recognised.

Notes to the Financial Statements *(continued)*

7. Distributions

The distributions take account of amounts received on the issue of units and deducted on the cancellation of units and comprise:

	31.12.23 £	31.12.22 £
Interim distribution	3,150,710	2,378,018
Final distribution	1,421,995	1,778,657
	<u>4,572,705</u>	<u>4,156,675</u>
Amounts received on issue of units	(14,961)	(12,700)
Amounts paid on cancellation of units	116,530	96,089
Net distributions for the year	<u>4,674,274</u>	<u>4,240,064</u>
Reconciliation of net revenue after taxation to distributions:		
Net revenue after taxation	4,616,808	4,232,431
Equalisation on conversions	57,431	7,697
Net movement in revenue account	35	(64)
Net distributions for the year	<u>4,674,274</u>	<u>4,240,064</u>

Details of the distributions in pence per unit are shown in the Distribution Tables on pages 33 to 35.

8. Debtors

	31.12.23 £	31.12.22 £
Accrued revenue	670,911	382,054
Amounts receivable for issue of units	72,314	40,615
Overseas tax recoverable	31,771	26,017
Total debtors	<u>774,996</u>	<u>448,686</u>

9. Cash and Bank Balances

	31.12.23 £	31.12.22 £
Cash and bank balances	8,780,382	5,701,246
Total cash and bank balances	<u>8,780,382</u>	<u>5,701,246</u>

10. Other Creditors

	31.12.23 £	31.12.22 £
Accrued expenses	162,752	154,562
Amounts payable for cancellation of units	374,391	202,393
Total other creditors	<u>537,143</u>	<u>356,955</u>

Notes to the Financial Statements *(continued)*

11. Contingent Assets, Liabilities and Capital Commitments

The Fund had no contingent assets and liabilities or capital commitments at the balance sheet date (31.12.22: £nil).

12. Related Party Transactions

Jupiter Unit Trust Managers Limited (JUTM), as Manager, is a related party in respect of their dealings with the Fund. JUTM acts as principal in respect of all transactions of units in the Fund. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Unitholders and, if applicable, in Note 7 (Distributions).

Amounts receivable/(payable) from JUTM in respect of issues/cancellations are disclosed in the Statement of Change in Net Assets Attributable to Unitholders. At the year end, a net balance of £302,077 was payable to JUTM (31.12.22: £161,778 was payable to JUTM). These amounts are included in amounts receivable for issue of units in Note 8 (Debtors) and amounts payable for cancellation of units in Note 10 (Other Creditors).

Any amounts due to or from JUTM at the end of the accounting year are disclosed in Notes 8 and 10. Amounts paid to JUTM in respect of fund management are disclosed in Note 5 (Expenses). At the year end, £162,752 (31.12.22: £154,562) was payable to JUTM. This amount is included as part of accrued expenses in Note 10.

13. Financial Instruments

In pursuing its investment objectives, the Fund holds a number of financial instruments. These comprise securities and other investments, cash balances, bank overdrafts and debtors and creditors that arise directly from its operations, for example, in respect of sales and purchases awaiting settlement, amounts receivable from issues and payable for cancellations and debtors for accrued revenue.

The Fund may enter into derivative transactions, the purpose of which will only be for efficient management of the Fund and not for investment purposes.

The Fund has little exposure to credit, counterparty, liquidity and cash flow risk. These risks are not significant at current levels. The main risks it faces from its financial instruments are market price, foreign currency and interest rate risk. The Manager reviews policies for managing these risks in pursuance of the Investment Objective and Policy as set out on page 2 and they are summarised later. These risks remain unchanged from the prior year.

Adherence to investment guidelines and to investment and borrowing powers set out in the Trust Deed, Scheme Particulars and in the rules of the Collective Investment Schemes Sourcebook mitigates the risk of excessive exposure to any particular type of security or issuer. Further information on the investment portfolio is set out in the Investment Review and Portfolio Statement.

Market Price Risk

Market price risk arises mainly from uncertainty about future prices of financial instruments held by the Fund. It represents the potential loss the Fund might suffer through holding market positions which are affected by adverse price movements.

The Manager regularly considers the asset allocation of the portfolio in order to minimise the risk associated with particular markets or industry sectors whilst continuing to follow the Investment Objective and Policy (as set out on page 2).

Price Risk Sensitivity

A ten percent increase in the value of the Fund's portfolio would have the effect of increasing the return and net assets by £38,457,225 (31.12.22: £38,985,182). A ten percent decrease would have an equal and opposite effect.

Notes to the Financial Statements *(continued)*

13. Financial Instruments *(continued)*

Foreign Currency Risk

A substantial proportion of the net assets of the Fund is denominated in currencies other than Sterling, with the effect that the balance sheet and total return can be significantly affected by currency movements.

Currency	31.12.23 £	31.12.22 £
Euro	7,569,830	8,321,277
US Dollar	47,046,318	19,977,008

Foreign Currency Risk Sensitivity

A ten percent increase in the value of the Fund's foreign currency exposure would have the effect of increasing the return and net assets by £5,461,615 (31.12.22: £2,829,829). A ten percent decrease would have an equal and opposite effect.

Interest Rate Risk

The Fund holds various cash positions and any change to the interest rates may result in either revenue increasing or decreasing.

Interest Rate Risk Profile of Financial Assets and Financial Liabilities

The interest rate risk profile of the Fund's financial assets and liabilities at 31 December was:

Currency	Floating Rate financial assets £	Fixed Rate financial assets £	Financial assets not carrying interest £	Total £
31.12.23				
Euro	–	–	7,569,830	7,569,830
US Dollar	–	–	47,046,318	47,046,318
Sterling	8,780,382	–	330,731,094	339,511,476
Total	8,780,382	–	385,347,242	394,127,624

31.12.22				
Euro	–	–	8,321,277	8,321,277
US Dollar	–	–	19,977,008	19,977,008
Sterling	5,701,246	–	362,002,218	367,703,464
Total	5,701,246	–	390,300,503	396,001,749

Currency	Floating Rate financial liabilities £	Fixed Rate financial liabilities £	Financial liabilities not carrying interest £	Total £
31.12.23				
Sterling	–	–	1,093,929	1,093,929
Total	–	–	1,093,929	1,093,929

31.12.22				
Sterling	–	–	1,045,396	1,045,396
Total	–	–	1,045,396	1,045,396

Notes to the Financial Statements *(continued)*

13. Financial Instruments *(continued)*

There are no material amounts of non interest-bearing financial assets, which do not have maturity dates, other than equities, and therefore no sensitivity analysis has been disclosed in these financial statements.

The floating rate financial assets and liabilities include bank balances that bear interest. Interest rates on Sterling and overseas bank balances as supplied by the custodian may vary in line with market conditions and the size of deposit. Overdraft interest is calculated at the current Bank of England base rate plus 1.00%.

Use of Derivatives

The Manager made use of the following derivatives during the year under review:

Forward Currency Contracts

The Manager made use of forward foreign currency contracts during the prior year in order to hedge out some of the currency Exposure in the Fund. This resulted in realised losses of £nil to the Fund during the year (31.12.22: realised losses of £497). All contracts were undertaken with Northern Trust as counterparty during the year. There are no outstanding contracts at the year end.

14. Fair Value of Investments

There is no material difference between the value of the financial assets and liabilities, as shown in the balance sheet, and their fair value.

The fair value of investments has been determined using the following hierarchy:

Level 1: Unadjusted quoted price in an active market for an identical instrument;

Level 2: Valuation techniques using observable inputs other than quoted prices within level 1;

Level 3: Valuation techniques using unobservable inputs.

Basis of valuation	Assets £	Liabilities £
31.12.23		
Level 1	384,572,246	–
Level 2	–	–
Level 3	–	–
Total	384,572,246	–

Basis of valuation	Assets £	Liabilities £
31.12.22		
Level 1	389,851,817	–
Level 2	–	–
Level 3	–	–
Total	389,851,817	–

Notes to the Financial Statements *(continued)*

14. Fair Value of Investments *(continued)*

The majority of financial instruments are classified as level 1: Quoted prices. Instruments classified as level 3: Unobservable data mainly comprise non-market traded and unquoted securities.

Generally for the non-market traded and unquoted securities, where there is no price source from an active market for an investment, the Manager has applied judgement in determining the fair value. The Manager has used several valuation methodologies as prescribed in the International Private Equity and Venture Capital valuation guidelines to arrive at their best estimate of fair value. Valuation techniques used by the Manager are set out in Significant Accounting Policies note (d). The fair value is established by using measures of value such as:

- **Price of recent transactions** — Management determine the fair value based on the price of recent transactions made by management or a third party.
- **Milestone analysis** — Management assess the investment company's progress against milestones expected at the time of investment in order to determine whether an adjustment is required to the transaction price to determine fair value.
- **Multiples** — Earnings or Revenue multiples are selected from comparable public companies based on geographic location, industry, size, risk profile, earnings growth prospects, target markets and other factors that management consider reasonable. A discount for lack of liquidity may then be applied to represent the adjustment to comparable company multiples to reflect the illiquidity of the portfolio companies relative to the comparable peer group. Management determines the discount for lack of liquidity based on its judgement, after considering market liquidity conditions and company specific factors such as the development stage of the portfolio company. One of the most common forms of multiples used for cash generating companies are EV/EBITDA multiples as EBITDA is generally seen to represent a good proxy for free cash flow. These are applied where appropriate based on the development of underlying portfolio companies but other multiples such as EV/Revenue may also be considered.
- **Net assets** — Management determine the fair value based on the net asset value of the underlying portfolio company.

In applying the above valuation techniques in arriving at the fair value the Manager has assessed any further information available from internal and external sources to arrive at an estimated fair value, which includes but is not limited to the following:

- Reference to listed securities of the same company.
- Consideration of seniority of the securities held and terms of repayment upon realisation.
- Consideration of any trading restrictions on the investment company's units that would limit the Manager's ability to realise its holding.
- Consideration of any outstanding payments to be made by the Manager.
- Industry statistics or events (such as mergers and acquisitions).

The fair value of the Fund's investment in Thomas Cook is determined using Manager's estimation of liquidation process and any potential recovery thereon, and taking into account where applicable any factors which may warrant adjustment to the net asset value as part of a robust governance process involving the Unlisted Asset Valuation Committee.

Notes to the Financial Statements *(continued)*

15. Portfolio Transaction Costs

For the year ended 31 December 2023

	Equities £	%	Total £
31.12.23			
Analysis of total purchases costs			
Purchases in year before transaction costs	157,557,144		157,557,144
Commissions	70,533	0.04	70,533
Expenses and other charges	590,232	0.37	590,232
	<u>660,765</u>		<u>660,765</u>
Purchases including transaction costs	158,217,909		158,217,909
Analysis of total sales costs			
Sales in year before transaction costs	197,259,591		197,259,591
Commissions	(82,308)	0.04	(82,308)
Expenses and other charges	(489)	–	(489)
	<u>(82,797)</u>		<u>(82,797)</u>
Sales net of transaction costs	197,176,794		197,176,794

Commissions and expenses and other charges as % of average net assets:

Commissions	0.04%
Expenses and other charges	0.15%

The average portfolio dealing spread as at the balance sheet date was 0.10%.

Notes to the Financial Statements *(continued)*

15. Portfolio Transaction Costs *(continued)*

For the year ended 31 December 2022

	Equities £	%	Total £
31.12.22			
Analysis of total purchases costs			
Purchases in year before transaction costs	136,689,187		136,689,187
Commissions	56,335	0.04	56,335
Expenses and other charges	544,246	0.40	544,246
	<u>600,581</u>		<u>600,581</u>
Purchases including transaction costs	<u>137,289,768</u>		<u>137,289,768</u>
Analysis of total sales costs			
Sales in year before transaction costs	171,398,925		171,398,925
Commissions	(62,680)	0.04	(62,680)
Expenses and other charges	(1,058)	–	(1,058)
	<u>(63,738)</u>		<u>(63,738)</u>
Sales net of transaction costs	<u>171,335,187</u>		<u>171,335,187</u>

Commissions and expenses and other charges as % of average net assets:

Commissions	0.03%
Expenses and other charges	0.13%

The average portfolio dealing spread as at the balance sheet date was 0.16%

Notes to the Financial Statements *(continued)*

16. Unitholders' Funds

The Fund has the following unit classes in issue, with the following charges and minimum initial investment levels:

Unit Class	Initial Charge	Fixed Annual Charge	Minimum Initial investment
L-Class Units	0.00%	1.74%	£500
I-Class Units	0.00%	0.99%	£1,000,000
J-Class Units	0.00%	1.34%	£500

Revenue and other expenses, not included in the table above, are allocated each day pro rata to the value of the assets attributable to each unit class and taxation is calculated by reference to the net revenue after expenses attributable to each unit class. Due to the varying expenses, the level of net revenue after expenses attributable to each unit class and the distributable revenue is likely to differ.

The Net Asset Value per unit and the number of units in each class are given in the Comparative Tables on page 7 and 8. All unit classes have the same rights on winding up.

Reconciliation of Units	L-Class Income	L-Class Accumulation	I-Class Income
Opening number of units at 1 January 2023	21,002,604	48,853,327	30,973,128
Units issued in year	142,724	167,567	363,430
Units cancelled in year	(1,793,901)	(4,004,244)	(6,069,202)
Units converted in year	(6,924,741)	(3,909,585)	6,851,804
Closing number of units at 31 December 2023	12,426,686	41,107,065	32,119,160

Reconciliation of Units	I-Class Accumulation	J-Class Income	J-Class Accumulation
Opening number of units at 1 January 2023	12,630,859	2,777,845	37,361,769
Units issued in year	720,810	26,427	244,812
Units cancelled in year	(1,488,107)	(241,580)	(2,596,382)
Units converted in year	3,179,457	16,266	332,183
Closing number of units at 31 December 2023	15,043,019	2,578,958	35,342,382

Distribution Tables

For the six months ended 30 June 2023

INTERIM

Group 1: Units purchased prior to 1 January 2023

Group 2: Units purchased on or after 1 January 2023 to 30 June 2023

	Income	Equalisation	Distribution paid 31.08.23	Distribution paid 31.08.22
L-Class Income Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	1.5517	–	1.5517	1.0691
Group 2	0.8834	0.6683	1.5517	1.0691

	Income	Equalisation	Distribution accumulated 31.08.23	Distribution accumulated 31.08.22
L-Class Accumulation Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	1.6554	–	1.6554	1.1324
Group 2	0.9266	0.7288	1.6554	1.1324

	Income	Equalisation	Distribution paid 31.08.23	Distribution paid 31.08.22
I-Class Income Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	2.5259	–	2.5259	2.0056
Group 2	1.8055	0.7204	2.5259	2.0056

	Income	Equalisation	Distribution accumulated 31.08.23	Distribution accumulated 31.08.22
I-Class Accumulation Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	3.0066	–	3.0066	2.3509
Group 2	1.6645	1.3421	3.0066	2.3509

	Income	Equalisation	Distribution paid 31.08.23	Distribution paid 31.08.22
J-Class Income Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	2.0669	–	2.0669	1.4610
Group 2	1.6177	0.4492	2.0669	1.4610

	Income	Equalisation	Distribution accumulated 31.08.23	Distribution accumulated 31.08.22
J-Class Accumulation Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	2.2200	–	2.2200	1.5519
Group 2	1.5916	0.6284	2.2200	1.5519

Distribution Tables *(continued)*

For the year ended 31 December 2023

FINAL

Group 1: Units purchased prior to 1 July 2023

Group 2: Units purchased on or after 1 July 2023 to 31 December 2023

	Income	Equalisation	Distribution payable 29.02.24	Distribution paid 28.02.23
L-Class Income Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	0.4878	–	0.4878	0.7065
Group 2	0.1786	0.3092	0.4878	0.7065

	Income	Equalisation	Distribution to be accumulated 29.02.24	Distribution accumulated 28.02.23
L-Class Accumulation Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	0.5241	–	0.5241	0.7516
Group 2	0.2121	0.3120	0.5241	0.7516

	Income	Equalisation	Distribution payable 29.02.24	Distribution paid 28.02.23
I-Class Income Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	1.4640	–	1.4640	1.6361
Group 2	0.6527	0.8113	1.4640	1.6361

	Income	Equalisation	Distribution to be accumulated 29.02.24	Distribution accumulated 28.02.23
I-Class Accumulation Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	1.7604	–	1.7604	1.9340
Group 2	0.6654	1.0950	1.7604	1.9340

	Income	Equalisation	Distribution payable 29.02.24	Distribution paid 28.02.23
J-Class Income Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	1.0060	–	1.0060	1.1990
Group 2	0.5276	0.4784	1.0060	1.1990

	Income	Equalisation	Distribution to be accumulated 29.02.24	Distribution accumulated 28.02.23
J-Class Accumulation Units	pence per unit	pence per unit	pence per unit	pence per unit
Group 1	1.0892	–	1.0892	1.2814
Group 2	0.5260	0.5632	1.0892	1.2814

Distribution Tables *(continued)*

All Unit Types

The relevant information required by a corporate unitholder is as follows:

- Franked investment income 100.00%
- Annual payment 0.00%
(non-foreign element)

Equalisation applies only to units purchased during the distribution period (Group 2 units). It is the average amount of revenue included in the purchase price of all Group 2 units and is refunded to holders of these units as a return of capital. Being capital, it is not liable to Income Tax but must be deducted from the cost of units for Capital Gains Tax purposes.

General Information (unaudited)

UCITS V Remuneration Qualitative Disclosures

Decision-making process to determine remuneration policies

Under the Jupiter's Group's framework ultimate responsibility in remuneration matters is held by the Board of Directors of Jupiter Fund Management Plc. The Board is supported in remunerated-related issues by the Remuneration Committee ("RemCo").

The Board is responsible for establishing the Group Remuneration Policy, and with support of the RemCo regularly reviewing the Group Remuneration Policy to meet any important regulatory developments and the objectives of the Group.

The RemCo is delegated with the role of supporting the Board in setting remuneration guidelines, establishing share-based remuneration plans, and approving the aggregate variable remuneration expenditure of the Group as well as determining and proposing to the Board the individual total remuneration payable to the members of the Board (other than its chairman) for approval. The RemCo ensures that the Remuneration Policy and practices across the Group operate in line with EU regulations that apply to its regulated entities and delegates.

The RemCo regularly reports to the Board on the status of its activities, the development of the remuneration architecture within the Group as well as on the operational implementation of this Policy. The RemCo consists of at least three members of the Board all of whom are Non-Executive Directors.

Jupiter's remuneration philosophy is aligned with the Group's pre-incentive operating profit as well as its tolerance for risk. The Group's approach provides for remuneration that attracts and retains employees in each local market and motivates them to contribute to the development and growth of its business. The policy promotes sound and effective risk management and does not encourage inappropriate risk taking.

Link between pay and performance

As described above, Jupiter operates a Group-wide remuneration policy, which applies to all employees across the Group.

Jupiter ensures that any measurement of performance used to evaluate the quantum of variable remuneration elements or pools of variable remuneration elements:

- includes adjustments for current and future risks, taking into account the cost and quantity of the capital and the liquidity required;
- takes into account the need for consistency with the timing and likelihood of the firm receiving potential future revenues incorporated into current earnings;
- is based on the performance of the Group, the individual and the relevant function / business unit or in the case of a fund manager, the fund(s), where financial and non-financial criteria are considered when assessing individual performance; and
- is set within a multi-year framework to ensure that the assessment process is based on longer term performance and associated risks, and to ensure that payment is spread over an appropriate period.

General Information (unaudited) *(continued)*

Material Risk Takers

The categories of staff for inclusion as Material Risk Takers for JUTM include:

- Executive and non-executive members of the Board;
- Other members of senior management; and
- Staff responsible for control functions.

The Material Risk Takers are identified and reviewed on an annual basis by the relevant entities and the RemCo in line with the criteria set out under EU regulations, namely:

If, in the performance of their professional activities certain staff of a delegate portfolio manager can have a material impact on the risk profiles of the funds they manage, these employees are considered as "Identified Staff". For this purpose, the Group considers the respective delegate portfolio manager as subject to equally effective regulation if they are required by law and regulations or in accordance with internal standards to put in place a remuneration policy, which in accordance to the ESMA Remuneration Guidelines is considered equivalent in its objectives. The Group's regulated entities will only delegate its portfolio management to firms, whose remuneration policy complies with the 'equivalence standard' as described.

In line with ESMA Guidelines, proportionality is considered taking into account the following factors:

- The percentage of assets under management;
- Total assets under management; and
- The average ratio between its fixed and variable remuneration paid to staff.

It should be noted that despite use of proportionality, the Group's compensation arrangements involve high levels of deferral, payment in shares and performance adjustment provisions on commercial and risk management grounds.

Further details in relation to the Qualitative disclosures are included in the Group Remuneration Policy.

General Information (unaudited) (continued)

Quantitative disclosures

The remuneration data provided below reflects amounts paid in respect of the performance year 2022 in relation to the funds managed by JUTM.

As at 31 December 2022, JUTM had GBP 27.3 billion assets under management consisting of 34 authorised Unit Trust, 12 sub-funds within 2 Open-Ended Investment Companies and 2 Investment Trusts.

Total annual remuneration paid to all Management Company employees (as per breakdown below):	
Of which fixed:	n/a
Of which variable:	n/a
Number of Management Company employees:	
Total remuneration paid to Identified Staff of the Management Company:	£8,678,282
Of which paid to Senior Management:	£2,755,669
Of which paid to other Identified Staff:	£5,922,613
Number of Identified Staff:	23
Total annual remuneration paid to employees in delegate(s):	£10,337,391
Of which fixed:	£1,344,131
Of which variable:	£8,993,260
Number of beneficiaries:	6

Notes

Remuneration for Material Risk Takers includes remuneration paid to employees of other group companies performing senior management functions for the Management Company.

Remuneration for Material Risk Takers includes remuneration paid to employees of other group companies who perform fund management activities on behalf of the Management Company under the terms of a delegation agreement between the Management Company and their employer. The remuneration disclosed for these employees is the proportion of their total remuneration for the fund management activities they perform under a delegation agreement.

In the figures above, fixed remuneration relates to salary and pension benefits and variable remuneration includes the annual bonus including any long-term incentive awards.

These disclosures are in line with Jupiter's interpretation of currently available regulatory guidance on quantitative remuneration disclosures. As market or regulatory practice develops Jupiter may consider it appropriate to make changes to the way in which quantitative remuneration disclosures are calculated. Where such changes are made, this may result in disclosures in relation to a fund not being comparable to the disclosures made in the prior year, or in relation to other Jupiter fund disclosures in that same year.

Due to the increasing complexity of the business (i.e., Merian transaction), the information that is needed to provide a further breakdown of remuneration is not readily available and would not be relevant or reliable.

Implementation of the remuneration policy for the Group is subject to an annual independent review. No material outcomes or irregularities were identified as a result of the most recent independent review, which took place in 2022.

General Information (unaudited) *(continued)*

Tax Information Reporting

UK tax legislation requires fund managers to provide information to HMRC on certain investors who purchase units in unit trusts. Accordingly, the Fund may have to provide information annually to HMRC on the tax residencies of those unitholders that are tax resident out with the UK, in those countries that have signed up to the OECD's ('Organisation for Economic Cooperation and Development') Common Reporting Standard for Automatic Exchange of Financial Account Information (the 'Common Reporting Standard'), or the United States (under the Foreign Account Tax Compliance Act, 'FATCA').

All new unitholders that invest in the Fund must complete a certification form as part of the application form. Existing unitholders may also be contacted by the Registrar should any extra information be needed to correctly determine their tax residence.

Failure to provide this information may result in the account being reported to HMRC.

For further information, please see HMRC's Quick Guide: Automatic Exchange of Information – **information for account holders: [gov.uk/government/publications/exchange-of-information-account-holders](https://www.gov.uk/government/publications/exchange-of-information-account-holders)**.

Value Assessment

The Assessment of Value report for Jupiter UK Growth Fund, contained within a Composite Report on each of Jupiter's Unit Trusts is published annually on the Document Library at www.jupiteram.com within 4 months of the reference date 31 March.

General Information (unaudited) *(continued)*

Advice to Unitholders

In recent years, investment related scams have become increasingly sophisticated and difficult to spot. We are therefore warning all our unitholders to be cautious so that they can protect themselves and spot the warning signs.

Fraudsters will often:

- contact you out of the blue
- apply pressure to invest quickly
- downplay the risks to your money
- promise tempting returns that sound too good to be true
- say that they are only making the offer available to you
- ask you to not tell anyone else about it

You can avoid investment scams by:

- **Rejecting unexpected offers** – Scammers usually cold call but contact can also come by email, post, word of mouth or at a seminar. If you have been offered an investment out of the blue, chances are it's a high risk investment or a scam.
- **Checking the FCA Warning List** – Use the FCA Warning List to check the risks of a potential investment. You can also search to see if the firm is known to be operating without proper FCA authorisation.
- **Getting impartial advice** – Before investing get impartial advice and don't use an adviser from the firm that contacted you.

If you are suspicious, report it:

- You can report the firm or scam to the FCA by contacting their Consumer Helpline on **0800 111 6768** or using their online reporting form.
- If you have lost money in a scam, contact **Action Fraud** on **0300 123 2040** or **www.actionfraud.police.uk**

For further helpful information about investment scams and how to avoid them please visit **www.fca.org.uk/scamsmart**

Responsible Stewardship

Jupiter believes that responsible stewardship is an important issue and aims to act in the best interests of all its stakeholders by engaging with the companies that it invests in, and by exercising its voting rights with care. We believe companies with high standards of corporate responsibility, governance and sustainable business practices create an appropriate culture to enhance good investment performance. **Jupiter's Corporate Governance and Voting Policy** and its compliance with the **UK Stewardship Code**, together with supporting disclosure reports are available at **www.jupiteram.com**.

Other Information

This document contains information based on the FTSE All-Share Index and the Industry Classification Benchmark (ICB). 'FTSE®' is a trade mark owned by the London Stock Exchange Plc and is used by FTSE International Limited ('FTSE') under licence. The FTSE All-Share Index is calculated by FTSE. FTSE does not sponsor, endorse or promote the product referred to in this document and is not in any way connected to it and does not accept any liability in relation to its issue, operation and trading. All copyright and database rights in the index values and constituent list vest in FTSE. The ICB is a product of FTSE and all intellectual property rights in and to ICB vest in FTSE. Jupiter Asset Management Limited has been licensed by FTSE to use ICB. FTSE and its licensors do not accept liability to any person for any loss or damage arising out of any error or omission in ICB.

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