

Baillie Gifford™

Baillie Gifford Overseas Growth Funds ICVC

Interim Report and Financial Statements (Unaudited)

for the six months ended 31 October 2023



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*Collectively these comprise the Authorised Corporate Director's Report as required by the Financial Conduct Authority's Collective Investment Schemes Sourcebook ("COLL").

About the Company

Baillie Gifford Overseas Growth Funds ICVC (Investment Company with Variable Capital) ('the Company') is an umbrella UK Open-Ended Investment Company ('OEIC') under regulation 14 (Authorisation) of the Open-Ended Investment Companies Regulations 2001. An OEIC is a collective investment vehicle in which your funds are pooled with those of other investors and spread across a portfolio of companies, thus reducing risk.

At 31 October 2023 the Company offered ten sub-funds, and the range may be varied in the future. Each sub-fund is valued on a daily basis. All ten sub-funds are subject to different charging structures and subscription limits. All shares are single priced. Details of the sub-funds and the share classes are contained in the Prospectus, along with details of the switching facility available between sub-funds. The Prospectus was last revised on 30 November 2023 and the Instrument of Incorporation was last revised on 1 November 2021. Copies of the Prospectus or Instrument of Incorporation can be obtained from Baillie Gifford & Co Limited, the Authorised Corporate Director ('ACD') by contacting Client Relations.

The Company is registered in Scotland, registered number SI 000010, and the address of its Head Office is Calton Square, 1 Greenside Row, Edinburgh EH1 3AN. The operation of the Company is governed by the Financial Conduct Authority's Collective Investment Schemes Sourcebook ('COLL') ('the Regulations'), its Instrument of Incorporation and its Prospectus.

The Company's shareholders are not liable for its debts beyond the amount subscribed. Each sub-fund is classed as a UK UCITS retail scheme under COLL.

Any comments expressed in this report should not be taken as a recommendation or advice.

Assessment of value for the Funds

Under COLL 6.6.20R (1), Baillie Gifford & Co Limited, the ACD of the Company, must conduct an assessment at least annually for each UK authorised sub-fund it manages, of whether the payments out of the sub-funds set out in the Prospectus are justified in the context of the overall value delivered to shareholders. This assessment of value must, as a minimum, consider seven criteria, namely: quality of service, performance, authorised fund

manager costs, economies of scale, comparable market rates, comparable services and classes of shares. The ACD will issue the statement of value in a separate composite report, performing the assessment across their full range of UK authorised sub-funds. The ACD has chosen a reference date of 31 March and will publish a composite report by 31 July each year. The latest report as at 31 March 2023 is available on the website at www.bailliegifford.com.

About the Company cont.

Sub-fund Cross-holdings Table

Sub-fund	Cross-holding	Number of Shares	Value of Shares £'000
Baillie Gifford Developed Asia Pacific Fund	Baillie Gifford Japanese Smaller Companies Fund	139,227	5,540

As at 31 October 2023 no other sub-funds had any cross-holdings.

About the Company cont.

Authorised Corporate Director

Baillie Gifford & Co Limited
(Authorised & regulated by the Financial Conduct Authority, Financial Services Register No. 119179)
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN
Telephone: 0800 917 2113
Fax: 0131 275 3955

Directors of the ACD

Executive

M J C Wylie (Chairman)
E Delaney
C M Fraser
L B S Haddow
D S McGowan
C M Murphy (appointed 22 November 2023)
A J Telfer (resigned 22 November 2023)

Independent Non-Executive

K B M Bolsover
D R Buckley
C R S Turpin (appointed 22 November 2023)

Investment Adviser

Baillie Gifford & Co
(Authorised & regulated by the Financial Conduct Authority, Financial Services Register No. 142597)
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Depository

NatWest Trustee and Depository Services Limited
(Authorised & regulated by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority, Financial Services Register No. 794152)
House A, Floor 0
175 Glasgow Road
Gogarburn
Edinburgh
EH12 1HQ

Registrar

Baillie Gifford & Co Limited
(Authorised & regulated by the Financial Conduct Authority, Financial Services Register No. 119179)
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Auditor

PricewaterhouseCoopers LLP
Atria One
144 Morrison Street
Edinburgh
EH3 8EX

Baillie Gifford & Co Limited, the Authorised Corporate Director of the OEIC, is wholly owned by Baillie Gifford & Co. We only provide information about our products and do not provide investment advice.

Statement of Authorised Corporate Director's Responsibilities

The Financial Conduct Authority's Collective Investment Schemes Sourcebook ('COLL') requires the Authorised Corporate Director to prepare financial statements for each interim and annual accounting period which give a true and fair view of the financial position of the Company and of its revenue and expenditure and of its net gains and losses on the property of the Company for the period. In preparing the financial statements the Authorised Corporate Director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- comply with the disclosure requirements of the Statement of Recommended Practice relating to the Financial Statements of UK Authorised Funds issued in 2014;
- follow generally accepted accounting principles and applicable accounting standards; including FRS 102 "The Financial Reporting Standard applicable in the UK and the Republic of Ireland";
- keep proper accounting records which enable it to demonstrate that the financial statements as prepared comply with the above requirements;

- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in operation; and
- take reasonable steps for the prevention and detection of fraud and irregularities.

The Authorised Corporate Director is responsible for the management of the Company in accordance with the Instrument of Incorporation, the Prospectus and the Regulations.

The Interim Report and Financial Statements were approved by the Authorised Corporate Director and signed on its behalf by:

M J C Wylie, Chairman
C M Fraser, Director
Baillie Gifford & Co Limited
22 December 2023

Baillie Gifford™

Baillie Gifford American Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford American Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the S&P 500 Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of US companies of any size and in any sector. US companies are companies which are listed, incorporated, domiciled or conduct a significant portion of their business in the US. The Fund may also invest in other transferable securities of US companies and money market instruments. The Fund will be actively managed and will be concentrated.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

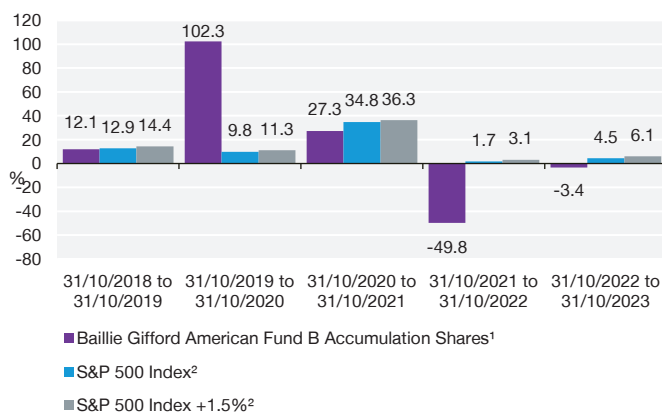
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.50%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the S&P 500 Index (the ‘Index’) by at least 1.5% per annum (the ‘target return’) over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was 3.2%¹ compared to the Index of 5.0%² and the target return of 5.7%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 7.0%¹ compared to the return on the Index of 12.2%² and the target return of 13.7%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

The likely path of interest rate moves by the Federal Reserve in the US continued to affect stock market sentiment. Robust economic and labour data during the period raised concerns that the Fed might leave rates higher for longer to cool inflationary pressures, leading to a fall back in stock prices from highs in the summer. Moves in the US stock market continued to be dominated by a small number of large technology businesses, dubbed in the press the “magnificent seven”. This is at least partly explained by the attention that Artificial Intelligence has gathered this year, with many stock market participants appearing to take the view that the largest technology businesses are most likely to benefit from this emerging trend. This combination of narrow enthusiasm for a few big businesses and uncertainty around the economic backdrop meant that this period was a rewarding one overall for US stock market investors, but with a considerable gap in returns between a small band of technology businesses and the rest of the stock market.

¹Source: FE, 10am dealing prices, income accumulated. Source: ²Revolution and S&P, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

We often ask shareholders to focus on the five-year returns of the Fund (and longer periods if possible) because longer-term returns are better aligned with the investment time horizon we use when making decisions about which stocks to own in the Fund. At the end of October, the five-year return for the Fund was well behind that of the Index. This has been a difficult period. The companies we held in the Fund found strong favour in 2020 as they grew rapidly in a Covid-disrupted environment as they offered virtual alternatives to many crucial elements of daily life. Their valuations rose. We held onto many of these businesses given their potential to build on elevated positions and grow further as society was shaken out of old habits. This did not happen in the ensuing year or two as economies reopened. The investments that our holdings had made in expanding their businesses for anticipated growth became cost headaches when growth slowed. A rapid rise in interest rates at the same time made for a scarcer financing environment, and our holdings had to adjust to this new reality. Valuations fell sharply against this backdrop of slowing growth and rising rates.

We have held most of the Fund's positions through this period. Our holdings are adapting well and we are confident that they have huge growth opportunities to pursue over the next five years. We have been encouraged to see the changes that companies have made reflected in their financial results and excited by the prospects of efficient and sizeable growth from here.

The largest single contributor to performance in the past six months was the computer chip manufacturer NVIDIA. Its products are tailor-made for the requirement of AI computing and it has seen a step change in its revenues. We have owned the business for several years already in the Fund and see plenty of growth potential as chip demand broadens over the next decade.

Tesla and Netflix also contributed. Netflix is growing faster than expected and its advertising-supported payment tiers offer new ways for it to earn from its services. Tesla is making sustained progress to becoming

a global-scale car business and its neural network approach to automating driving offers real promise that self-driving vehicles are deliverable.

These positives were more than offset by detractors from performance as the Fund lagged its Index in the period. The mRNA business Moderna was the largest detractor. Its revenues fell faster than the market had expected as demand for its Covid-19 vaccines tapered off. The company has revised down its sales expectations. Moderna is spending heavily on its pipeline of drugs in development, most notably in respiratory vaccines and in cancer treatments. With billions of dollars on the balance sheet we are supportive of this approach, particularly given the exciting progress the company is making.

Two other healthcare holdings were amongst the largest detractors. The biotechnology business Alnylam Pharmaceuticals, which makes treatments based on 'silencing' genes, saw its share price fall after its flagship drug was not approved for an expansion of its use. We view this as a minor setback, but with several further options for growth it does not derail our investment case. Novocure, a business that treats solid tumours using electric fields, delivered disappointing results from its ovarian cancer trial that we viewed as a material challenge. This followed on from prior trial setbacks and lowered our investment conviction to such an extent that we sold the position.

Notable transactions

During the period we took new positions in the social media business Meta Platforms, the cosmetics business Oodity, the data and sensor business Samsara and Sprout Social, a social media brand management platform. We sold the online used car dealer Carvana, the gene sequencing business Illumina, the broker MarketAxess, the realtor Redfin and the social media business Snap from the Fund.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
The Trade Desk	8.92
Amazon.com	7.83
NVIDIA	7.74
Shopify 'A'	6.32
Tesla Inc	5.32
Netflix Inc	4.52
CoStar Group	4.01
Watsco Inc	3.69
Doordash Inc	3.67
Workday Inc	3.53

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Meta Platforms Inc	88,241	Shopify 'A'	64,462
Sprout Social	31,187	Tesla Inc	62,793
Amazon.com	30,324	Illumina	40,472
Samsara	22,117	The Trade Desk	35,614
Sweetgreen	18,433	MarketAxess Holdings	35,094
Doordash Inc	17,402	NVIDIA	29,619
Oddity	14,074	Amazon.com	27,753
Doximity Inc	11,280	Netflix Inc	24,982
Coursera Inc	10,794	Moderna Inc	19,355
Pinterest	9,919	Snap Inc	19,086

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 22.68% (18.47%)			
Meta Platforms Inc	349,823	86,841	3.48
Netflix Inc	332,775	112,902	4.52
Pinterest	2,337,232	57,571	2.31
Roblox	1,812,673	47,518	1.90
Roku	787,599	38,658	1.55
The Trade Desk	3,804,531	222,481	8.92
Consumer Discretionary - 26.43% (23.11%)			
Amazon.com	1,781,778	195,335	7.83
Chegg	1,661,190	10,295	0.41
Chewy	1,852,002	29,502	1.18
Coursera Inc	3,063,945	43,783	1.76
Doordash Inc	1,481,956	91,547	3.67
Duolingo Inc	676,998	81,461	3.26
Rivian Automotive Inc	763,298	10,184	0.41
Sweetgreen	2,915,536	24,796	0.99
Tesla Inc	801,723	132,648	5.32
Wayfair Inc	1,139,606	40,017	1.60
Consumer Staples - 0.36% (0.00%)			
Oddity	425,796	8,965	0.36
Financials - 1.25% (2.61%)			
Affirm Holdings Inc Class A	1,515,787	21,998	0.88
Lemonade Inc	1,016,353	9,163	0.37
Health Care - 9.97% (18.67%)			
10X Genomics Inc Class A	670,371	19,479	0.78
Alnylam Pharmaceuticals	525,122	65,614	2.63
Denali Therapeutics	1,740,985	26,973	1.08
Doximity Inc	1,162,483	19,562	0.78
Moderna Inc	1,272,084	79,589	3.19
Penumbra Inc	166,193	26,180	1.05
Recursion Pharmaceuticals Inc	1,973,219	8,586	0.35

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Sana Biotechnology Inc	1,138,568	2,777	0.11
Industrials - 7.70% (7.87%)			
CoStar Group	1,653,531	100,033	4.01
Watsco Inc	320,957	92,242	3.69
Information Technology - 30.22% (27.32%)			
Cloudflare Inc	1,582,408	73,940	2.96
Datadog	784,798	52,684	2.11
Hashicorp Inc	1,452,071	23,538	0.94
NVIDIA	575,190	193,207	7.74
Samsara	992,321	18,866	0.76
Shopify 'A'	4,055,529	157,749	6.32
Snowflake Inc	435,284	52,068	2.09
Sprout Social	756,225	26,941	1.08
Twilio Inc	974,319	41,150	1.65
Workday Inc	504,105	87,951	3.53
Zoom	526,161	26,004	1.04
Materials - 0.43% (0.38%)			
Ginkgo Bioworks Holdings Inc	9,596,458	10,835	0.43
Real Estate - 0.00% (0.53%)			
Portfolio of investments		2,471,633	99.04
Net other assets - 0.96% (1.04%)		23,881	0.96
Net assets		2,495,514	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	2,495,514	2,599,823	3,457,436	6,905,761
Synthetic Risk and Reward Indicator¹	7	7	7	6
Net asset value per share (pence)				
A Accumulation	848.43	810.88	932.58	1,660.83
B Accumulation	1,030.27	979.68	1,115.50	1,966.80
B Income	951.61	904.89	1,030.34	1,816.64
C Accumulation	1,189.28	1,128.01	1,277.99	2,242.06
W1 Accumulation	1,039.87	987.88	1,122.75	1,975.19
W1 Income	960.46	912.45	1,037.02	1,824.36
W3 Accumulation	1,038.16	986.40	1,121.38	1,973.37
W3 Income	958.82	911.02	1,035.69	1,822.56
W4 Accumulation ²	1,031.22	980.59	1,116.53	1,968.64
W4 Income ²	952.07	907.63	1,030.82	1,817.52
Number of shares in issue				
A Accumulation	5,479,707	5,907,791	7,871,227	8,360,247
B Accumulation	148,346,510	162,970,514	190,314,931	222,262,348
B Income	21,478,903	22,999,191	27,244,262	32,759,338
C Accumulation	20,734,227	22,350,518	25,588,703	26,676,204
W1 Accumulation	5,453,450	5,964,180	8,078,507	8,915,221
W1 Income	24,329,410	26,418,580	30,688,355	31,972,820
W3 Accumulation	5,003,721	5,829,273	7,168,930	7,427,629
W3 Income	12,781,050	14,678,274	15,378,268	16,068,758
W4 Accumulation ²	397,282	357,937	316,500	135,410
W4 Income ²	72,758	43,335	116,202	40,973

Fund Information cont.

Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	0.00	0.00	0.00
B Accumulation	n/a	0.00	0.00	0.00
B Income	n/a	0.00	0.00	0.00
C Accumulation	n/a	1.49	1.06	1.28
W1 Accumulation	n/a	0.00	0.00	0.00
W1 Income	n/a	0.00	0.00	0.00
W3 Accumulation	n/a	0.00	0.00	0.00
W3 Income	n/a	0.00	0.00	0.00
W4 Accumulation ²	n/a	0.00	0.00	0.00
W4 Income ²	n/a	0.00	0.00	0.00
Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	1,031	1,044	1,850	1,917
B Accumulation	1,249	1,252	2,197	2,266
B Income	1,153	1,157	2,029	2,093
C Accumulation	1,440	1,437	2,507	2,580
W1 Accumulation	1,260	1,261	2,207	2,274
W1 Income	1,164	1,165	2,039	2,101
W3 Accumulation	1,258	1,260	2,205	2,272
W3 Income	1,162	1,163	2,036	2,099
W4 Accumulation ²	1,250	1,254	2,199	2,268
W4 Income ²	1,154	1,157	2,030	2,094
Lowest (financial period)				
A Accumulation	785.2	722.6	955.9	878.7
B Accumulation	948.8	865.5	1,142	1,030
B Income	876.3	799.4	1,055	951.7
C Accumulation	1,093	992.3	1,308	1,169
W1 Accumulation	956.8	871.4	1,149	1,033
W1 Income	883.7	804.8	1,061	953.9
W3 Accumulation	955.3	870.3	1,148	1,032
W3 Income	882.3	803.8	1,060	953.0
W4 Accumulation ²	949.7	866.3	1,143	1,408
W4 Income ²	876.8	799.8	1,055	1,300

Fund Information cont.

Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures³				
A Accumulation	1.53	1.51	1.51	1.51
B Accumulation	0.52	0.51	0.51	0.51
B Income	0.52	0.51	0.51	0.51
C Accumulation	0.02	0.01	0.01	0.01
W1 Accumulation	0.33 ⁴	0.33	0.29 ⁷	0.29
W1 Income	0.33 ⁴	0.33	0.29 ⁷	0.29
W3 Accumulation	0.36	0.36	0.32 ⁸	0.32
W3 Income	0.36	0.36	0.32 ⁸	0.32
W4 Accumulation ²	0.52	0.51	0.51	0.52
W4 Income ²	0.51 ⁵	0.52 ⁶	0.52	0.51

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²Class W4 Shares were launched on 9 July 2020.

³The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

⁴As at 31 October 2023 the ACD considered 0.35% to be a more indicative rate for the ongoing charges figure for Class W1 Shares.

⁵As at 31 October 2023 the ACD considered 0.52% to be a more indicative rate for the ongoing charges figure for Class W4 Shares.

⁶As at 30 April 2023 the ACD considered 0.51% to be a more indicative rate for the ongoing charges figure for Class W4 Shares.

⁷As at 30 April 2022 the ACD considered 0.31% to be a more indicative rate for the ongoing charges figure for Class W1 Shares.

⁸As at 30 April 2022 the ACD considered 0.35% to be a more indicative rate for the ongoing charges figure for Class W3 Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		161,960		(206,266)
Revenue	1,911		2,341	
Expenses	(6,516)		(7,225)	
Net expense before taxation	(4,605)		(4,884)	
Taxation	(234)		(333)	
Net expense after taxation		(4,839)		(5,217)
Total return before distributions		157,121		(211,483)
Distributions		248		181
Change in net assets attributable to shareholders from investment activities		157,369		(211,302)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		2,599,823		3,457,436
Amounts receivable on issue of shares	272,058		210,345	
Amounts payable on cancellation of shares	(534,210)		(454,814)	
		(262,152)		(244,469)
Dilution adjustment		474		634
Change in net assets attributable to shareholders from investment activities		157,369		(211,302)
Closing net assets attributable to shareholders		2,495,514		3,002,299

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	2,471,633	2,572,704
Current assets:		
Debtors	46,638	27,245
Cash and bank balances	27,122	21,759
Total assets	2,545,393	2,621,708
Liabilities:		
Creditors:		
Bank overdrafts	(4,160)	(8,208)
Other creditors	(45,719)	(13,677)
Total liabilities	(49,879)	(21,885)
Net assets attributable to shareholders	2,495,514	2,599,823

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford China Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford China Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI China All Shares Index, as stated in sterling, by at least 2% per annum over five-year rolling periods.

Investment Policy

The Fund will invest at least 90% in the shares of, or depositary receipts representing the shares of, Chinese companies. Chinese companies are companies that have their headquarters or a significant part of their operations in China and may be listed, quoted or traded on any market. Depositary receipts are transferable securities issued by a bank and which represent the shares of a company. The Fund may also invest in other transferable securities of Chinese companies and money market instruments. The Fund will be actively managed and may invest in companies of any size and in any sector.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

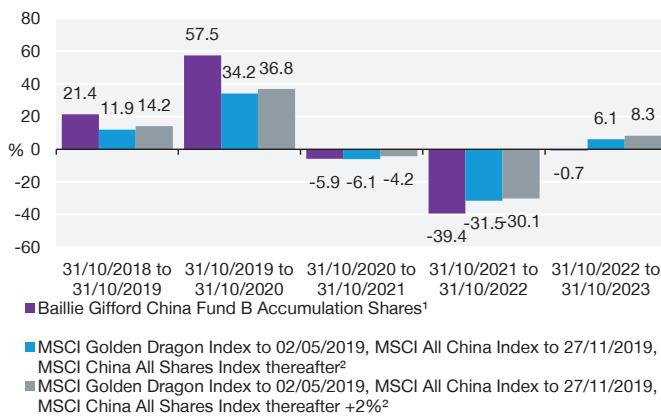
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.72%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI China All Shares Index (the ‘Index’) by at least 2% per annum (the ‘target return’) over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -12.4%¹ compared to Index of -9.0%² and the target return of -8.1%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 0.5%¹ compared to the Index of 0.5%² and the target return of 2.5%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market environment

Macroeconomic and geopolitical concerns have continued to dominate the market backdrop in China. Despite signs of a gradual post-Covid consumption recovery and a significant shift in the regulatory framework for tech companies that should provide a tailwind of support for growth, the pace of China’s economic growth has disappointed market expectations. Persistent concerns about weakness in local government finances and the property sector have continued to weigh on sentiment.

We believe it is important to focus on the ongoing operational growth at a small number of companies, rather than making broad-brush predictions based on macroeconomic factors. There is no other country that presents us with such radical change at such large scale, providing the opportunity to invest in extraordinary companies. China’s leadership in the global renewable energy sector, its ongoing drive towards industrial automation, technological developments and a recovery in consumption remain exciting long-term opportunities.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

Short term performance has been challenged by the market backdrop, but our focus remains on the long-term outlook for individual companies with significant growth potential. The top contributors over the period include electronics parts manufacturer, Sanhua Intelligent Controls, which benefited from strong operational results and a favourable growth outlook across its businesses, and automaker Brilliance China, who announced special dividend payments to shareholders.

Sportswear manufacturer, Li Ning, and construction software company, Glodon, were two of the biggest detractors from performance. Both have been affected by the speed of China's post-Covid consumption recovery, with Li Ning's growth being hurt by slower demand and a build-up in inventory, and Glodon affected by troubles in the property and construction sector. Both have strong competitive advantages and long-term growth opportunities but will have to weather a period of cyclical weakness.

Notable transactions

The Fund made a small number of transactions over the period for stock specific reasons. New holdings were bought in electronics manufacturer and global leader in charging technologies, Anker Innovation, and the world's leading integrated battery and electric vehicle manufacturer Byd. Both these companies have strong brands and competitive products. The Fund also added to analogue semiconductor manufacturer, Silergy, whose share price had been hit by cyclical issues, but where the long-term opportunity for growth remains strong. These were funded by reductions to industrial automation companies, Estun Automation and Shenzhen Inovance, and a complete sale of Hangzhou Tigermed, a clinical research organisation whose growth outlook has been reduced by changes in the domestic regulatory environment and the geopolitical backdrop.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
Tencent	9.11
Alibaba Group Holding	7.09
Kweichow Moutai 'A'	5.20
Ping An	4.95
Meituan	3.94
China Merchants Bank 'H'	2.88
Pinduoduo Inc ADR	2.80
Zijin Mining Group Co Ltd 'H'	2.70
JD.com	2.59
NetEase HK Line	2.48

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Byd Company 'H'	2,703	Tencent	5,656
Silergy	1,581	Alibaba Group Holding	4,385
Anker Innovations Technology C	1,509	Ping An Insurance	4,159
Alibaba Group Holding	1,454	Kweichow Moutai 'A'	3,293
Tencent	1,409	Shenzhen Inovance 'A'	2,820
Pinduoduo Inc ADR	1,396	Hangzhou Tigermed Consulting 'A'	2,774
Shenzhou International Group Holdings	993	Meituan	2,711
KE Holdings (HK Line)	575	Sanhua Intelligent Controls 'A'	2,697
		Estun Automation 'A'	2,527
		Ping An Bank 'A'	2,417

All purchases have been shown.

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 13.09% (12.32%)			
Kingsoft Corp Ltd	676,200	1,941	0.75
Kuaishou Technology	367,700	1,950	0.75
NetEase HK Line	361,590	6,409	2.48
Tencent	774,600	23,577	9.11
Consumer Discretionary - 32.04% (27.94%)			
Alibaba Group Holding	2,176,432	18,338	7.09
Brilliance China Automotive	6,174,000	2,328	0.90
Byd Company 'H'	94,500	2,363	0.91
Fuyao Glass Industry Grp 'H'	1,067,200	4,007	1.55
Geely Automobile Holdings	3,445,000	3,218	1.24
Haier Smart Home 'H'	1,722,280	4,063	1.57
Huayu Auto Systems 'A'	1,924,714	3,799	1.47
JD.com	639,032	6,714	2.59
Li Ning	1,418,500	3,586	1.39
Meituan	875,270	10,196	3.94
Midea Group 'A'	915,935	5,458	2.11
Minth Group	1,210,000	2,220	0.86
Pinduoduo Inc ADR	86,578	7,233	2.80
Pop Mart International Group Ltd	790,600	1,790	0.69
Robam Appliances 'A'	853,969	2,221	0.86
Shenzhen International Group Holdings	662,700	5,353	2.07
Consumer Staples - 7.71% (7.46%)			
Kweichow Moutai 'A'	70,922	13,454	5.20
Proya Cosmetics 'A'	403,307	4,717	1.82
Yifeng Pharmacy Chain 'A'	480,517	1,772	0.69
Financials - 7.83% (9.83%)			
China Merchants Bank 'H'	2,376,500	7,459	2.88
Ping An Bank 'A'	2,976,388	3,506	1.36
Ping An Insurance	2,204,500	9,299	3.59
Health Care - 8.75% (9.93%)			

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Asymchem Laboratories 'A'	195,866	3,328	1.29
BeiGene HK Line	525,722	6,268	2.42
Guangzhou Kingmed 'A'	643,493	4,481	1.73
Medlive Technology Co Ltd	1,589,500	1,304	0.51
Sinocare 'A'	759,048	2,575	1.00
Topchoice Medical Investment 'A'	195,293	1,969	0.76
WuXi AppTec 'H'	273,078	2,701	1.04
Industrials - 15.15% (16.43%)			
Beijing United Information Technology Co Ltd	542,958	2,300	0.89
CATL 'A'	293,382	6,132	2.37
Centre Testing 'A' - Local	1,854,605	3,162	1.22
Dongguan Yiheda Automation Co 'A'	389,000	1,304	0.50
Estun Automation 'A'	1,588,158	3,362	1.30
Guangdong KinLong Hardware 'A'	194,800	1,075	0.42
Jiangsu Azure Corp 'A'	1,543,000	1,606	0.62
Sanhua Intelligent Controls 'A'	2,119,379	6,382	2.47
Shenzhen Inovance 'A'	677,843	4,613	1.78
Shenzhen Megmeet Electrical 'A'	1,364,266	3,977	1.54
Sungrow Power Supply	203,132	1,925	0.75
Weichai Power 'H'	2,713,000	3,343	1.29
Information Technology - 7.44% (7.68%)			
Anker Innovations Technology C	141,400	1,490	0.58
Glodon 'A'	679,297	1,409	0.54
Glodon 'A' - Local	152,320	316	0.12
Kingdee Int'l Software Group	2,667,000	2,910	1.13
LONGi Green Energy Technology 'A'	699,923	1,901	0.74
SG Micro 'A'	305,992	3,086	1.19
Silergy	429,000	3,123	1.21
Sunny Optical Technology	312,700	2,157	0.83
Yonyou 'A'	1,550,222	2,856	1.10
Materials - 5.32% (5.37%)			
Sinocera Material 'A'	1,982,200	5,495	2.12

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Yunnan Energy New Material Co Ltd	170,878	1,286	0.50
Zijin Mining Group Co Ltd 'H'	5,458,000	6,979	2.70
Real Estate - 1.18% (0.84%)			
KE Holdings (HK Line)	593,085	2,420	0.94
KE Holdings ADR	51,882	629	0.24
Utilities - 0.91% (1.41%)			
ENN Energy Holdings	375,600	2,364	0.91
Portfolio of investments		257,199	99.42
Net other assets - 0.58% (0.79%)		1,512	0.58
Net assets		258,711	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	258,711	362,388	444,181	767,611
Synthetic Risk and Reward Indicator¹	7	6	6	6
Net asset value per share (pence)				
A Accumulation	392.62	444.69	502.72	747.89
B Accumulation	430.62	485.87	545.18	804.99
B Income	381.87	430.85	486.07	717.72
C Accumulation	484.93	545.14	607.30	890.29
C Income	385.89	433.75	489.79	722.95
Number of shares in issue				
A Accumulation	152,717	495,940	1,478,651	2,167,358
B Accumulation	55,220,893	68,605,061	74,103,511	84,637,179
B Income	5,319,175	6,230,706	6,736,882	9,761,982
C Accumulation	1,000	1,000	1,000	1,000
C Income	500	500	500	500
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	0.00	0.00	0.00
B Accumulation	n/a	2.63	0.00	1.21
B Income	n/a	2.35	0.00	1.09
C Accumulation	n/a	7.32	4.13	7.16
C Income	n/a	5.90	3.35	5.86

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	447.5	581.4	784.7	935.9
B Accumulation	489.0	631.3	845.7	1,006
B Income	433.6	562.8	754.0	898.2
C Accumulation	548.7	704.0	936.5	1,111
C Income	436.6	567.8	760.4	909.4
Lowest (financial period)				
A Accumulation	382.3	396.5	429.3	477.6
B Accumulation	419.3	431.6	465.2	510.3
B Income	371.8	384.8	414.7	455.6
C Accumulation	472.1	482.6	517.7	560.3
C Income	375.7	389.2	420.4	458.7
Ongoing Charges Figures				
	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.56 ³	1.52	1.52	1.51
B Accumulation	0.76	0.77	0.77	0.77
B Income	0.76	0.77	0.77	0.77
C Accumulation	0.03	0.05	0.05	0.05
C Income	0.03	0.05	0.05	0.05

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.50% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(40,152)		(97,270)
Revenue	4,370		5,083	
Expenses	(1,176)		(1,727)	
Net revenue before taxation	3,194		3,356	
Taxation	(352)		(380)	
Net revenue after taxation		2,842		2,976
Total return before distributions		(37,310)		(94,294)
Distributions		(439)		93
Change in net assets attributable to shareholders from investment activities		(37,749)		(94,201)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		362,388		444,181
Amounts receivable on issue of shares	3,082		81,790	
Amounts payable on cancellation of shares	(69,148)		(82,285)	
		(66,066)		(495)
Dilution adjustment		138		307
Change in net assets attributable to shareholders from investment activities		(37,749)		(94,201)
Closing net assets attributable to shareholders		258,711		349,792

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	257,199	359,515
Current assets:		
Debtors	38	4,560
Cash and bank balances	4,580	3,078
Total assets	261,817	367,153
Liabilities:		
Creditors:		
Bank overdrafts	(2,282)	-
Distributions payable	-	(146)
Other creditors	(824)	(4,619)
Total liabilities	(3,106)	(4,765)
Net assets attributable to shareholders	258,711	362,388

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Developed Asia Pacific Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Developed Asia Pacific Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Pacific Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% directly or indirectly in shares of companies in developed Asia of any size and in any sector. Developed Asian companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Australia, Hong Kong, Japan, New Zealand or Singapore. The indirect investment will be through collective investment schemes. The Fund may also invest in other transferable securities of companies in developed Asia and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

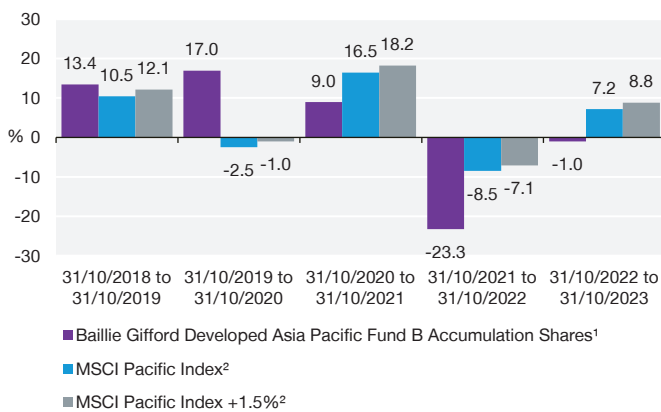
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.55%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Pacific Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -8.4%¹ compared to the Index of -0.5%² and the target return of 0.3%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 1.9%¹ compared to the Index of 4.2%² and the target return of 5.8%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market environment

During the last six months, we have experienced an unhelpful rotation away from high-growth stocks towards lowly rated or 'value' stocks/sectors - predominantly within energy and financials. Fundamentals have given way to macro factors in driving share price returns. This has been particularly pronounced in Japan.

There are several purported reasons for this. Those most frequently cited include rising prices and prospects of a tighter monetary policy (causing a rally in the price of financials, especially megabanks, which are assumed to benefit from higher net interest income); a weakening currency buoying exporters (mainly autos, including Toyota); and policy initiatives led by the Tokyo Stock Exchange, whereby the exchange has encouraged companies that trade below book value to shape up or ship out (with the threat of expulsion from the Prime index). We question the sustainability of these drivers and believe the rally may soon run out of steam, leaving its biggest beneficiaries - companies with questionable idiosyncratic appeal - exposed.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

Against this backdrop, the concentrated nature of market returns has helped buoy the share prices of several of our financial holdings during the past six months. SBI Holdings, Japan's leading online brokerage, and MS&AD Insurance an oligopolistic Japanese insurer have both performed well. Conversely, our zero exposure to Japan's megabanks (Mitsubishi UFG and Sumitomo Mitsui Financial Group) has detracted from relative returns.

James Hardie was another notable contributor to performance. James Hardie is a dominant manufacturer of fibre cement building products. Market share gains and falling material costs have helped the company deliver strong earnings during the period.

One area of weakness was in Japanese small caps, an asset class which has remained out of favour. The rally in Japanese equities year-to-date has been concentrated within some of the country's largest cyclical and most liquid businesses, viewed as obvious beneficiaries of the macro factors mentioned above.

Skincare and cosmetic company Shiseido was also a big detractor to performance despite releasing encouraging earnings in August. The decline can be attributed to China's precarious economic post-Covid recovery, in addition to fallout from the release of treated wastewater from the wrecked Fukushima nuclear plant, which saw online users in Asia's biggest economy call for a boycott of Japan's brands. Medtech names, Olympus and Sysmex, both leaders in diagnostic equipment, have also suffered as a result of China-specific issues: from 'buy-local' policies, government crackdowns on hospital procurement, and postponed diagnostic spending. Despite this tough backdrop, conditions appear to be improving. Covid-19 has exposed healthcare system fragilities and highlighted the value of testing, so it is likely to encourage higher future investment. This is especially true in China where per capita spending on testing is less than a quarter of the developed world.

Notable transactions

During the period we took new positions in three companies: Tokyo Electron, Chugai Pharmaceutical and Nippon Paint.

Tokyo Electron is a leading manufacturer of semiconductor production equipment, that specialises in the areas of semiconductor etching, deposition and wafer cleaning where it has maintained high market share positions for many years. We believe that a combination of long-term underlying growth in the semiconductor market (driven by demand from increasingly broad end markets for chips) and Tokyo Electron's strong market positions, will result in many years of profitable, cash generative growth. Chugai is a Japanese Pharmaceutical company, which is majority owned by Roche. In addition to selling Roche's drugs in Japan, the company has a track record of developing its own innovative blockbusters. We expect Chugai to continue to bring new hit drugs to the market, as it has a strong pipeline and R&D abilities, particularly in peptides and bi-specific antibodies. In addition, Chugai's robust balance sheet will enable the company to sponsor its innovative drug development process, with an option to return excess cash to shareholders. Finally, Nippon Paint is a market-leading decorative paint business, with significant scale advantages over its competitors and strong cash-generating capabilities. In addition, the company is expanding in China through its subsidiary Nipsea, which presents an attractive long-term opportunity which we do not believe is captured in the valuation.

These were funded from the complete sale of Misumi, an online distribution business for factory automation components which is facing far greater competition emerging out of China, and Thai Beverage, which we have sold on concerns surrounding the group's governance.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	5.79
United Overseas Bank	4.61
MS&AD Insurance	4.08
SMC	3.83
SBI Holdings	3.77
Shiseido	3.66
SoftBank Group	3.56
Washington Soul Pattinson	3.29
Olympus	3.18
Hong Kong Exchanges & Clearing	3.18

¹Baillie Gifford Overseas Growth Funds ICVC cross-holding.

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Nippon Paint	1,305	Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	1,524
Tokyo Electron	1,207	Misumi	1,472
Chugai Pharmaceutical	1,167	Shiseido	1,130
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	299	United Overseas Bank	1,081
Olympus	293	Makita Corporation	1,019
Shiseido	244	SMC	931
United Overseas Bank	233	MS&AD Insurance	877
Cosmos Pharmaceutical	201	Olympus	858
Techtronic Industries	185	SoftBank Group	853
James Hardie Industries	178	Thai Beverage PCL (Singapore)	844

¹Baillie Gifford Overseas Growth Funds ICVC cross holdings.

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Australia - 13.44% (12.78%)			
BHP Group Ltd (Aus. listing)	104,403	2,423	2.53
Cochlear	14,436	1,814	1.90
James Hardie Industries	142,411	2,905	3.04
Mesoblast	467,086	86	0.09
REA Group	18,046	1,353	1.41
Treasury Wine Estates	181,455	1,134	1.18
Washington Soul Pattinson	180,276	3,144	3.29
Hong Kong - 13.08% (14.49%)			
AIA Group	288,000	2,058	2.15
Galaxy Entertainment Group	565,000	2,606	2.72
Hong Kong Exchanges & Clearing	104,917	3,037	3.18
Techtronic Industries	283,500	2,128	2.23
Tencent	54,400	1,656	1.73
Tsingtao Brewery 'H'	164,000	1,023	1.07
Japan - 63.29% (63.95%)			
Asahi Group Holdings	30,300	896	0.94
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	139,227	5,540	5.79
Chugai Pharmaceutical	47,100	1,143	1.20
Cosmos Pharmaceutical	12,100	1,033	1.08
CyberAgent Inc	171,600	737	0.77
Denso	184,500	2,208	2.31
FANUC	65,600	1,304	1.36
Fast Retailing	12,200	2,192	2.29
freee K.K.	39,900	541	0.57
Hoshizaki Corp	41,200	1,087	1.14
Keyence	4,800	1,519	1.59
Kobe Bussan Co Ltd	42,300	862	0.90
LY Corp	474,600	987	1.03
Makita Corporation	45,600	958	1.00
MonotaRO Co	77,200	504	0.53
MS&AD Insurance	130,700	3,907	4.08
Murata	150,200	2,025	2.12

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Nidec	31,900	941	0.98
Nintendo	44,700	1,513	1.58
Nippon Paint	153,600	842	0.88
Olympus	279,900	3,045	3.18
Pigeon	88,900	774	0.81
Recruit Holdings	103,200	2,433	2.54
SBI Holdings	205,500	3,609	3.77
Shimano	24,100	2,827	2.96
Shiseido	135,100	3,501	3.66
SMC	9,800	3,662	3.83
SoftBank Group	102,300	3,409	3.56
Sugi Holdings	69,500	2,303	2.41
Systemex Corp	27,800	1,082	1.13
Tokyo Electron	9,900	1,064	1.11
Unicharm	75,200	2,096	2.19
New Zealand - 2.59% (2.20%)			
Ryman Healthcare Ltd	333,043	896	0.94
Xero Ltd	28,474	1,584	1.65
Singapore - 5.15% (4.75%)			
iFAST Corp	128,700	510	0.54
United Overseas Bank	271,435	4,410	4.61
Thailand - 0.00% (0.75%)			
Portfolio of investments		93,311	97.55
Net other assets - 2.45% (1.08%)		2,348	2.45
Net assets		95,659	100.00

¹Baillie Gifford Overseas Growth Funds ICVC cross-holding .

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	95,659	123,391	160,366	241,575
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	491.26	537.57	547.10	672.56
B Accumulation	566.44	617.15	622.80	758.92
B Income	492.19	536.17	548.61	676.20
C Accumulation	659.54	716.58	719.19	871.46
C Income	403.41	438.19	448.37	553.17
Number of shares in issue				
A Accumulation	224,551	325,173	630,774	1,035,467
B Accumulation	13,924,101	15,563,006	20,476,136	26,257,304
B Income	856,396	974,480	1,198,415	939,891
C Accumulation	1,738,494	2,842,340	3,171,679	3,325,003
C Income	1,000	1,000	1,000	1,000
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	2.87	0.84	10.68
B Accumulation	n/a	8.55	7.11	17.91
B Income	n/a	7.53	6.34	16.34
C Accumulation	n/a	13.85	12.79	24.89
C Income	n/a	8.63	8.11	16.26

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	552.9	582.5	716.0	710.8
B Accumulation	635.2	667.5	810.4	800.7
B Income	551.9	588.1	721.5	730.7
C Accumulation	738.0	774.1	932.4	918.4
C Income	451.4	482.7	591.4	600.1
Lowest (financial period)				
A Accumulation	489.5	495.3	536.5	478.0
B Accumulation	564.4	564.5	610.6	534.9
B Income	490.4	497.5	544.1	488.1
C Accumulation	657.1	652.3	705.1	610.9
C Income	401.9	407.0	447.5	399.2
Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.49 ³	1.43	1.45	1.44
B Accumulation	0.61	0.58	0.59	0.59
B Income	0.61	0.58	0.59	0.59
C Accumulation	0.05	0.03	0.04	0.04
C Income	0.05	0.03	0.04	0.04

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.45% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(9,132)		(11,496)
Revenue	854		1,470	
Expenses	(295)		(392)	
Net revenue before taxation	559		1,078	
Taxation	(40)		(69)	
Net revenue after taxation		519		1,009
Total return before distributions		(8,613)		(10,487)
Distributions		(22)		(37)
Change in net assets attributable to shareholders from investment activities		(8,635)		(10,524)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		123,391		160,366
Amounts receivable on issue of shares	8,195		15,620	
Amounts payable on cancellation of shares	(27,323)		(30,420)	
		(19,128)		(14,800)
Dilution adjustment		31		49
Change in net assets attributable to shareholders from investment activities		(8,635)		(10,524)
Closing net assets attributable to shareholders		95,659		135,091

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	93,311	122,053
Current assets:		
Debtors	3,663	1,068
Cash and bank balances	912	1,025
Total assets	97,886	124,146
Liabilities:		
Creditors:		
Bank overdrafts	-	(272)
Distributions payable	-	(73)
Other creditors	(2,227)	(410)
Total liabilities	(2,227)	(755)
Net assets attributable to shareholders	95,659	123,391

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Emerging Markets Growth Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Emerging Markets Growth Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Emerging Markets Index, as stated in sterling by at least 2% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of emerging market companies. Emerging market companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in emerging markets and the Fund may invest in companies of any size or in any sector. Emerging markets will be determined by the investment manager at its sole discretion. The Fund may also invest in other transferable securities of emerging market companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

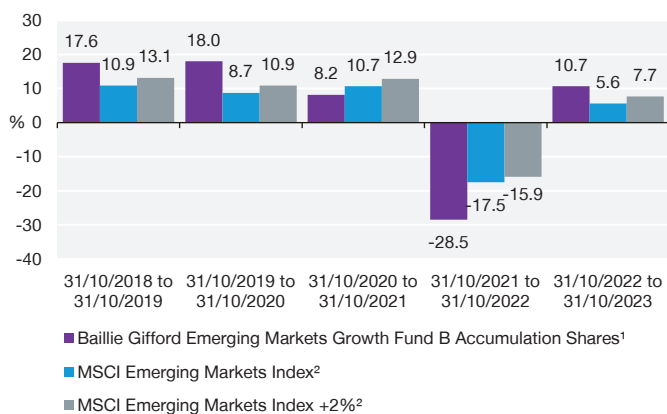
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.72%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Emerging Markets Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -1.0%¹ compared to the Index of -1.1%² and the target return of -0.1%². While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 3.5%¹ compared to the return on the Index of 3.0%² and the target return of 5.1%². It is disappointing that over this period the Fund has underperformed its target return although performance is ahead of the Index. Returns have been impacted by recent, short-term weakness.

Market environment

There are three key reasons for optimism about the investment environment: the macroeconomic conditions in emerging markets, the microenvironment for our companies and the valuations we are being asked to pay.

Unlike in developed markets, inflation in emerging markets is relatively benign overall, once a few extreme outliers are removed. We have seen emerging markets exert much stronger fiscal discipline over the last three years than in developed markets. Every major emerging market currency, with the exception of the Chinese renminbi and the Turkish lira, have now outperformed the US dollar since the start of Covid-19. Most emerging economies are expected to grow by at least double the rate of developed markets this year in sterling terms. We believe the overall environment is supportive.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

We do not draw conclusions from shorter-term performance and continue to focus on longer-term performance numbers. That said, we would note that some of the near-term performance detractors have included First Quantum Minerals and Silergy.

First Quantum Minerals, a global mining company, is the top detractor over the period after the Panamanian President called for a referendum on the Cobre mine contract. Although First Quantum has a strong legal position and rights to international arbitration, its share price has dropped nearly 50%, implying little value for the Cobre mine. The company recently concluded a contract renegotiation with the Panamanian government and has invested nearly \$8bn in the mine, so has had a big positive impact on the community overall. The mine contributes around 5% of Panama's GDP and employs a significant portion of the country's workforce. While a further contract renegotiation is possible, the current terms are already favourable for the government and so it's hard to predict how this may develop. For now, the decision is to hold First Quantum's shares and closely monitor the situation.

Another detractor over the short term is Silergy. Silergy is one of the leading players in China's analogue semiconductor industry. This is an industry with very appealing long-term growth prospects. China accounts for around 35 - 40% of the global analogue IC (integrated circuit) market, and this is rising. However, the market remains dominated by US players like Texas Instruments and Analog Devices, while local companies only account for around 10% of the market. Our research indicates that Silergy is one of the best-placed companies to benefit from local substitution trends. It is already one of the largest companies, boasting one of the broadest product portfolios, and is well thought of by industry insiders for the quality of its process technology and the superiority of its R&D efforts; the fact that Silergy seems to be gaining traction in newer segments, such as autos and industrial applications, is supportive of this thesis. Silergy detracted from performance over the period as

there have been concerns regarding the semiconductor cycle in consumer electronics, which have come to dominate the narrative.

Offsetting positive impacts have come from companies in the energy sector, such as Petrobras. A reminder though, that your investment in Petrobras is driven not just by the oil price, but by an expectation of moderate production growth, combined with the eventual realisation by the market that even in a decarbonising world, there is a place for one of the world's lowest cost, least-carbon intensive major oil assets.

SK Hynix has also been a top performer during the period as the shares have been rebounding from their lows. The company is still cyclically depressed due to where we are in the semiconductor cycle, though in memory chips this is showing signs of recovery as customers work through their excess inventory. The business stands to benefit from its leading market share in high bandwidth memory, which is critical to AI servers.

Notable transactions

We have made modest additions to some of the Fund's existing holdings in China, as we believe the negative sentiment feels overdone, yet we continue to balance this with the geopolitical risks. We have also taken a new holding in Kweichow Moutai, one of the most important and recognised Chinese brands. It manufactures premium baijiu (white alcohol), which has a heritage and respect embedded within Chinese culture. Its unique brewing conditions and process provide a core competitive advantage. When combined with supply scarcity and limited competition in the very high-end baijiu market, Moutai is able to price at a premium and maintain a loyal customer base. These attributes enabled it to weather the anti-corruption campaign in China well. It is an extremely profitable business with very attractive financial returns. We expect the Moutai brand to be resilient and growth to be durable for many years.

Elsewhere, in India, we have taken a holding in WNS. WNS provides business process outsourcing services for a variety of industries, such as operating call centres and

Investment Report cont.

processing insurance claims. This is a difficult business that requires exceptional execution over time. In our experience, execution in these companies is tightly correlated with corporate culture. CEO Keshav Murugesh took over as CEO in 2010. He led the company through a difficult time initially and has instilled a strong culture. The financial results have been exceptional: WNS has compounded revenues at 10% in US dollars over the last decade and earnings even faster. The recent developments in AI, and the media buzz surrounding them, have led to a sharp correction in the share price. We believe that AI tools will ultimately be implemented by the likes of WNS rather than replace them, and the current valuation offers an attractive entry point into this successful company.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
TSMC	9.49
Samsung Electronics	7.75
Petrobras	5.96
Tencent	5.43
MercadoLibre	4.16
Reliance Industries Ltd	4.02
HDFC	3.85
Alibaba Group Holding	3.47
SK Hynix Inc	2.59
Ping An	2.32

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
FEMSA ADR	7,914	TSMC	23,578
Accton Technology	7,480	Samsung Electronics	18,453
Kweichow Moutai 'A'	7,430	Meituan	16,549
Fabrinet	6,124	Tencent	11,603
Samsung Electronics	5,138	Reliance Industries Ltd	10,269
TSMC	4,322	Petrobras Common ADR	9,814
WNS (Holdings) ADR	4,198	CATL 'A'	7,965
Anker Innovations Technology C	4,183	Doosan Bobcat	6,961
Baidu.com Group Holding	3,917	Alibaba Group Holding	6,856
Shenzhou International Group Holdings	3,718	Bank Rakyat Indonesia	6,788

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Brazil - 13.72% (11.80%)			
B3 S.A.	5,259,900	9,541	1.41
Banco Bradesco Pn ADR	3,805,058	8,717	1.29
Lorenz Pn 1000 ¹	1,800,000	-	0.00
MercadoLibre	27,576	28,200	4.16
Petrobras Common ADR	2,552,772	31,535	4.65
Petrobras Pref ADR	782,333	8,904	1.31
Raizen	10,282,660	6,066	0.90
Canada - 1.18% (2.35%)			
First Quantum Minerals	838,826	7,967	1.18
Chile - 0.65% (1.19%)			
Lundin Mining	857,029	4,396	0.65
China - 26.92% (32.35%)			
Alibaba Group Holding	2,791,048	23,517	3.47
Anker Innovations Technology C	813,500	8,571	1.26
Baidu.com Group Holding	876,500	9,471	1.40
BeiGene HK Line	334,636	3,990	0.59
Brilliance China Automotive	9,948,000	3,751	0.55
China Merchants Bank 'H'	2,896,500	9,091	1.34
Geely Automobile Holdings	3,535,000	3,302	0.49
Haier Smart Home 'H'	2,969,680	7,006	1.03
JD.com	576,595	6,058	0.89
KE Holdings (HK Line)	1,298,458	5,299	0.78
KE Holdings ADR	67,572	819	0.12
Kuaishou Technology	501,900	2,661	0.39
Kweichow Moutai 'A'	34,900	6,621	0.98
Li Ning	902,500	2,281	0.34
Lufax Holding Ltd	1,175,345	916	0.14
Midea Group 'A'	1,152,489	6,868	1.01
Minth Group	2,420,000	4,440	0.66
Ping An Bank 'A'	3,806,072	4,483	0.66
Ping An Insurance	2,672,500	11,273	1.66

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Shenzhou International Group Holdings	1,062,000	8,579	1.27
Silergy	713,000	5,190	0.77
Tencent	1,208,300	36,778	5.43
Tencent Music Entertainment ADR	663,167	3,968	0.59
Zai Lab HK Line	824,540	1,721	0.25
Zijin Mining Group Co Ltd 'H'	4,480,000	5,728	0.85
India - 14.40% (15.25%)			
Delhivery Ltd	1,148,758	4,700	0.69
HDFC Bank	1,253,593	18,321	2.70
HDFC Life Insurance Co Ltd	1,274,630	7,801	1.15
Jio Financial Services Ltd	2,799,958	6,069	0.90
Reliance Industries Ltd	1,202,536	27,232	4.02
Tata Consultancy Services	416,721	13,895	2.05
Tech Mahindra	848,422	9,516	1.41
Ultratech Cement Ltd	82,886	6,910	1.02
WNS (Holdings) ADR	69,203	3,097	0.46
Indonesia - 2.04% (2.66%)			
Bank Rakyat Indonesia	53,689,966	13,815	2.04
Mexico - 4.98% (4.09%)			
Cemex ADR	1,198,761	5,898	0.87
FEMSA ADR	85,228	7,965	1.18
Grupo Financiero Banorte	1,862,892	12,417	1.83
Walmex	2,535,559	7,446	1.10
Panama - 0.87% (0.95%)			
Copa Holdings S A	87,732	5,903	0.87
Peru - 0.85% (0.86%)			
Credicorp	55,747	5,744	0.85
Poland - 1.17% (1.21%)			
Allegro.eu	715,531	4,219	0.62

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
KGHM Polska Miedz	169,396	3,719	0.55
Russia - 0.00% (0.00%)			
Mmc Norilsk Nickel ²	173,002	-	0.00
Moscow Exchange ²	4,837,610	-	0.00
Sberbank Of Russia ²	9,801,752	-	0.00
Singapore - 0.84% (1.41%)			
Sea Ltd ADR	165,857	5,700	0.84
South Africa - 0.63% (0.63%)			
Firstrand Ltd	1,586,808	4,258	0.63
South Korea - 15.58% (18.58%)			
Coupang	595,557	8,339	1.23
Hyundai Motor Co	115,207	11,923	1.76
LG Chem. Ltd.	27,767	7,446	1.10
NAVER Corp	23,980	2,742	0.41
Samsung Electronics	1,015,816	41,405	6.11
Samsung Electronics Pref	339,301	11,077	1.64
Samsung SDI Co Ltd	19,430	5,045	0.74
SK Hynix Inc	247,548	17,567	2.59
Taiwan - 12.28% (11.33%)			
Accton Technology	720,000	9,110	1.34
Mediatek	461,000	9,850	1.45
TSMC	4,790,796	64,270	9.49
Thailand - 2.84% (1.79%)			
Fabrinet	42,138	5,381	0.79
PTT Exploration and Production	2,769,600	10,414	1.54
SCB X	1,618,600	3,424	0.51
Turkey - 0.68% (0.36%)			

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Valeura Energy	1,981,400	4,611	0.68
Portfolio of investments		674,937	99.63
Net other assets - 0.37% (-6.81%)		2,510	0.37
Net assets		677,447	100.00

¹This stock was delisted at the period end and has been valued at the Investment Adviser's valuation.

²This stock was valued at nil at the period end amid the ongoing conflict in Ukraine. It has been valued at the Investment Adviser's valuation

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	677,447	809,729	1,218,454	1,636,189
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	714.91	720.72	764.03	983.89
B Accumulation	838.88	842.47	886.43	1,133.00
B Income	635.65	638.06	701.96	919.07
C Accumulation	987.20	987.81	1,031.91	1,309.49
C Income	645.68	645.70	710.49	931.47
Number of shares in issue				
A Accumulation	515,262	1,110,185	1,904,147	2,144,430
B Accumulation	51,658,016	60,490,208	95,095,230	100,695,529
B Income	22,010,092	23,277,303	29,821,764	29,181,203
C Accumulation	10,180,406	14,535,631	14,691,720	15,731,764
C Income	1,000	1,000	1,000	1,000
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	26.19	11.54	5.14
B Accumulation	n/a	36.88	21.10	13.42
B Income	n/a	29.21	17.12	11.02
C Accumulation	n/a	50.24	33.12	23.79
C Income	n/a	34.59	23.57	17.23

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	783.0	802.4	1,008	1,115
B Accumulation	917.0	936.2	1,162	1,282
B Income	694.9	741.5	942.9	1,052
C Accumulation	1,077	1,096	1,345	1,479
C Income	704.5	754.6	956.8	1,072
Lowest (financial period)				
A Accumulation	713.3	646.0	698.0	636.6
B Accumulation	837.0	752.3	809.1	727.7
B Income	634.2	595.8	656.3	597.4
C Accumulation	981.6	878.9	941.0	835.1
C Income	642.0	605.3	669.4	605.1
Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.59 ³	1.56	1.53	1.52
B Accumulation	0.80	0.80	0.78	0.78
B Income	0.80	0.80	0.78	0.78
C Accumulation	0.07	0.08	0.06	0.06
C Income	0.07	0.08	0.07	0.06

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.54% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(9,013)		(194,994)
Revenue	14,208		38,262	
Expenses	(2,669)		(3,898)	
Net revenue before taxation	11,539		34,364	
Taxation	(518)		(584)	
Net revenue after taxation		11,021		33,780
Total return before distributions		2,008		(161,214)
Distributions		(1,320)		(1,742)
Change in net assets attributable to shareholders from investment activities		688		(162,956)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		809,729		1,218,454
Amounts receivable on issue of shares	14,502		13,188	
Amounts payable on cancellation of shares	(147,802)		(108,314)	
		(133,300)		(95,126)
Dilution adjustment		330		262
Change in net assets attributable to shareholders from investment activities		688		(162,956)
Closing net assets attributable to shareholders		677,447		960,634

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	674,937	864,887
Current assets:		
Debtors	6,375	30,184
Cash and bank balances	12,127	35,715
Total assets	693,439	930,786
Liabilities:		
Creditors:		
Bank overdrafts	(6,715)	(28,622)
Distributions payable	-	(6,799)
Other creditors	(9,277)	(85,636)
Total liabilities	(15,992)	(121,057)
Net assets attributable to shareholders	677,447	809,729

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Emerging Markets Leading Companies Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Emerging Markets Leading Companies Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Emerging Markets Index, as stated in sterling, by at least 2% per annum over rolling five year periods.

Investment Policy

The Fund will invest at least 90% in shares of emerging market companies. Emerging market companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in emerging markets and the Fund may invest in any sector. Emerging markets will be determined by the investment manager at its sole discretion. The emerging market companies in which the Fund will invest are those having a market capitalisation free float above £1 billion. The Fund may also invest in other transferable securities of emerging market companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

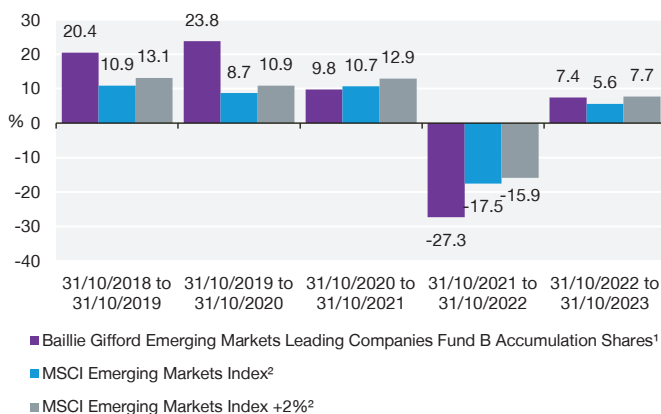
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.72%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Emerging Markets Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -3.3%¹ compared to the Index of -1.1%² and the target return of -0.1%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 5.0%¹ compared to the Index of 3.0%² and the target return of 5.1%². It is disappointing that over this period the Fund has underperformed its target return although performance is ahead of the Index. Returns have been impacted by recent, short-term weakness.

Market environment

There are three key reasons for optimism about the investment environment in emerging markets: the macroeconomic conditions, the microenvironment for our companies and the valuations we are being asked to pay.

Unlike in developed markets, inflation in emerging markets is relatively benign overall, once a few extreme outliers are removed. We have seen emerging markets exert much stronger fiscal discipline over the last three years than in developed markets. Every major emerging market currency, with the exception of the Chinese renminbi and the Turkish lira, have now outperformed the US dollar since the start of Covid-19. Most emerging economies are expected to grow by at least double the rate of developed markets this year, in sterling terms. We believe the overall environment is supportive.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

We do not draw conclusions from shorter-term performance and continue to focus on longer-term performance numbers. The said, we would note that some of the near-term performance detractors have included First Quantum Minerals and Silergy.

First Quantum Minerals, a global mining company, is the top detractor over the period after the Panamanian President called for a referendum on the Cobre mine contract. Although First Quantum has a strong legal position and rights to international arbitration, its share price has dropped nearly 50%, implying little value for the Cobre mine. The company recently concluded a contract renegotiation with the Panamanian government and has invested nearly \$8bn in the mine, so has had a big positive impact on the community overall. The mine contributes around 5% of Panama's GDP and employs a significant portion of the country's workforce. While a further contract renegotiation is possible, the current terms are already favourable for the government and so it's hard to predict how this may develop. For now, the decision is to hold First Quantum's shares and closely monitor the situation.

Another detractor over the short term is Silergy. Silergy is one of the leading players in China's analogue semiconductor industry. This is an industry with very appealing long-term growth prospects. China accounts for around 35 - 40% of the global analogue IC (integrated circuit) market, and this is rising. However, the market remains dominated by US players like Texas Instruments and Analog Devices, while local companies only account for around 10% of the market. Our research indicates that Silergy is one of the best-placed companies to benefit from local substitution trends. It is already one of the largest companies, boasting one of the broadest product portfolios, and is well thought of by industry insiders for the quality of its process technology and the superiority of its R&D efforts; the fact that Silergy seems to be gaining traction in newer segments, such as autos and industrial applications, is supportive of this thesis. Silergy detracted from performance over the period as

there have been concerns regarding the semiconductor cycle in consumer electronics, which have come to dominate the narrative.

Offsetting positive impacts have come from companies in the energy sector, such as Petrobras. A reminder though that your investment in Petrobras is driven not just by the oil price, but by an expectation of moderate production growth, combined with the eventual realisation by the market that even in a decarbonising world, there is a place for one of the world's lowest cost, least-carbon intensive major oil assets.

SK Hynix has also been a top performer during the period as the shares have been rebounding from their lows. The company is still cyclically depressed due to where we are in the semiconductor cycle, though in memory chips this is showing signs of recovery as customers work through their excess inventory. The business stands to benefit from its leading market share in high bandwidth memory, which is critical to AI servers.

Notable transactions

We have made modest additions to China, noting the negative sentiment feels overdone, yet we continue to balance the valuation driven opportunities with the geopolitical risks.

One example of a new holding in China is Pinduoduo, the ecommerce company. The business has done a terrific job servicing the sizeable cost-conscious consumer market, taking share in areas increasingly vacated by Alibaba. Over the last few years, they have carved out a formidable niche targeting low-income users in lower-tier cities with a deeply-discounted 'treasure hunt' experience that combines entertainment and commerce ('Costco meets Disney'). We've been struck by how cash-generative the company has become as it has moved away from massive marketing promotions without losing any user traction and how appealing its model is to a wide cross-section of stakeholders in Chinese society - including, crucially, regulators - as it helps small farmers and merchants to reach a new user base while cutting out layers of middlemen. As one of

Investment Report cont.

the few Chinese ecommerce platforms that retains the potential for massive operational upside, we felt PDD was worthy of a place in the Fund.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
TSMC	9.92
Samsung Electronics	9.26
Petrobras Common ADR	5.33
Tencent	4.77
HDFC	4.77
Ping An	4.73
Reliance Industries Ltd	4.68
MercadoLibre	4.61
Alibaba Group Holding	4.26
Bank Rakyat Indonesia	2.45

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
FEMSA ADR	16,846	MercadoLibre	17,790
Samsung Electronics	15,657	Cemex ADR	12,417
TSMC	15,529	Samsung Electronics	11,465
Pinduoduo Inc ADR	12,342	Petrobras Common ADR	11,278
Tencent	8,514	TSMC	11,178
Byd Company 'H'	8,299	Reliance Industries Ltd	6,478
Silergy	6,175	Bank Rakyat Indonesia	4,838
Petrobras Common ADR	5,624	LONGi Green Energy Technology 'A'	4,013
Baidu.com Group Holding	5,018	MAGNIT	3,719
MercadoLibre	4,726	Ping An Insurance	2,474

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Brazil - 13.40% (13.98%)			
B3 S.A.	4,820,400	8,744	1.20
Banco Bradesco Pref	3,279,882	7,498	1.03
Itau Unibanco SA-ADR	2,038,238	8,903	1.23
MercadoLibre	32,715	33,456	4.61
Petrobras Common ADR	3,132,094	38,691	5.33
Canada - 1.59% (3.11%)			
First Quantum Minerals	1,218,842	11,577	1.59
China - 29.62% (29.36%)			
Alibaba Group Holding	3,668,472	30,910	4.26
Baidu.com Group Holding	1,160,748	12,543	1.73
Brilliance China Automotive	18,346,000	6,917	0.95
Byd Company 'H'	484,500	12,114	1.67
CATL 'A'	329,972	6,897	0.95
China Merchants Bank 'H'	3,389,500	10,638	1.46
Haier Smart Home 'H'	3,516,600	8,296	1.14
JD.com	860,981	9,045	1.25
Kuaishou Technology	527,700	2,798	0.39
Li Ning	1,744,000	4,408	0.61
Meituan	1,474,930	17,181	2.37
Pinduoduo Inc ADR	154,144	12,877	1.77
Ping An Bank 'A'	5,185,400	6,108	0.84
Ping An Insurance	6,697,000	28,249	3.89
Silergy	1,570,000	11,429	1.57
Tencent	1,136,900	34,605	4.77
India - 14.44% (13.70%)			
HDFC Bank	2,087,296	30,505	4.20
HDFC Life Insurance Co Ltd	672,618	4,117	0.57
ICICI Bank ADR	625,275	11,439	1.58
ICICI Prudential Life Insurance	871,248	4,529	0.62
Infosys Ltd ADR	965,720	13,068	1.80
Jio Financial Services Ltd	3,325,108	7,208	0.99

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Reliance Industries Ltd	1,500,579	33,981	4.68
Indonesia - 2.45% (2.92%)			
Bank Rakyat Indonesia	69,038,653	17,765	2.45
Mexico - 5.86% (4.57%)			
Cemex ADR	2,460,141	12,103	1.67
FEMSA ADR	186,053	17,387	2.39
Grupo Financiero Banorte	1,962,693	13,083	1.80
Panama - 1.74% (1.75%)			
Copa Holdings S A	187,383	12,607	1.74
Peru - 1.13% (1.14%)			
Credicorp	79,896	8,232	1.13
Poland - 2.31% (2.35%)			
Allegro.eu	957,687	5,647	0.78
KGHM Polska Miedz	506,110	11,110	1.53
Russia - 0.00% (0.00%)			
Mmc Norilsk Nickel ¹	162,680	-	0.00
Sberbank Of Russia ¹	10,866,236	-	0.00
Singapore - 0.84% (1.41%)			
Sea Ltd ADR	176,411	6,062	0.84
South Africa - 1.43% (1.45%)			
Naspers	80,977	10,356	1.43
South Korea - 14.09% (13.67%)			
Coupang	365,594	5,119	0.70
Samsung Electronics	1,649,456	67,234	9.26
Samsung SDI Co Ltd	56,195	14,590	2.01

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
SK Hynix Inc	216,739	15,381	2.12
Taiwan - 9.92% (9.09%)			
TSMC	5,366,744	71,996	9.92
Portfolio of investments		717,403	98.82
Net other assets - 1.18% (1.50%)		8,584	1.18
Net assets		725,987	100.00

¹This stock was valued at nil at the period end amid the ongoing conflict in Ukraine. It has been valued at the Investment Adviser's valuation

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	725,987	718,531	957,965	1,063,665
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	444.25	460.07	472.05	601.40
B Accumulation	502.91	518.83	528.38	668.14
B Income	409.24	422.08	445.62	575.38
C Accumulation	569.89	585.78	592.29	743.59
C Income	413.63	425.02	448.77	580.23
G Accumulation	545.97	562.91	572.16	722.63
Number of shares in issue				
A Accumulation	41,824	187,002	611,689	174,441
B Accumulation	49,690,649	51,516,511	68,152,508	63,128,162
B Income	3,908,733	4,692,386	5,315,852	6,668,040
C Accumulation	80,699,747	73,503,213	87,369,441	71,882,204
C Income	1,000	1,000	1,000	1,000
G Accumulation	1,000	1,000	9,402,565	9,402,565
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	12.98	5.60	2.24
B Accumulation	n/a	18.47	10.92	6.99
B Income	n/a	15.58	9.41	6.08
C Accumulation	n/a	25.00	17.18	12.56
C Income	n/a	18.94	13.41	9.97
G Accumulation	n/a	21.03	12.62	8.34

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	500.7	511.7	619.4	684.6
B Accumulation	565.7	576.0	689.0	759.5
B Income	460.4	485.9	593.3	661.0
C Accumulation	639.9	649.2	767.7	844.0
C Income	464.5	492.0	599.1	669.9
G Accumulation	614.0	624.8	745.3	821.2
Lowest (financial period)				
A Accumulation	444.1	414.9	427.0	393.4
B Accumulation	502.7	466.1	477.5	433.8
B Income	409.1	393.2	411.2	377.5
C Accumulation	569.7	524.4	534.8	479.4
C Income	413.5	397.4	417.3	380.5
G Accumulation	545.8	505.4	517.0	468.6
Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.60 ⁴	1.56	1.51	1.52
B Accumulation	0.79	0.81	0.77	0.77
B Income	0.79	0.81	0.77	0.77
C Accumulation	0.06	0.09	0.05	0.05
C Income	0.06	0.09	0.05	0.05
G Accumulation	0.67	0.66 ³	0.65	0.65

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 30 April 2023 the ACD considered 0.69% to be a more indicative rate for the ongoing charges figure for Class G Shares.

⁴As at 31 October 2023 the ACD considered 1.53% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(33,961)		(117,581)
Revenue	11,768		27,356	
Expenses	(1,224)		(1,698)	
Net revenue before taxation	10,544		25,658	
Taxation	(528)		(399)	
Net revenue after taxation		10,016		25,259
Total return before distributions		(23,945)		(92,322)
Distributions		544		(3,312)
Change in net assets attributable to shareholders from investment activities		(23,401)		(95,634)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		718,531		957,965
Amounts receivable on issue of shares	116,780		61,703	
Amounts payable on cancellation of shares	(86,265)		(189,654)	
		30,515		(127,951)
Dilution adjustment		342		511
Change in net assets attributable to shareholders from investment activities		(23,401)		(95,634)
Closing net assets attributable to shareholders		725,987		734,891

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	717,403	707,788
Current assets:		
Debtors	24,672	8,550
Cash and bank balances	14,138	26,784
Total assets	756,213	743,122
Liabilities:		
Creditors:		
Bank overdrafts	(7,550)	(21,081)
Distributions payable	-	(731)
Other creditors	(22,676)	(2,779)
Total liabilities	(30,226)	(24,591)
Net assets attributable to shareholders	725,987	718,531

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford European Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford European Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Europe ex UK Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of European companies of any size and in any sector. European companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Europe (including Turkey and excluding the UK). The Fund may also invest in other transferable securities of European companies and money market instruments. The Fund will be actively managed and will be concentrated.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Adoption of Net Zero Asset Managers initiative

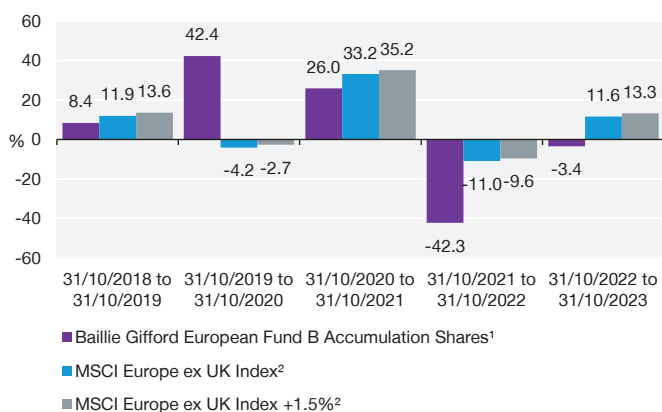
Baillie Gifford & Co, the Fund's Investment Manager, has joined the Net Zero Asset Managers initiative (NZAMi), as part of the Investment Manager's commitment to support the goal of net zero greenhouse gas emissions by 2050, in line with global efforts to limit warming to 1.5°C.

This commitment includes supporting investing aligned with net zero emissions by 2050 or sooner, and the Fund will now be managed in line with and counted towards the Investment Manager's net zero commitment.

As a long-term investor, the Investment Manager's investment process already takes account of the long-term prospects (including long-term sustainability) of an investment. Consideration of climate-related factors and the impact of these on a company's competitive positioning form an integral part of this process. Accordingly, the adoption of NZAMi-aligned targets by the Fund is consistent with the current approach and as such there will be no immediate consequential changes to the current portfolio of the Fund.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.55%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Europe ex UK Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -16.8%¹ compared to the Index of -6.6%² and the target return of -5.8%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 1.6%¹ compared to the return on the Index of 7.2%² and the target return of 8.9%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market environment

European equity market performance has been dominated by the narratives surrounding macroeconomic matters for quite some time. There was cautious optimism in the early part of the reporting period with many predicting that interest rate hikes would come to an end and rate cuts might be on the horizon in the not-too-distant future. This changed sharply in the summer months with the 'higher for longer' narrative setting in, leading to higher levels of volatility. This is a challenging environment for bottom-up growth investors from a performance perspective. However, it also presents opportunities, something we have been determined to lean in to.

Performance

The Fund significantly underperformed its benchmark Index over the period.

Two of the Fund's largest detractors were the Dutch payments processor Adyen and the Hungarian airline, Wizz Air.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Adyen's first half results highlighted increasing competitive pressure and a slowdown in growth in its North America business, along with a declining profit margin due to a period of hiring additional staff to support its growth. While the slowdown in the US is concerning, we do think the market's reaction is overdone. Adyen still only processes a tiny fraction of global payments volumes, an enormous market even when you exclude the US. Its service is important to its large enterprise customers, making it cheaper, easier and safer for them to accept payments across the world. The growth runway is long, and we would expect its profit margins to recover over time, as the company has guided.

In the case of Wizz Air, an issue with contaminants in the engines supplied by Pratt & Whitney to Airbus, whose planes Wizz Air use, is weighing on capacity growth as part of the fleet is withdrawn for inspection. We view this as a temporary issue and the stock looks increasingly cheap, in our opinion.

Contributors to performance included Norwegian online classifieds and media business Schibsted and the Swedish audio streaming service, Spotify.

Schibsted has a large stake in fellow online classifieds company Adevinta. Over the period it was confirmed that the company had received an indicative offer to take the company private by private equity firms. This sent the share price higher. We have been engaging with the company to understand how minority shareholders might be treated in such a deal and in what price range a deal might be struck.

Spotify has been revalued significantly higher by investors. The rapid re-appraisal of the stock gives the company credit for the cost discipline it has injected in the past year, something which hasn't come at the cost of growth. It now has a user base of 551 million people, and its product is set to get even better with the incorporation of greater AI tools and functionality.

LVMH, the private equity investment firm EQT and the laboratory testing business Eurofins. Companies we exited included heat pump manufacturer Nibe and video games company Embracer.

Baillie Gifford & Co, 24 November 2023

Notable transactions

Overall turnover remains in the expected range of between 10 and 20 percent. Over the period we took new positions in companies such as the luxury conglomerate

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
Prosus N.V.	6.09
Topicus.Com Inc	4.94
Ryanair	4.92
ASML	4.09
Schibsted B	4.05
Atlas Copco B	4.03
Allegro.eu	3.54
Kingspan Group	3.53
Avanza Bank Holding	3.42
Richemont	3.18

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
LVMH	7,816	Richemont	17,986
EQT	6,918	Prosus N.V.	14,608
Soitec	6,918	Hexpol AB	12,694
Moncler	6,422	Topicus.Com Inc	12,042
Crispr Therapeutics AG	2,178	Ryanair	11,236
Hypoport	2,052	Nibe Industrier AB 'B' Shares	10,408
Sartorius Stedim Biotech	1,034	ASML	9,650
Reply Spa	846	Atlas Copco B	9,063
Vostok New Ventures	801	Kering	8,922
Prosus N.V.	681	Allegro.eu	8,741

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Denmark - 3.68% (3.69%)			
DSV	93,522	11,493	2.88
Royal Unibrew A/S	53,374	3,183	0.80
France - 13.08% (10.59%)			
Collectis	453,683	355	0.09
Dassault Systemes	287,858	9,731	2.44
Kering	38,021	12,686	3.18
LVMH	10,550	6,198	1.55
Nexans	195,441	11,355	2.85
Sartorius Stedim Biotech	46,714	7,180	1.80
Soitec	38,205	4,664	1.17
Germany - 9.80% (10.96%)			
adidas	40,622	5,910	1.48
Auto1 Group SE	1,043,953	5,029	1.26
Delivery Hero AG	268,419	5,588	1.40
Evotec	321,906	4,577	1.15
HelloFresh SE Ordinary	230,833	4,132	1.04
Hypoport	57,864	5,791	1.45
Zalando SE	419,491	8,042	2.02
Ireland - 8.45% (7.18%)			
Kingspan Group	254,936	14,079	3.53
Ryanair	1,588,494	19,613	4.92
Italy - 2.97% (1.80%)			
Moncler	89,638	3,802	0.95
Reply Spa	108,358	8,042	2.02
Luxembourg - 0.76% (0.84%)			
Eurofins	73,503	3,053	0.76
Netherlands - 22.81% (21.92%)			
Adyen N.V.	12,168	6,717	1.68

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
ASML	33,113	16,305	4.09
EXOR	162,689	11,470	2.88
IMCD Group N.V.	126,328	12,467	3.13
Prosus N.V.	1,055,439	24,293	6.09
Topicus.Com Inc	379,625	19,719	4.94
Norway - 7.29% (6.06%)			
Adevinta	1,424,860	10,264	2.57
AutoStore Hdgs	2,969,196	2,676	0.67
Schibsted B	1,058,341	16,129	4.05
Poland - 3.54% (3.17%)			
Allegro.eu	2,395,533	14,125	3.54
Sweden - 18.54% (21.26%)			
Atlas Copco B	1,739,900	16,048	4.03
Avanza Bank Holding	984,717	13,640	3.42
Beijer Ref	763,222	5,950	1.49
Epiroc B	485,149	5,536	1.39
EQT	437,241	6,531	1.64
Hemnet Group AB	354,529	5,073	1.27
Kinnevik	925,092	6,469	1.62
Spotify Technology SA	91,611	12,440	3.12
Vostok New Ventures	2,126,666	2,242	0.56
Switzerland - 7.61% (10.42%)			
Crispr Therapeutics AG	88,600	2,842	0.71
Mettler-Toledo	11,133	9,029	2.27
Richemont	131,114	12,692	3.18
Wizz Air Holdings Plc	372,904	5,767	1.45
Portfolio of investments		392,927	98.53
Net other assets - 1.47% (2.11%)		5,855	1.47
Net assets		398,782	100.00

Portfolio Statement as at 31 October 2023 cont.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.
Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	398,782	740,733	1,829,129	2,631,557
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	1,854.00	2,251.98	2,284.87	3,166.75
B Accumulation	2,217.62	2,682.00	2,698.18	3,707.94
B Income	1,714.61	2,073.70	2,093.79	2,882.76
C Accumulation	2,540.73	3,064.17	3,065.76	4,190.00
Number of shares in issue				
A Accumulation	170,619	272,860	546,778	641,115
B Accumulation	13,599,353	22,898,797	59,279,681	64,640,907
B Income	4,197,172	4,312,835	5,837,465	3,601,474
C Accumulation	868,686	1,011,893	3,096,834	2,639,346
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	0.00	0.00	0.00
B Accumulation	n/a	9.80	5.05	0.00
B Income	n/a	7.59	3.91	0.00
C Accumulation	n/a	27.17	28.30	19.52
Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	2,309	2,486	3,615	3,239
B Accumulation	2,751	2,955	4,245	3,792
B Income	2,127	2,293	3,301	2,948
C Accumulation	3,144	3,372	4,807	4,284
Lowest (financial period)				
A Accumulation	1,831	1,814	2,143	1,981
B Accumulation	2,189	2,150	2,527	2,301
B Income	1,693	1,668	1,965	1,789
C Accumulation	2,508	2,449	2,869	2,586

Fund Information cont.

Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.47 ³	1.44	1.43	1.42
B Accumulation	0.59	0.59	0.58	0.58
B Income	0.59	0.59	0.58	0.58
C Accumulation	0.03	0.03	0.03	0.03

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.43% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(96,978)		(249,669)
Revenue	3,233		11,245	
Expenses	(1,661)		(3,378)	
Net revenue before taxation	1,572		7,867	
Taxation	(748)		(1,059)	
Net revenue after taxation		824		6,808
Total return before distributions		(96,154)		(242,861)
Distributions		(266)		(3,038)
Change in net assets attributable to shareholders from investment activities		(96,420)		(245,899)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		740,733		1,829,129
Amounts receivable on issue of shares	43,821		51,590	
Amounts payable on cancellation of shares	(289,753)		(863,606)	
		(245,932)		(812,016)
Dilution adjustment		401		1,850
Change in net assets attributable to shareholders from investment activities		(96,420)		(245,899)
Closing net assets attributable to shareholders		398,782		773,064

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	392,927	725,070
Current assets:		
Debtors	1,140	3,242
Cash and bank balances	6,858	17,973
Total assets	400,925	746,285
Liabilities:		
Creditors:		
Bank overdrafts	(109)	-
Distributions payable	-	(327)
Other creditors	(2,034)	(5,225)
Total liabilities	(2,143)	(5,552)
Net assets attributable to shareholders	398,782	740,733

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Global Discovery Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Global Discovery Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the S&P Global Small Cap Index, as stated in sterling, by at least 2% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of companies in any country and in any sector which typically at the time of initial purchase have a market capitalisation of US\$10 billion or less. The Fund may also invest in other transferable securities of companies anywhere in the world and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

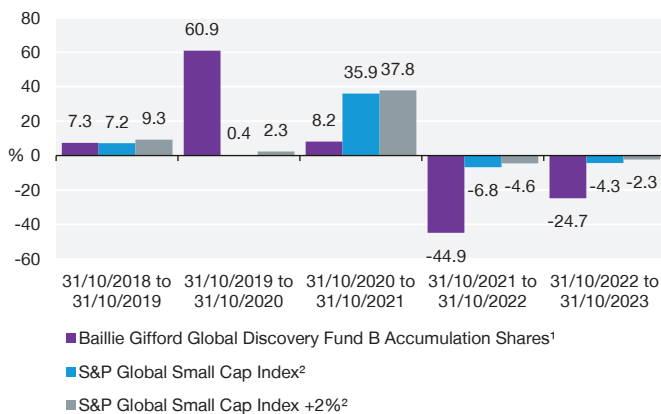
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.75%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the S&P Global Small Cap Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -19.5%¹ compared to the Index of -2.9%² and the target return of -1.8%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was -5.0%¹ compared to the return on the Index of 5.5%² and the target return of 7.5%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market environment

There has been little change to the volatile investment environment in which we all find ourselves. Markets remain fixated on near-term certainty over longer-term relevance as our growth investing style remains out of favour. There are signs of green shoots though, with inflation and interest rates seemingly peaking and supply chains normalising. However, smaller and less mature companies have faced some of the most punishing market conditions in recent memory and are currently at their most undervalued compared to large caps in over a decade. We ultimately view the current market instability as an opportunity for the Fund.

Performance

Over the period, Novocure and Staar Surgical were among the top detractors.

Novocure, the Israeli manufacturer of wearable treatment devices for solid-state cancers, experienced two setbacks earlier this year. In June, a readout from its clinical trial in lung cancer precipitated a sharp sell-off as

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and S&P, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

investors viewed the data as insufficient to outline the commercial viability or inconclusive about the treatment's effectiveness. Despite the trial's design flaws, we focussed on the marked improvement in patient outcomes when Novocure's tumour treating fields (TTFs) were combined with checkpoint inhibitors. More recently, the company has revealed that its other trial exploring TTF alongside chemotherapy failed to yield any meaningful benefit in late-stage ovarian cancer patients. We had hoped that the signals seen in earlier trials would translate to a benefit in this hard-to-treat patient group. Following these results, we have engaged with the company. We acknowledge this as a setback but believe there is enough promise in combining TTFs with checkpoint inhibitors, a growing field in cancer treatment, for us to remain holders; indeed, we added to the holding.

Staar Surgical, the US manufacturer of refractive eyesight correction lenses, has seen significant global growth, notably in China, Japan, and South Korea. So far, they have sold 2.5 million implants and expect to sell an additional 3 million over the next three years. In the US, it has faced challenges with the adoption of its lenses due to limited surgery suite access and lack of control over the patient experience. To increase adoption rates, Staar is enhancing surgeon training programs and sees potential in moving towards office-based surgeries as opposed to ambulatory surgical centres as the former can be more affordable. Through these strategies, Staar aims to deliver a long-term growth rate of c.20% and maintain its position as a leading provider of its EVO (Evolutionary Vision Optimization) lenses.

Elsewhere, among the largest contributors to performance over the six months were Exact Sciences and AeroVironment.

Exact Sciences, known for its colorectal cancer detection product Cologuard, has seen revenue growth of approximately 33% year-over-year and is expected to turn free cash flow positive this year. Its shares have responded positively to these developments. Despite potential growth from developing products in multi-cancer detection and molecular residual disease, the company's slower than desired progress in

commercialising these areas and cautious outlook combined with the recent strong run in the share price have led us to reduce the holding.

AeroVironment, the manufacturer of unmanned aircraft systems, has recently experienced very strong growth. During the quarter ended in July, revenues were up 40% year-over-year and it had a record \$268m order booking across its surveillance and tactical munition drones (both of which have become workhorses during the Ukraine conflict). It has also raised guidance for fiscal year 2024 and its recently announced acquisition of privately-held Tomahawk Robotics, will enable them a multi-domain control of a wide variety of unmanned solutions from one user interface. With ongoing interest from multiple allied forces, restocking of dwindled US stockpiles, and new variants in development, AeroVironment's outlook for the coming couple of years looks strong.

Notable transactions.

Over the six months, we took an initial position in MP Materials, the North American rare earth miner. We added to Schrodinger and Oxford Nanopore Technologies and reduced your holdings in Exact Sciences and Zillow. We sold out entirely of your holding in Tabula Rasa, as a result of an agreed takeover by private equity group Nautic Partners.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
Alnylam Pharmaceuticals	7.50
Staar Surgical	5.04
MarketAxess Holdings	3.77
Ocado	3.52
Zillow Group Inc Class C	3.50
Appian Corp	3.47
Oxford Nanopore Technologies PLC	3.33
Aerovironment	3.14
Axon Enterprise Inc	3.10
Exact Sciences	2.96

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Schrodinger	3,814	Exact Sciences	20,106
MP Materials	3,432	Alnylam Pharmaceuticals	12,623
Novocure Ltd	3,337	Axon Enterprise Inc	12,479
Oxford Nanopore Technologies PLC	2,586	Zillow Group Inc Class C	11,281
Beam Therapeutics	2,480	Tabula Rasa HealthCare Inc	4,560
Doximity Inc	2,415	Genmab	4,116
Kingdee Int'l Software Group	2,335	Ocado	4,076
New Horizon Health Limited	2,185	MercadoLibre	3,858
Nanobiotix ADR	1,984	Ambarella	3,829
QuantumScape Corp	467	Everbridge Inc	3,482

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Australia - 0.11% (0.07%)			
Catapult Group Intl.	1,393,777	654	0.11
Brazil - 1.81% (1.58%)			
dLocal	553,728	7,694	1.33
MercadoLibre	2,750	2,812	0.48
Canada - 0.55% (0.63%)			
Abcellera Biologics Inc	953,732	3,215	0.55
China - 6.20% (5.08%)			
Agora Inc ADR	489,288	1,186	0.20
Angelalign Technology Inc	13,600	77	0.01
China Lumena New Mats. ¹	102,450	-	0.00
Hua Medicine	25,001,500	4,134	0.71
HUYA ADR	1,144,570	2,933	0.51
Kingdee Int'l Software Group	12,296,000	13,417	2.31
New Horizon Health Limited	1,590,500	3,176	0.55
Zai Lab HK Line	5,319,530	11,104	1.91
Denmark - 1.43% (1.99%)			
Genmab	35,812	8,332	1.43
France - 1.04% (0.28%)			
Collectis	421,173	330	0.06
Collectis ADR	148,884	118	0.02
Nanobiotix ADR	1,109,717	5,615	0.96
Israel - 3.02% (2.82%)			
CyberArk Software Ltd	17,543	2,365	0.40
Fiverr Intl	228,712	3,992	0.69
JFrog Ltd	604,939	11,197	1.93
Italy - 0.30% (0.32%)			

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Cosmo Pharmaceuticals	54,713	1,712	0.30
Japan - 2.34% (2.64%)			
BASE	1,086,000	1,454	0.25
freee K.K.	265,400	3,596	0.62
Infomart Corp	1,262,000	2,452	0.42
M3	155,600	1,959	0.34
MonotaRO Co	170,300	1,113	0.19
Peptidream	508,000	3,014	0.52
New Zealand - 0.58% (0.70%)			
Xero Ltd	60,110	3,344	0.58
Switzerland - 0.39% (0.46%)			
Sensirion Holding AG	37,194	2,290	0.39
UK - 14.51% (13.06%)			
4D Pharma ¹	1,337,267	-	0.00
Adaptimmune Therapeutics	6,056,564	2,699	0.47
Avacta	3,897,448	5,262	0.91
C4x Discovery Holdings	10,017,026	1,402	0.24
C4x Discovery Warrants	4,327,136	-	0.00
Ceres Power	2,006,011	3,972	0.68
Genus	268,354	5,732	0.99
Ilika	3,605,400	1,082	0.19
IP Group	8,313,892	3,637	0.63
ITM Power	4,711,045	3,040	0.52
Nucana Plc ADR	2,420,041	917	0.16
Ocado	4,398,740	20,454	3.52
Oxford Nanopore Technologies PLC	9,512,610	19,368	3.33
PureTech Health	6,478,329	9,821	1.69
Renishaw	95,082	2,923	0.50
Rightmove	382,705	1,810	0.31
Victrex	158,050	2,176	0.37

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
United States - 67.05% (70.34%)			
Aerovironment	193,301	18,264	3.14
Akili Inc	1,216,300	357	0.06
Alnylam Pharmaceuticals	348,462	43,540	7.50
Ambarella	221,227	8,200	1.41
American Superconductor Corp	723,370	3,732	0.64
Appian Corp	619,077	20,132	3.47
Axon Enterprise Inc	106,875	18,010	3.10
Beam Therapeutics	226,045	3,938	0.68
Blackline	155,241	6,278	1.08
Cardlytics Inc	393,924	4,019	0.69
Chegg	1,129,237	6,998	1.21
Codexis	679,983	925	0.16
Digimarc	262,445	5,610	0.97
Doximity Inc	345,257	5,810	1.00
EverQuote Inc	590,967	4,164	0.72
Exact Sciences	339,134	17,213	2.96
Expensify Inc	697,160	1,528	0.26
Hashicorp Inc	390,177	6,325	1.09
IPG Photonics Corp	120,747	8,533	1.47
LivePerson Inc	294,091	640	0.11
Liveramp Holdings Inc	615,401	14,023	2.41
MarketAxess Holdings	124,324	21,901	3.77
MP Materials	214,300	2,894	0.50
Novocure Ltd	659,035	7,223	1.24
Pacira BioSciences	349,391	8,134	1.40
Progyny	369,611	9,397	1.62
Quanterix Corp	391,135	6,998	1.20
QuantumScape Corp	838,503	3,607	0.62
Schrodinger	727,355	13,001	2.24
ShockWave Medical Inc	22,715	3,861	0.67
Sprout Social	321,078	11,439	1.97
Staar Surgical	850,109	29,298	5.04
Stratasys	226,300	1,895	0.33
Sutro Biopharma	1,042,428	2,362	0.41

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Tandem Diabetes Care	103,043	1,466	0.25
Teladoc	610,496	8,326	1.43
TransMedics Group	100,301	3,094	0.53
Trupanion	169,700	2,877	0.50
Twist Bioscience Corp	292,900	3,802	0.65
Upwork Inc	1,593,888	13,726	2.36
Veeco Instruments	196,954	3,886	0.67
Zillow Group Inc Class C	681,319	20,348	3.50
Zuora Inc Class A	1,922,224	11,722	2.02
Portfolio of investments		577,076	99.33
Net other assets - 0.67% (0.03%)		3,866	0.67
Net assets		580,942	100.00

¹This stock was delisted at the period end and has been valued at the Investment Adviser's valuation.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	580,942	812,816	1,080,372	2,289,054
Synthetic Risk and Reward Indicator¹	7	7	7	6
Net asset value per share (pence)				
A Accumulation	930.97	1,153.84	1,370.76	2,450.04
B Accumulation	1,096.50	1,353.80	1,596.32	2,831.86
B Income	946.20	1,168.22	1,377.50	2,443.68
C Accumulation	1,289.32	1,585.79	1,855.91	3,267.77
C Income	1,007.62	1,239.26	1,451.44	2,557.16
Number of shares in issue				
A Accumulation	524,098	590,507	1,582,367	2,273,536
B Accumulation	47,571,317	53,194,031	58,476,912	69,930,920
B Income	5,688,415	7,284,633	9,024,515	10,289,345
C Accumulation	47,920	47,920	47,920	47,920
C Income	50	50	50	50
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	0.00	0.00	0.00
B Accumulation	n/a	0.00	0.00	0.00
B Income	n/a	0.00	0.00	0.00
C Accumulation	n/a	1.26	1.04	3.09
C Income	n/a	1.06	0.88	2.36

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	1,248	1,536	2,535	2,953
B Accumulation	1,467	1,793	2,934	3,408
B Income	1,266	1,547	2,532	2,940
C Accumulation	1,722	2,089	3,390	3,926
C Income	1,346	1,634	2,653	3,075
Lowest (financial period)				
A Accumulation	924.2	1,145	1,389	1,509
B Accumulation	1,089	1,335	1,616	1,731
B Income	939.4	1,152	1,394	1,494
C Accumulation	1,280	1,554	1,877	1,983
C Income	1,000	1,215	1,469	1,553
Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.59 ³	1.54	1.53	1.51
B Accumulation	0.82	0.78	0.78	0.77
B Income	0.83	0.78	0.78	0.77
C Accumulation	0.06	0.03	0.03	0.02
C Income	0.05	0.03	0.03	0.02

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.55% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(136,530)		(93,326)
Revenue	372		488	
Expenses	(3,084)		(4,096)	
Net expense before taxation	(2,712)		(3,608)	
Taxation	(46)		(48)	
Net expense after taxation		(2,758)		(3,656)
Total return before distributions		(139,288)		(96,982)
Distributions		178		118
Change in net assets attributable to shareholders from investment activities		(139,110)		(96,864)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		812,816		1,080,372
Amounts receivable on issue of shares	3,026		19,277	
Amounts payable on cancellation of shares	(95,977)		(81,705)	
		(92,951)		(62,428)
Dilution adjustment		187		153
Change in net assets attributable to shareholders from investment activities		(139,110)		(96,864)
Closing net assets attributable to shareholders		580,942		921,233

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	577,076	812,594
Current assets:		
Debtors	3,393	8,021
Cash and bank balances	5,072	7,097
Total assets	585,541	827,712
Liabilities:		
Creditors:		
Bank overdrafts	(2,148)	(5,728)
Other creditors	(2,451)	(9,168)
Total liabilities	(4,599)	(14,896)
Net assets attributable to shareholders	580,942	812,816

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Japanese Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Japanese Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the TOPIX, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of Japanese companies of any size and in any sector. Japanese companies are companies which are listed, incorporated, domiciled or conduct a significant portion of their business in Japan. The Fund may also invest in other transferable securities of Japanese companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

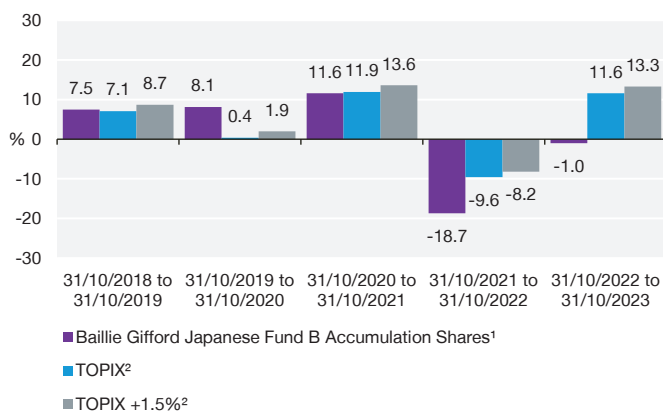
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.60%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the TOPIX (the ‘Index’) by at least 1.5% per annum (the ‘target return’) over rolling five-year periods. For the six months to 31 October 2023 the return on B Accumulation Shares was -8.5%¹ compared to the Index of 3.2%² and the target return of 3.9%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 0.9%¹ compared to the return on the Index of 4.0%² and the target return of 5.5%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market environment

During the past six months we have seen an acceleration in the same trends that have dominated year-to-date. These include rising prices and prospects of a tighter monetary policy within Japan (causing a rally in the price of megabanks, which are assumed to benefit from higher net interest income); a weak currency – the yen has been the worst performing currency year-to-date – buoying exporters (especially autos, the largest group constituent of the index); and policy initiatives led by the Tokyo Stock Exchange, whereby the exchange has encouraged companies that trade below book value to shape up or ship out (with the threat of expulsion from the Prime index). The country’s revival from the Covid-19 pandemic has also created a cyclical bounce back in previously flagging areas of the economy.

These factors have concentrated market returns within specific areas and names where we see little long-term upside.

Against this backdrop, the portfolio has underperformed its benchmark. The recent fall has been sharp enough to drag down the Fund’s relative returns over longer periods too. We recognise how difficult this

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and TOPIX, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

is for holders of the Fund. But looking at the opportunity set through a five-year lens presents a very different perspective. In our view, there are some distinctly average businesses being bid up, concealing the attractions of some genuinely great businesses.

Performance

The internet, as a theme, was prevalent among our biggest detractors. CyberAgent and GMO Internet were noteworthy examples. CyberAgent, a company that operates within online advertising, mobile gaming and media has seen its share price suffer due to a decrease in profitability following the phenomenal success of Uma Musume Pretty Derby, a hit game that was released in February 2021. The game generated some of the highest revenues ever seen in the Japanese mobile game market and is now naturally declining following its initial success. CyberAgent has also been investing heavily in AI for use in its advertising business, which has eaten into near-term profitability. CyberAgent began embracing AI in 2016, they released the country's first open proprietary LLM (large language model) optimized for the Japanese language, and now have a set of tools that help the company make ads that are far more effective. We believe this investment will allow them to seize on what is an expanding opportunity long term. GMO Internet is one of Japan's leading internet companies, with a particular emphasis on internet infrastructure. It is the number one provider of domain name registrations and hosting services and has a strong position in hosting ecommerce websites and processing transactions. In addition, it provides a variety of services, including security, search engine optimisation, and online brokerage. Some of these segments produce volatile earnings which can put investors off in times such as these. However, sales generated from the company's core business, internet infrastructure, remain robust and reflect the growing tax this company effectively takes on the growth of ecommerce within Japan.

Financials provided the biggest boost to performance during the six months. SBI Holdings, Japan's leading online brokerage, Sumitomo Mitsui Trust Holdings a leading trust bank with a growing proportion of revenue

stemming from fee-based services, MS&AD Insurance and the Bank of Kyoto were all strong contributors to performance. Another noteworthy performer was Japan Exchange Group, which has benefited from the increase in cash equity trading of Japanese stocks.

Notable transactions

During the six months, there were four new purchases: Nihon M&A, MonotaRo, M3 and Olympus.

Nihon M&A - Japan's leading boutique M&A advisory business – is turning the threat of demographics into an opportunity by addressing the succession issue facing Japan's ageing business owners. MonotaRo is arguably 'the Amazon' of industrial consumables within Japan, selling a wide range of MRO (maintenance, repair and operation) products to small businesses. The company operates within a highly fragmented industry, populated and congested with middlemen and sub-scale operators with physical stores, therefore as the leading online player, MonotaRo is a key beneficiary of the offline to online shift. M3 is an internet healthcare platform that circa 50% of physicians, globally, use. Their core business is in disintermediating the advertisement of pharmaceuticals within Japan, very little of which is done online, presenting M3 with an enormous opportunity to grow. Finally, we took a position in Olympus, a world leader in the manufacture of endoscopes for gastrointestinal and other surgical procedures. Endoscopy continues to expand by developing new markets, both geographical and procedural, meaning that there remains a sizeable opportunity for future growth and profit margin expansion.

These positions were funded from the complete sale of three companies, Toyota Tsusho and Mitsui, two trading companies that have benefited from high commodity prices; and Makita a manufacturer of power tools that was adversely impacted by the supply issues and inventory build-up because of the pandemic.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
SoftBank Group	5.48
Sumitomo Mitsui Trust	4.88
SBI Holdings	4.18
Rakuten	3.65
MS&AD Insurance	3.51
GMO Internet	3.26
Nintendo	3.24
Sony	3.17
Bridgestone	3.07
Kubota	2.80

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Rakuten	28,539	Mitsui	54,159
M3	21,185	Denso	40,503
Olympus	18,257	SoftBank Group	37,548
MonotaRO Co	7,942	Mitsubishi Corp	33,226
Systemx Corp	7,668	Sumitomo Mitsui Trust	32,130
CyberAgent Inc	6,037	SBI Holdings	26,116
freee K.K.	5,741	Toyota Tsusho Corp	25,859
Pigeon	4,530	MS&AD Insurance	23,413
Nihon M&A	3,915	FANUC	22,767
Nidec	3,570	Bridgestone	22,714

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Commerce - 4.35% (8.19%)			
Misumi	2,722,200	33,470	1.90
Mitsubishi Corp	664,400	25,145	1.43
Sugi Holdings	543,600	18,011	1.02
Finance & Insurance - 16.74% (14.23%)			
Japan Exchange Group	2,783,000	44,894	2.55
Kyoto Financial Group Inc	618,000	28,618	1.62
MS&AD Insurance	2,070,100	61,876	3.51
SBI Holdings	4,193,736	73,642	4.18
Sumitomo Mitsui Trust	2,814,700	85,925	4.88
Health Care - 0.90% (0.00%)			
M3	1,261,100	15,879	0.90
Industrials - 1.21% (0.82%)			
MonotaRO Co	1,749,500	11,429	0.65
Nihon M&A	2,659,600	9,921	0.56
Manufacturing - 48.58% (51.10%)			
Asahi Group Holdings	557,200	16,482	0.93
Bridgestone	1,756,000	54,150	3.07
Calbee Inc	2,127,100	33,625	1.91
Denso	2,696,800	32,277	1.83
DMG Mori	2,363,400	31,759	1.80
FANUC	2,470,300	49,105	2.79
Kao	1,331,700	39,812	2.26
Keyence	127,400	40,313	2.29
Kubota	4,501,200	49,330	2.80
Kyocera	767,400	30,793	1.75
Murata	1,778,300	23,974	1.36
Nidec	591,800	17,457	0.99
Nintendo	1,688,300	57,152	3.24
Nippon Electric Glass	988,000	16,166	0.92
Olympus	1,727,600	18,792	1.07

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Peptidream	806,000	4,783	0.27
Pigeon	1,779,400	15,497	0.88
Pola Orbis Holdings Inc	3,269,700	26,938	1.53
Rohm	2,247,800	29,184	1.66
Shiseido	1,567,000	40,605	2.30
SMC	77,600	29,001	1.64
Sony	825,400	55,806	3.17
Sumitomo Metal Mining Co Ltd	1,554,500	35,663	2.02
Sysmex Corp	584,800	22,763	1.29
Topcon Corp	1,924,600	14,259	0.81
Tsumura	1,277,000	18,741	1.06
Unicharm	1,257,600	35,045	1.99
Wacom Co Ltd	5,984,000	16,835	0.95
Real Estate - 3.18% (3.08%)			
Iida Group Holdings	835,700	10,591	0.60
Mitsubishi Estate	1,320,200	13,750	0.78
Park24 Co Ltd	1,008,600	9,281	0.53
Tokyo Tatemono	2,068,200	22,385	1.27
Services - 10.79% (10.09%)			
Bengo4.Com Inc	238,200	5,431	0.31
Cookpad	1,578,500	936	0.05
CyberAgent Inc	9,718,000	41,760	2.37
Infomart Corp	2,719,700	5,283	0.30
Kakaku.com	1,195,000	9,422	0.53
Mixi Inc	1,547,000	19,177	1.09
Outsourcing	1,452,800	8,751	0.50
Rakuten	21,255,000	64,400	3.65
Recruit Holdings	1,483,900	34,988	1.99
Transport And Communications - 13.46% (11.71%)			
BASE	2,649,700	3,547	0.20
Broadleaf	3,230,000	9,315	0.53
Colopl Inc	6,228,900	19,591	1.11

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Digital Garage	369,500	6,032	0.34
freee K.K.	839,700	11,378	0.65
GMO Internet	4,833,800	57,407	3.26
LY Corp	6,903,300	14,361	0.81
Mercari Inc	1,169,400	19,097	1.08
SoftBank Group	2,896,200	96,513	5.48
Portfolio of investments		1,748,513	99.21
Net other assets - 0.79% (0.78%)		14,001	0.79
Net assets		1,762,514	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.
 Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	1,762,514	2,611,688	3,106,039	3,588,388
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	1,370.21	1,500.97	1,511.22	1,756.59
B Accumulation	1,659.24	1,809.73	1,806.69	2,082.32
B Income	1,389.66	1,515.40	1,536.44	1,796.95
C Accumulation	1,915.34	2,082.67	2,066.77	2,367.86
C Income	1,401.97	1,524.04	1,545.06	1,808.54
W1 Accumulation	1,674.33	1,824.54	1,818.21	2,091.76
W1 Income	1,398.37	1,523.49	1,544.60	1,806.96
W3 Accumulation	1,670.05	1,820.03	1,813.93	2,087.05
W3 Income	1,390.26	1,514.78	1,535.78	1,796.60
W6 Accumulation	1,663.68	1,813.14	1,806.95	2,079.00
W6 Income	1,390.30	1,514.85	1,535.85	1,796.68
Number of shares in issue				
A Accumulation	388,256	513,238	835,807	1,619,701
B Accumulation	45,078,027	55,589,619	74,952,213	85,964,702
B Income	18,253,688	24,751,600	29,419,077	25,830,266
C Accumulation	12,432,979	12,912,658	13,857,648	12,236,305
C Income	100	100	100	100
W1 Accumulation	2,718,360	3,338,336	3,813,277	3,295,219
W1 Income	14,111,660	22,211,874	23,496,011	20,746,164
W3 Accumulation	3,104,475	3,924,900	4,200,864	4,501,101
W3 Income	5,252,177	12,107,154	11,823,959	10,687,869
W6 Accumulation	2,962,739	3,565,708	4,236,086	2,300,067
W6 Income	7,224,145	15,523,876	15,252,049	13,268,964

Fund Information cont.

Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	10.75	7.52	3.01
B Accumulation	n/a	28.15	26.24	19.97
B Income	n/a	23.94	22.64	17.40
C Accumulation	n/a	44.63	43.85	35.78
C Income	n/a	33.36	33.49	27.76
W1 Accumulation	n/a	31.61	30.13	23.50
W1 Income	n/a	26.86	26.03	20.54
W3 Accumulation	n/a	31.32	29.86	23.10
W3 Income	n/a	26.53	25.69	20.11
W6 Accumulation	n/a	31.31	29.76	23.16
W6 Income	n/a	26.61	25.72	20.25
Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	1,562	1,585	1,868	1,859
B Accumulation	1,885	1,909	2,221	2,199
B Income	1,579	1,624	1,917	1,916
C Accumulation	2,171	2,195	2,531	2,498
C Income	1,589	1,642	1,933	1,937
W1 Accumulation	1,901	1,924	2,233	2,209
W1 Income	1,588	1,635	1,929	1,930
W3 Accumulation	1,896	1,919	2,227	2,204
W3 Income	1,578	1,626	1,917	1,918
W6 Accumulation	1,889	1,912	2,219	2,195
W6 Income	1,578	1,626	1,918	1,918
Lowest (financial period)				
A Accumulation	1,373	1,365	1,486	1,317
B Accumulation	1,663	1,634	1,776	1,548
B Income	1,393	1,390	1,532	1,349
C Accumulation	1,919	1,871	2,031	1,750
C Income	1,405	1,399	1,551	1,357
W1 Accumulation	1,678	1,645	1,787	1,552
W1 Income	1,401	1,398	1,544	1,356
W3 Accumulation	1,673	1,641	1,783	1,549
W3 Income	1,393	1,390	1,535	1,348
W6 Accumulation	1,667	1,635	1,776	1,543
W6 Income	1,393	1,390	1,535	1,348

Fund Information cont.

Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.50 ³	1.47	1.47	1.46
B Accumulation	0.63	0.62	0.62	0.62
B Income	0.63	0.62	0.62	0.62
C Accumulation	0.02	0.02	0.02	0.02
C Income	0.02	0.02	0.02	0.02
W1 Accumulation	0.45	0.44	0.43	0.44
W1 Income	0.45	0.44	0.43	0.44
W3 Accumulation	0.47	0.45	0.45	0.46
W3 Income	0.47	0.45	0.45	0.46
W6 Accumulation	0.48	0.45	0.44	0.45
W6 Income	0.48	0.45	0.44	0.45

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.47% to be a more indicative rate for the ongoing charges figure for Class A Shares.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(177,811)		(197,259)
Revenue	16,939		34,648	
Expenses	(5,608)		(7,543)	
Net revenue before taxation	11,331		27,105	
Taxation	(1,694)		(3,479)	
Net revenue after taxation		9,637		23,626
Total return before distributions		(168,174)		(173,633)
Distributions		(560)		(596)
Change in net assets attributable to shareholders from investment activities		(168,734)		(174,229)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		2,611,688		3,106,039
Amounts receivable on issue of shares	29,695		79,101	
Amounts payable on cancellation of shares	(710,815)		(313,051)	
		(681,120)		(233,950)
Dilution adjustment		680		222
Change in net assets attributable to shareholders from investment activities		(168,734)		(174,229)
Closing net assets attributable to shareholders		1,762,514		2,698,082

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	1,748,513	2,591,239
Current assets:		
Debtors	18,734	47,631
Cash and bank balances	4,712	41,573
Total assets	1,771,959	2,680,443
Liabilities:		
Creditors:		
Bank overdrafts	(1,452)	(21,803)
Distributions payable	-	(19,235)
Other creditors	(7,993)	(27,717)
Total liabilities	(9,445)	(68,755)
Net assets attributable to shareholders	1,762,514	2,611,688

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Japanese Smaller Companies Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Japanese Smaller Companies Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Japan Small Cap Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of Japanese companies in any sector. Japanese companies are companies which are listed, incorporated, domiciled or conduct a significant portion of their business in Japan. The Fund will generally invest in smaller companies, being a company that has either a market capitalisation or turnover of less than ¥150 billion at the time of initial purchase. The Fund may also invest in other transferable securities of Japanese companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

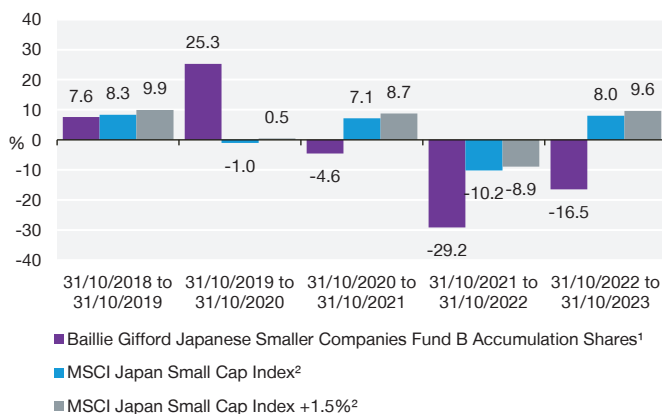
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.60%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Japan Small Cap Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023 the return on B Accumulation Shares was -16.3%¹ compared to the Index of 0.2%² and the target return of 0.9%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was -5.3%¹ compared to the return on the Index of 2.2%² and the target return of 3.7%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent short-term weakness.

Market environment

In Japan, small-cap growth stocks have remained starkly out of favour.

There are several purported reasons for this. Those most frequently cited include rising prices and prospects of a tighter monetary policy within Japan (causing a rally in the price of megabanks, which are assumed to benefit from higher net interest income); a weak currency buoying larger exporters (especially auto manufacturers); and policy initiatives led by the Tokyo Stock Exchange, whereby the exchange has encouraged companies that trade below book value to shape up or ship out (with the threat of expulsion from the Prime index). These trends have aided large caps over small caps, as is usually the case during a rally, as investors buy into the largest and most liquid reflections of Japan Inc.

Against this backdrop, the portfolio has underperformed its benchmark. The recent fall has been sharp enough to drag down the Fund's relative returns over longer periods too. We recognise how difficult this is for holders of the Fund. But looking at the opportunity set through a five-year lens presents a very different

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

perspective. In our view, there are some distinctly average businesses being bid up, concealing the attractions of some genuinely great businesses.

Performance

Some of the largest detractors to performance included GMO Payment Gateway, GMO Financial Gate (GMOFG) and MonotaRo.

GMO Payment Gateway is one of Japan's leading online payment processing companies. The company has grown its sales and profits rapidly over the past few years as it has benefited from the rising penetration of online payments which continues to grow, albeit from a very small base. Recent share price weakness can be attributed to the weakness in global payment processing major Adyen, which has sparked doubts over GMO Payment Gateway's own prospects. Rapid growth in the industry combined with GMO's dominant position provides us with confidence in the long-term opportunity. Subsidiary GMOFG was also weak during the period. GMOFG is a leading offline digital payments provider that operates in the cashless payments market. Along with offering automated offline payments solutions like transaction processing, terminal sales, etc., GMOFG has also partnered with VISA and Sumitomo Mitsui Financial Group (one of Japan's largest credit card issuers) to build an alternate offline payment network that is low-cost and much faster compared to traditional networks operated by other card companies. MonotaRo, an online wholesaler of maintenance, repair and operational products, saw its share price decline on concerns over slowing monthly sales. Recent earnings suggest otherwise, with a 22 per cent growth in operating profit. Although near-term growth could slow in response to the inherent cyclicality of its end markets, the long-term picture remains intact: MonotaRo operates within a highly fragmented industry, populated and congested with middlemen and sub-scale operators with physical stores, as the leading online player, MonotaRo is a key beneficiary of the offline to online shift.

Nakanishi, Toyo Tanso and Bengo4.com were strong contributors during the six-month period. Nakanishi manufactures dental equipment sought by dentists

globally. It continues to grow across all of its segments, especially in North America. Toyo Tanso has a leading market share producing high-performance speciality graphite products, primarily for the semiconductor market. AI-induced enthusiasm for semiconductor stocks in addition to strong earnings growth, has helped the shares rally. Bengo4.com an online legal directory and digital documentation service provider, is beginning to see the fruits of its investment within AI, which it has been fusing together with its large – and growing – proprietary legal database. Earnings for both segments have continued to expand as a result.

Notable transactions

In the past six months, we took new holdings in three companies: SWCC Showa, Appier Group and CellSource.

SWCC Showa is an electric wire/cable manufacturer. The company is shifting away from its traditional utility-related business towards becoming a component supplier. It has developed unique component connectors that are extremely lightweight and reduce the installation time by up to a third. Japan's aged electrical infrastructure and the country's ambitious renewable energy targets should provide a strong tailwind of demand for the company. Appier provides AI software that helps clients understand customer behaviour. These tools are helping firms become far more efficient and profitable, in addition, pricing is closely aligned with clients' success, driving greater adoption and profitability. Finally, CellSource is a company that focuses on regenerative medicine. It processes blood samples received from patients and extracts specific growth factors which it then converts into a powdered form using its patented technology. This is then injected into the same patient to stimulate growth. CellSource is the only large-scale provider of these services with a patented manufacturing process that strengthens its competitive advantage, and as such, we believe it is in a strong position to realise the attractive long-term growth opportunity available.

Investment Report cont.

These positions were funded from the sale of Broadleaf, a provider of packaged software for the car aftermarket, which has struggled to grow in recent years due to underwhelming demand, Poletowin Pitcrew, a games software debugging company that has failed to keep pace with broader industry growth and Brainpad, a big data consulting company which we have owned for almost a decade. Despite some initial success we are disappointed by its struggle to properly scale up. Diminishing alignment and differing priorities have reduced our conviction in the investment case.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
Cosmos Pharmaceutical	3.88
Nakanishi	3.23
Asahi Intecc Co Ltd	2.82
MatsukiyoCocokara & Co	2.47
Yonex	2.44
Descente Ltd	2.38
Nifco Inc	2.37
Toyo Tanso	2.35
GMO	3.39
Sho-Bond Holdings Ltd	2.34

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Appier Group Inc	2,876	MatsukiyoCocokara & Co	7,239
Istyle	2,295	Descente Ltd	4,944
Vector	2,190	Nakanishi	4,669
SWCC Showa Holdings Co	2,032	Toyo Tanso	3,404
CellSource Co Ltd	1,874	Raksul Inc	3,156
I-ne	1,848	Tsugami Corp	2,810
Infomart Corp	1,240	Yonex	2,655
ENECHANGE Ltd.	1,069	Snow Peak	2,649
Nittoku	1,046	Technopro Holdings	2,604
Kohoku Kogyo Co Ltd	1,020	Outsourcing	2,495

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 7.96% (6.36%)			
Akatsuki	104,500	1,183	0.50
Avex Inc	507,600	3,798	1.61
Bengo4.Com Inc	202,000	4,606	1.95
Freakout Holdings	158,700	665	0.28
GA technologies	578,700	3,543	1.50
Kamakura Shinsho	784,500	2,467	1.04
Vector	442,200	2,543	1.08
Consumer Discretionary - 15.36% (18.07%)			
Daikyonishikawa	573,800	2,342	0.99
Demae-Can	932,800	1,609	0.68
Descente Ltd	248,000	5,621	2.38
Istyle	563,300	1,324	0.56
LITALICO	442,600	4,860	2.06
Locondo	197,900	1,554	0.66
Nifco Inc	293,700	5,595	2.37
Open Door Inc	435,700	1,762	0.74
Seria Co Ltd	156,400	1,786	0.76
Shoei Co Ltd	301,000	3,264	1.38
Snow Peak	148,600	813	0.34
Yonex	653,000	5,774	2.44
Consumer Staples - 8.54% (8.09%)			
Cosmos Pharmaceutical	107,500	9,181	3.88
I-ne	220,482	3,375	1.43
Kitanotatsujin Corp	960,600	1,056	0.45
MatsukiyoCocokara & Co	406,180	5,831	2.47
Pigeon	84,200	733	0.31
Financials - 10.27% (10.17%)			
Anicom Holdings Inc	1,332,000	3,936	1.67
eGuarantee Inc	483,100	4,545	1.92
GMO Financial Gate Inc	122,000	5,550	2.35
GMO Payment Gateway	75,400	2,456	1.04

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Lifenet Insurance	879,300	4,584	1.94
Wealthnavi Inc	534,500	3,196	1.35
Health Care - 8.93% (7.66%)			
Asahi Intecc Co Ltd	487,800	6,666	2.82
CellSource Co Ltd	151,400	1,469	0.62
JEOL	131,700	3,017	1.28
M3	44,000	554	0.23
Nakanishi	425,200	7,624	3.23
Peptidream	299,600	1,778	0.75
Industrials - 27.47% (29.48%)			
Crowdworks	308,000	2,093	0.88
Harmonic Drive Systems	184,400	3,251	1.37
Infomart Corp	1,334,100	2,592	1.10
Kitz Corp	446,800	2,458	1.04
MonotaRO Co	287,100	1,876	0.79
Nabtesco	131,300	1,893	0.80
Nihon M&A	126,100	470	0.20
Nikkiso Co Ltd	488,600	2,544	1.08
Nittoku	314,100	3,760	1.59
Noritsu Koki	218,400	3,773	1.60
OSG Corp	535,900	4,987	2.11
Outsourcing	312,800	1,884	0.80
Raksul Inc	737,700	5,042	2.13
Shima Seiki Mfg.	238,300	1,978	0.84
Sho-Bond Holdings Ltd	171,400	5,521	2.34
SWCC Showa Holdings Co	187,600	2,122	0.90
Technopro Holdings	292,200	4,675	1.98
Toyo Tanso	203,000	5,567	2.35
Tsubaki Nakashima	388,500	1,550	0.66
Tsugami Corp	600,500	3,496	1.48
WDB Holdings	72,700	845	0.36
Weathernews Inc	79,300	2,542	1.07

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Information Technology - 14.78% (14.98%)			
Appier Group Inc	316,000	2,108	0.89
Cybozu Inc	237,900	2,418	1.02
ENECHANGE Ltd.	357,600	1,835	0.78
Horiba	53,000	2,179	0.92
IRISO Electronics Co Ltd	191,800	3,689	1.56
Kohoku Kogyo Co Ltd	94,700	2,458	1.04
Megachips Corp	242,600	5,096	2.16
Nippon Ceramic	147,700	2,096	0.89
Optex Co Ltd	505,000	4,622	1.95
oRo	137,100	1,534	0.65
SIIX Corp	495,800	3,764	1.59
SpiderPlus & Co	573,200	1,666	0.70
Torex Semiconductor	148,600	1,481	0.63
Materials - 4.10% (3.32%)			
KH Neochem	359,500	4,435	1.88
Kumiai Chemical	883,500	5,250	2.22
Real Estate - 2.00% (1.87%)			
Katitas	433,900	4,739	2.00
Portfolio of investments		234,949	99.41
Net other assets - 0.59% ((0.00%))		1,403	0.59
Net assets		236,352	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	236,352	352,839	520,226	1,061,770
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	2,823.36	3,385.36	3,324.50	5,003.61
B Accumulation	3,458.02	4,127.37	4,016.90	5,991.57
B Income	3,111.22	3,713.05	3,642.56	5,455.06
C Accumulation	3,938.20	4,686.15	4,533.53	6,721.81
C Income	3,142.56	3,738.69	3,668.07	5,505.17
Number of shares in issue				
A Accumulation	23,131	42,737	145,359	207,162
B Accumulation	3,342,521	4,205,503	7,560,551	11,739,054
B Income	1,922,807	2,755,010	3,448,683	4,022,590
C Accumulation	1,530,863	1,611,513	1,898,521	1,913,327
C Income	100	100	100	100
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	0.00	0.00	0.00
B Accumulation	n/a	32.95	16.09	12.25
B Income	n/a	29.86	14.62	11.18
C Accumulation	n/a	66.11	54.82	53.11
C Income	n/a	53.42	44.82	43.88

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Highest (financial period)				
A Accumulation	3,459	3,773	5,456	5,578
B Accumulation	4,219	4,571	6,555	6,655
B Income	3,796	4,145	5,968	6,071
C Accumulation	4,791	5,168	7,371	7,448
C Income	3,823	4,182	6,037	6,148
Lowest (financial period)				
A Accumulation	2,806	2,990	3,277	3,814
B Accumulation	3,436	3,617	3,959	4,527
B Income	3,091	3,280	3,605	4,130
C Accumulation	3,913	4,086	4,468	5,048
C Income	3,122	3,306	3,660	4,168
Ongoing Charges Figures	31.10.23 (%)	30.04.23 (%)	30.04.22 (%)	30.04.21 (%)
Ongoing Charges Figures²				
A Accumulation	1.57 ³	1.53	1.52	1.52
B Accumulation	0.64	0.62	0.62	0.62
B Income	0.64	0.62	0.62	0.62
C Accumulation	0.03	0.02	0.02	0.02
C Income	0.03	0.03	0.02	0.02

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.53% to be a more indicative rate for the ongoing charges figure for Class A Shares

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(51,596)		20,464
Revenue	2,126		3,299	
Expenses	(763)		(1,333)	
Net revenue before taxation	1,363		1,966	
Taxation	(213)		(330)	
Net revenue after taxation		1,150		1,636
Total return before distributions		(50,446)		22,100
Distributions		(105)		(57)
Change in net assets attributable to shareholders from investment activities		(50,551)		22,043

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		352,839		520,226
Amounts receivable on issue of shares	1,164		18,307	
Amounts payable on cancellation of shares	(67,175)		(75,739)	
		(66,011)		(57,432)
Dilution adjustment		75		109
Change in net assets attributable to shareholders from investment activities		(50,551)		22,043
Closing net assets attributable to shareholders		236,352		484,946

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023	30 April 2023
	£'000	£'000
Assets:		
Fixed assets:		
Investments	234,949	352,854
Current assets:		
Debtors	10,022	3,727
Cash and bank balances	1,122	4,262
Total assets	246,093	360,843
Liabilities:		
Creditors:		
Bank overdrafts	(309)	(2,171)
Distributions payable	-	(823)
Other creditors	(9,432)	(5,010)
Total liabilities	(9,741)	(8,004)
Net assets attributable to shareholders	236,352	352,839

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

Baillie Gifford™

Baillie Gifford Pacific Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Interim Report & Financial Statements (Unaudited)
for the six months ended 31 October 2023*



Baillie Gifford Pacific Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI AC Asia ex Japan Index, as stated in sterling, by at least 2% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% directly or indirectly in shares of companies of any size and in any sector in Asia (excluding Japan) and Australasia. The Fund will invest in companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Asia (excluding Japan) and Australasia. The indirect investment will be through collective investment schemes. The Fund may also invest in other transferable securities of companies in Asia (excluding Japan) and Australasia as well as money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

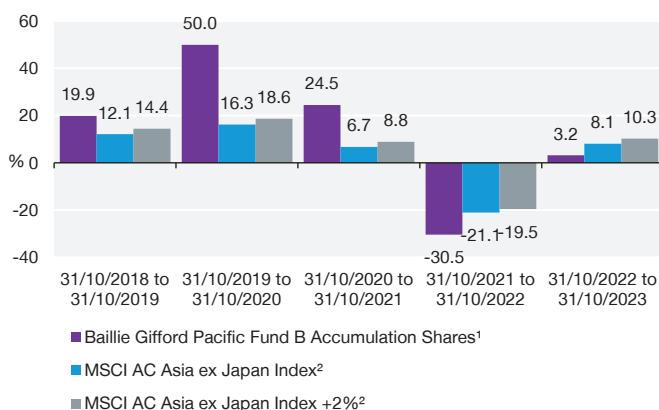
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.65%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI AC Asia ex Japan Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the six months to 31 October 2023, the return on B Accumulation Shares was -5.6%¹ compared to the Index of -2.7%² and the target return of -1.7%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 10.0%¹ compared to the return on the Index of 3.5%² and the target return of 5.6%².

Market environment

The three things that continued to be very influential in Asian markets over the last six months have been China's domestic policy, the Sino-American relationship and the trajectory of US interest rates. Whilst all three have evolved over this period, there still remains a lack of clarity of outcome.

However, there are key reasons for optimism about the region: the overall macroeconomic conditions in Asia, the microenvironment for our companies and the valuations we're being asked to pay. Developed markets have a real inflation problem which is not the case in emerging Asia. This is because we have seen stronger fiscal discipline over the last three years in Asia than in developed markets. Asian currencies, with the exception of the Chinese renminbi, have now outperformed developed markets since the start of Covid-19. Most Asian economies are expected to grow by at least double the rate of developed markets this year. We believe the overall environment is supportive.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 149. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

We do not draw conclusions from shorter-term performance and continue to focus on longer-term performance numbers.

That said, we would note that some of the near-term performance contributors have included Accton Technology and EO Technics. Both are niche suppliers in the semiconductor ecosystem, focusing on high-end switches used in data centres, and etching machines for wafer inspection respectively.

Performance detractors have included Merdeka Copper Gold and SEA Ltd. In the case of Merdeka, our investment case is supported by a strong long-term outlook for copper prices, despite shorter-term weakness. SEA is a gaming and eCommerce company in Southeast Asia. While it has delivered growth in-line with our expectations, the stock has been volatile in recent quarters as the market has been left uncertain by the company see-sawing between prioritising profitability and then switching focus back towards rapid growth.

Notable transactions

We have made relatively few changes to the Fund overall during the period and turnover remains low. This reflects the fact that we are broadly happy with the shape of the Fund and feel it is well positioned to perform well over the long run. We retain a balance of growth drivers, both structural and cyclical, and the resultant portfolio is one that displays strong growth characteristics.

We have become more cautious on the outlook for the nickel price and have been reducing exposure to direct nickel holdings, such as Nickel Mines (Indonesia) as we see the potential for HPAL (high pressure acid leaching technology) to significantly expand the supply of battery grade nickel.

We have taken a holding in SK Hynix. SK Hynix is one of the world's largest manufacturers of memory semiconductor chips, and one of only three - along with Samsung Electronics and Micron - capable of generating attractive returns throughout the cycle. We remain very enthused about the long-term prospects for the

semiconductor memory industry: demand remains underpinned by the ever-expanding desire to collect and store more data, while escalating capital intensity has underpinned the emergence of a favourable supply-side structure characterised by very high barriers to entry.

Baillie Gifford & Co, 24 November 2023

Principal Holdings as at 31 October 2023

Investment	Percentage of total Fund
Samsung Electronics	5.96
TSMC	4.93
CNOOC	4.52
Reliance Industries Ltd	4.04
Tata Group	3.64
Ping An	3.29
ICICI	2.87
Zijin Mining Group Co Ltd 'H'	2.59
Alibaba Group Holding	2.32
HDFC Bank	2.24

Material Portfolio Changes for the six months ended 31 October 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Samsung Electronics	83,841	Vedanta Ltd	29,411
SK Hynix Inc	43,050	Nickel Mines	23,387
CNOOC	34,245	Samsung SDI Co Ltd	22,756
Baidu.com Group Holding	27,105	LONGi Green Energy Technology 'A'	19,707
Jio Financial Services Ltd	17,137	Jiangxi Copper Co Ltd	16,603
Silergy	7,410	PT Vale Indonesia	16,297
TSMC	5,863	Zai Lab HK Line	10,271
Reliance Industries Ltd	5,476	Wuxi Lead Intelligent Equip. 'A'	7,805
Ping An Insurance	4,347	China Conch Venture Holdings Limited	6,060
Samsung SDI Co Ltd	3,604	China Conch Venture Environment Protection	1,193

Portfolio Statement as at 31 October 2023

Stock description	Holding	Market value £'000	% of total net assets
China - 32.50% (36.69%)			
Alibaba Group Holding	6,579,760	55,439	2.32
Baidu.com Group Holding	3,569,350	38,570	1.62
Brilliance China Automotive	11,842,000	4,465	0.19
China Oilfield Services Ltd 'H'	29,644,000	28,817	1.21
CNOOC	80,691,000	107,761	4.52
Dada Nexus Ltd ADR	2,450,505	7,755	0.33
Geely Automobile Holdings	14,307,000	13,366	0.56
Guangzhou Kingmed 'A'	1,717,718	11,960	0.50
Han's Laser Technology 'A'	4,368,430	10,552	0.44
Huayu Auto Systems 'A'	4,821,618	9,518	0.40
JD.com	3,786,289	39,778	1.67
KE Holdings (HK Line)	2,992,596	12,213	0.51
KE Holdings ADR	259,035	3,138	0.13
Kingdee Int'l Software Group	13,794,000	15,051	0.63
Kuaishou Technology	3,555,300	18,854	0.79
Li Ning	4,310,500	10,896	0.46
Lufax Holding Ltd	4,023,585	3,135	0.13
Meituan	3,070,810	35,771	1.50
Midea Group 'A'	5,533,180	32,974	1.38
Minth Group	4,696,000	8,616	0.36
MMG Ltd	217,164,000	52,606	2.20
Nexteer	35,338,000	14,031	0.59
Ningbo Peacebird 'A'	6,627,959	11,688	0.49
Ping An Bank 'A'	11,966,768	14,096	0.59
Ping An Insurance	15,282,500	64,463	2.70
Silergy	2,756,000	20,062	0.84
Tencent	1,194,300	36,352	1.52
Zhejiang Supor Co Ltd	5,611,934	31,680	1.33
Zijin Mining Group Co Ltd 'H'	48,418,000	61,907	2.59
Hong Kong - 0.98% (1.07%)			
Hong Kong Exchanges & Clearing	254,900	7,377	0.31
Techtronic Industries	2,122,000	15,924	0.67

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
India - 20.99% (18.63%)			
Delhivery Ltd	5,761,485	23,572	0.99
DLF Ltd	7,916,340	44,154	1.85
HDFC Bank	3,664,240	53,551	2.24
ICICI Bank ADR	2,183,585	39,948	1.67
ICICI Prudential Life Insurance	5,527,436	28,737	1.20
Indiabulls Real Estate	30,463,226	22,072	0.93
Jio Financial Services Ltd	11,096,254	24,053	1.01
PB Fintech	2,102,730	14,583	0.61
Phoenix Mills	2,973,821	53,435	2.24
Reliance Industries Ltd	4,252,791	96,307	4.04
Star Health	2,366,049	13,583	0.57
Tata Motors Ltd	10,410,443	64,778	2.72
Tata Steel Ltd	18,673,948	21,949	0.92
Indonesia - 6.80% (10.12%)			
Bank Mandiri	140,590,800	41,392	1.73
Bank Rakyat Indonesia	202,997,406	52,235	2.19
Merdeka Copper Gold	340,841,305	39,255	1.65
PT Astra International	98,013,500	29,365	1.23
Kazakhstan - 1.24% (1.04%)			
Kaspi.Kz JSC GDR	396,599	29,513	1.24
Singapore - 1.66% (2.76%)			
Jadestone Energy	20,636,572	5,985	0.25
Sea Ltd ADR	976,850	33,569	1.41
South Korea - 15.33% (11.54%)			
Coupang	1,534,172	21,481	0.90
Eo Technics Co Ltd	493,380	41,937	1.76
Hyundai Mipo Dockyard	654,487	27,636	1.16
Koh Young Technology	3,189,385	21,408	0.90
Samsung Electronics	1,963,227	80,023	3.35
Samsung Electronics Pref	1,908,704	62,310	2.61

Portfolio Statement as at 31 October 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Samsung Engineering Co Ltd	2,865,817	41,444	1.74
Samsung SDI Co Ltd	103,172	26,787	1.12
SK Hynix Inc	602,124	42,730	1.79
Taiwan - 10.98% (9.12%)			
Accton Technology	4,646,000	58,786	2.46
AirTac International Group	662,167	17,834	0.75
Bizlink	1,555,043	9,937	0.42
Eden Biologics Inc ¹	1,327,302	-	0.00
Genius Electronic Optical Co Ltd	1,119,000	10,818	0.45
Mediatek	2,200,000	47,009	1.97
TSMC	8,764,091	117,572	4.93
Vietnam - 7.53% (7.00%)			
Binh Minh Plastics	1,128,720	2,972	0.12
HDBank	68,265,168	39,272	1.65
Hoa Phat Group	31,902,301	24,560	1.03
JSC Bank for Foreign Trade of Vietnam	4,127,166	11,989	0.50
Military Commercial Joint Bank	44,396,857	25,466	1.07
Vietnam Enterprise	9,210,870	47,436	1.99
Vietnam Prosperity Joint Stock Commercial Bank	14,509,078	9,685	0.41
Viglacera Corp	6,982,694	9,920	0.41
Vinh Hoan	3,965,800	8,381	0.35
Portfolio of investments		2,338,244	98.01
Net other assets - 1.99% (2.03%)		47,505	1.99
Net assets		2,385,749	100.00

¹Eden Biologics Inc (formerly JHL Biotech Inc) delisted from the Taipei (Taiwanese) stock exchange on 21 February 2018. The Board of Directors were of the view that the voluntary delisting was in the best interest of the company and its shareholders; the intention was to relist on an overseas exchange at a later date. Subsequent to delisting, the company has since carved out its operations forming two separate companies, Eden Biologics Inc and Chime Biologics Ltd. Eden Biologics Inc has been valued at the Investment Adviser's valuation using the price of recent investment adjusted to reflect trading conditions and company specific news, inclusive of the carve-out. The company continues to grow its product pipeline and progress clinical trials to facilitate the relisting process. Chime Biologics Ltd was sold by Baillie Gifford Pacific Fund during the financial year ended 30 April 2021.

Portfolio Statement as at 31 October 2023 cont.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.
Figures in brackets refer to 30 April 2023.

Fund Information

Fund and Share Information	31.10.23	30.04.23	30.04.22	30.04.21
Total net asset value of scheme property (£'000)	2,385,749	2,375,569	3,370,207	2,989,153
Synthetic Risk and Reward Indicator¹	6	6	6	6
Net asset value per share (pence)				
A Accumulation	863.51	912.75	1,058.06	1,190.62
B Accumulation	1,028.13	1,082.06	1,243.72	1,387.72
B Income	797.97	839.72	980.46	1,098.06
C Accumulation	1,182.57	1,240.51	1,416.65	1,570.49
C Income	805.81	845.11	987.10	1,106.15
Number of shares in issue				
A Accumulation	489,859	865,279	2,222,790	1,771,902
B Accumulation	214,472,303	201,363,380	251,042,538	196,637,506
B Income	22,113,421	22,481,165	22,888,940	21,789,026
C Accumulation	100	100	100	100
C Income	1,000	1,000	1,000	1,000
Annual Income Record	Period to 31.10.23 (pence)	Year to 30.04.23 (pence)	Year to 30.04.22 (pence)	Year to 30.04.21 (pence)
Income per share (financial period)				
A Accumulation	n/a	6.15	0.00	0.00
B Accumulation	n/a	16.90	4.62	4.47
B Income	n/a	13.31	3.66	3.55
C Accumulation	n/a	27.68	15.19	16.25
C Income	n/a	19.31	10.72	9.62

Fund Information cont.

Yearly Highest and Lowest Prices	Period to 31.10.23	Year to 30.04.23	Year to 30.04.22	Year to 30.04.21
	(pence)	(pence)	(pence)	(pence)
Highest (financial period)				
A Accumulation	967.3	1,052	1,282	1,327
B Accumulation	1,149	1,237	1,502	1,544
B Income	892.0	974.8	1,188	1,226
C Accumulation	1,320	1,409	1,705	1,746
C Income	899.2	981.5	1,201	1,240
Lowest (financial period)				
A Accumulation	862.5	837.6	941.1	658.0
B Accumulation	1,027	988.7	1,105	760.5
B Income	797.1	779.5	874.5	603.7
C Accumulation	1,181	1,130	1,258	855.1
C Income	804.9	787.3	885.9	607.5
Ongoing Charges Figures	31.10.23	30.04.23	30.04.22	30.04.21
	(%)	(%)	(%)	(%)
Ongoing Charges Figures²				
A Accumulation	1.63 ³	1.61	1.56 ⁴	1.55
B Accumulation	0.75	0.75	0.71 ⁴	0.71
B Income	0.75	0.75	0.71 ⁴	0.71
C Accumulation	0.09	0.10	0.07 ⁴	0.06
C Income	0.09	0.10	0.07 ⁴	0.06

You should be aware that past performance is not a guide to future performance.

¹The Synthetic Risk and Reward Indicator demonstrates where the Fund ranks in terms of its potential risk and reward on a scale from 1 (lowest) to 7 (highest). 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. Further information is included in the Risk and Reward Profile section of the Fund's interim report.

²The Ongoing Charges Figure is based on the expenses for the financial period and may vary from year to year. It excludes the cost of buying and selling assets for the Fund although custodian transaction costs are included. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³As at 31 October 2023 the ACD considered 1.59% to be a more indicative rate for the ongoing charges figure for Class A Shares.

⁴Changes to methodology in the Investment Association's Guidance on Disclosure of Fund Charges and Costs (July 2020, updated January 2022) were effective from 30 June 2022 and have resulted in increased ongoing charges figures for the Fund. Ongoing charges disclosures now include indirect fees associated with holding closed-ended investment funds. This does not necessarily mean that fund expenses have increased, rather that a new way of showing them has been introduced. When applied to the ongoing charges as at 30 April 2022, this updated methodology resulted in the following ongoing charges figures:

- Class A Shares - 1.61%, including 0.05% of indirect fees associated with holding closed-ended investment funds;
- Class B Shares - 0.76%, including 0.05% of indirect fees associated with holding closed-ended investment funds; and

Fund Information cont.

- Class C Shares - 0.12%, including 0.05% of indirect fees associated with holding closed-ended investment funds.

Interim Financial Statements (Unaudited)

Statement of Total Return for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Income				
Net capital gains/(losses)		(158,327)		(635,662)
Revenue	44,220		52,337	
Expenses	(8,782)		(10,429)	
Net revenue before taxation	35,438		41,908	
Taxation	(4,177)		(5,395)	
Net revenue after taxation		31,261		36,513
Total return before distributions		(127,066)		(599,149)
Distributions		880		(3,617)
Change in net assets attributable to shareholders from investment activities		(126,186)		(602,766)

Statement of Change in Net Assets Attributable to Shareholders for the six months ended 31 October 2023

	31 October 2023		31 October 2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		2,375,569		3,370,207
Amounts receivable on issue of shares	271,954		95,758	
Amounts payable on cancellation of shares	(136,411)		(540,822)	
		135,543		(445,064)
Dilution adjustment		823		1,800
Change in net assets attributable to shareholders from investment activities		(126,186)		(602,766)
Closing net assets attributable to shareholders		2,385,749		2,324,177

Interim Financial Statements (Unaudited) cont.

Balance Sheet as at 31 October 2023

	31 October 2023 £'000	30 April 2023 £'000
Assets:		
Fixed assets:		
Investments	2,338,244	2,327,431
Current assets:		
Debtors	16,810	5,422
Cash and bank balances	74,522	87,497
Total assets	2,429,576	2,420,350
Liabilities:		
Creditors:		
Bank overdrafts	(30,677)	(36,338)
Distributions payable	-	(2,992)
Other creditors	(13,150)	(5,451)
Total liabilities	(43,827)	(44,781)
Net assets attributable to shareholders	2,385,749	2,375,569

Basis for preparation

The interim financial statements have been prepared in accordance with the Statement of Recommended Practice for UK Authorised Funds issued by the Investment Management Association in May 2014.

The accounting policies applied are consistent with those in the annual financial statements for the year ended 30 April 2023 and are described in those annual financial statements.

General Information

Dilution Adjustment

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

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

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

- (a) If the sub-fund is experiencing steady decline (net outflow of investment).
- (b) If the sub-fund is experiencing steady growth (net inflow of investment).

- (c) If the sub-fund is experiencing large levels of net purchases or net redemptions relative to its size.
- (d) Where the sub-fund experiences net purchases or net redemptions on any Dealing Day exceeding a particular value or a particular percentage of the value of the sub-fund.
- (e) In any other circumstances where the ACD believes it will be in the interests of shareholders to make a dilution adjustment.

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

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

General Information cont.

Dilution Adjustment cont.

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

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

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

On the occasions when no dilution adjustment is made there may be an adverse impact on the value of the Scheme Property attributable to the relevant sub-fund.

Stamp Duty Reserve Tax ('SDRT')

Generally, there will be no SDRT charge when shareholders surrender or redeem shares. However, where the redemption is satisfied by a non-pro rata in-specie redemption, then a charge to SDRT may apply.

Taxation Reporting

In order to fulfil its legal obligations, the ACD is required to collect and report certain information about shareholders (and in some circumstances the shareholder's controlling persons), including their identity, tax residency, tax status and financial information relating to their shareholding. Shareholders must provide the ACD with any information required to meet these obligations, and may also be asked to provide self-certifications and tax reference numbers or the

equivalent. The ACD reserves the right to refuse an application for shares or a transfer of shares until it receives a declaration as to the shareholder's tax residency or status in the form prescribed by the ACD.

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

Share Classes

The net asset value of each sub-fund, the net asset value per share, and the number of shares in each class are shown in the Fund Information sections of the relevant sub-fund. In each sub-fund all share classes have the same rights on winding up.

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

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

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

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

The minimum lump sum investment amounts are shown in the table on page 153.

General Information cont.

Equalisation

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

An “income equalisation like” mechanism will be operated by the ACD for conversions. The ACD will ensure that the mechanism is operated to ensure fair treatment of those converting their shares and other shareholders in the affected classes.

Fund Charges and Costs

For further details on the costs associated with investing in the sub-funds of the ICVC, please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford’s Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Conflicts of Interest

From time to time, there may be situations that give rise to a material interest or conflict of interest. Such interests can arise between the interests of the ACD, the Investment Adviser, other persons associated with them and the interests of the sub-funds and their shareholders. A material interest or a conflict of interest can also arise between the interests of different shareholders. In such circumstances the ACD will put in place effective

organisational and administrative arrangements to manage and monitor the material interest or conflict of interest in a way that ensures shareholders are treated fairly, or where it is impractical to manage the conflict, it will be disclosed.

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

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

Third Party Data Provider Disclaimer

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General Information cont.

Third Party Data Provider Disclaimer cont.

Without limiting the foregoing, no Provider shall have any liability whatsoever to you, whether in contract (including under an indemnity), in tort (including negligence), under a warranty, under statute or otherwise, in respect of any loss or damage suffered by you as a result of or in connection with any opinions, recommendations, forecasts, judgments, or any other conclusions, or any course of action determined, by you or any third party, whether or not based on the content, information or materials contained herein.

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S&P Index Data

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TOPIX Index Data

(i) The TOPIX Index Value and the TOPIX Marks are subject to the proprietary rights owned by JPX Market Innovation & Research, Inc. or affiliates of JPX Market Innovation & Research, Inc. (hereinafter collectively referred to as “JPX”) and JPX owns all rights and know-how relating to TOPIX such as calculation, publication and use of the TOPIX Index Value and relating to the TOPIX Marks. JPX shall not be liable for the miscalculation, incorrect publication, delayed or interrupted publication of the TOPIX Index Value.

Taskforce on Climate-related Financial Disclosures

Following the adoption of the Taskforce on Climate-related Financial Disclosures’ (‘TCFD’) recommendations into the FCA’s ESG sourcebook, Baillie Gifford & Co Limited is required to publish its ‘TCFD entity report’ by 30 June each year, detailing how in its role as ACD it takes climate-related matters into account in managing investments on behalf of clients and consumers. The regulations also require the ACD to prepare a TCFD product report for each sub-fund on how climate-related matters are taken into account within the sub-fund, including a core set of climate-related metrics. The reports must be made available on the ACD’s website and a clear and prominent signpost to the product report for each authorised sub-fund must be included within each set of annual and interim financial statements. The ACD has chosen a reference period

General Information cont.

Taskforce on Climate-related Financial Disclosures cont.

covering 12 months up to 31 December and will publish the reports by 30 June each year. The latest product reports covering the period up to 31 December 2022 are available on the website via this link [Literature/Individual Investors/Baillie Gifford](#).

General Information cont.

Minimum Lump Sum Investment Amounts and Annual Management Charge

	Class A	Class B	Class C	Class G	Class W
Minimum lump sum investments:					
Baillie Gifford American Fund	£1,000	£100,000	£250,000	n/a	£1,000
Baillie Gifford China Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Developed Asia Pacific Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Emerging Markets Growth Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Emerging Markets Leading Companies Fund	£1,000	£100,000	£250,000	£250,000	n/a
Baillie Gifford European Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Global Discovery Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Japanese Fund	£1,000	£100,000	£250,000	n/a	£1,000
Baillie Gifford Japanese Smaller Companies Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Pacific Fund	£1,000	£100,000	£250,000	n/a	n/a
Annual management charge:					
Baillie Gifford American Fund	1.50%	0.50%	Nil	n/a	Note1
Baillie Gifford China Fund	1.47%	0.72%	Nil	n/a	n/a
Baillie Gifford Developed Asia Pacific Fund	1.40%	0.55%	Nil	n/a	n/a
Baillie Gifford Emerging Markets Growth Fund	1.47%	0.72%	Nil	n/a	n/a
Baillie Gifford Emerging Markets Leading Companies Fund	1.47%	0.72%	Nil	0.60%	n/a
Baillie Gifford European Fund	1.40%	0.55%	Nil	n/a	n/a
Baillie Gifford Global Discovery Fund	1.50%	0.75%	Nil	n/a	n/a
Baillie Gifford Japanese Fund	1.45%	0.60%	Nil	n/a	Note2
Baillie Gifford Japanese Smaller Companies Fund	1.50%	0.60%	Nil	n/a	n/a
Baillie Gifford Pacific Fund	1.50%	0.65%	Nil	n/a	n/a

¹Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.50% on the first £30 million;
- 0.40% on the next £30 million;
- 0.30% on the next £200 million;
- 0.25% on the next £400 million; and
- 0.20% thereafter.

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

²Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.60% on the first £30 million;
- 0.50% on the next £20 million; and
- 0.40% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.60% shall be applied to the whole of the net asset value of the relevant Class W Shares).

General Information cont.

Minimum Lump Sum Investment Amounts and Annual Management Charge cont.

Active Share

Active Share is a measure of how actively managed a sub-fund is and is calculated by taking 100 minus the % of the sub-fund that overlaps with the Target Benchmark. An Active Share of 100 indicates no overlap with the Target Benchmark and an Active Share of zero indicates a portfolio that tracks the Target Benchmark. The Active Share as at the year end and the Target Benchmark for each sub-fund is shown in the table below. The Active Share has been shown against these indices to highlight the active management style against what is deemed to be the most relevant index for each sub-fund.

Sub-fund	Active Share	Comparative Index
Baillie Gifford American Fund	90%	S&P 500 Index
Baillie Gifford China Fund	69%	MSCI China All Shares Index
Baillie Gifford Developed Asia Pacific Fund	81%	MSCI Pacific Index
Baillie Gifford Emerging Markets Growth Fund	70%	MSCI Emerging Markets Index
Baillie Gifford Emerging Markets Leading Companies Fund	70%	MSCI Emerging Markets Index
Baillie Gifford European Fund	90%	MSCI Europe ex UK Index
Baillie Gifford Global Discovery Fund	99%	S&P Global Small Cap Index
Baillie Gifford Japanese Fund	82%	TOPIX
Baillie Gifford Japanese Smaller Companies Fund	96%	MSCI Japan Small Cap Index
Baillie Gifford Pacific Fund	75%	MSCI AC Asia ex Japan Index

General Information cont.

Portfolio Turnover Ratio

Portfolio Turnover Ratio is a measure of portfolio change or trading activity in a Fund. It is calculated as the minimum of purchases and sales in a month, divided by the average market value of the Fund. The annual turnover is then calculated as the sum of the monthly turnover figures for the 12 month period.

Sub-fund	Portfolio Turnover Ratio
Baillie Gifford American Fund	16%
Baillie Gifford China Fund	9%
Baillie Gifford Developed Asia Pacific Fund	15%
Baillie Gifford Emerging Markets Growth Fund	16%
Baillie Gifford Emerging Markets Leading Companies Fund	15%
Baillie Gifford European Fund	14%
Baillie Gifford Global Discovery Fund	5%
Baillie Gifford Japanese Fund	8%
Baillie Gifford Japanese Smaller Companies Fund	16%
Baillie Gifford Pacific Fund	12%

The Group's Funds

Baillie Gifford Bond Funds ICVC

Baillie Gifford Emerging Markets Bond Fund

Baillie Gifford High Yield Bond Fund

Baillie Gifford Investment Grade Bond Fund

Baillie Gifford Investment Grade Long Bond Fund¹

Baillie Gifford Strategic Bond Fund

Baillie Gifford Investment Funds ICVC

Baillie Gifford Climate Optimism Fund

Baillie Gifford Diversified Growth Fund

Baillie Gifford Long Term Global Growth Investment Fund

Baillie Gifford Multi Asset Growth Fund

Baillie Gifford Positive Change Fund

Baillie Gifford Sustainable Multi Asset Fund

Baillie Gifford Investment Funds II ICVC

Baillie Gifford Health Innovation Fund

Baillie Gifford Japanese Income Growth Fund

Baillie Gifford Sterling Aggregate Bond Fund

Baillie Gifford Sustainable Growth Fund

Baillie Gifford Sustainable Income Fund

Baillie Gifford UK Equity Core Fund

Baillie Gifford Overseas Growth Funds ICVC

Baillie Gifford American Fund

Baillie Gifford China Fund

Baillie Gifford Developed Asia Pacific Fund

Baillie Gifford Emerging Markets Growth Fund

Baillie Gifford Emerging Markets Leading Companies Fund

Baillie Gifford European Fund

Baillie Gifford Global Discovery Fund

Baillie Gifford Japanese Fund

Baillie Gifford Japanese Smaller Companies Fund

Baillie Gifford Pacific Fund

Baillie Gifford UK & Balanced Funds ICVC

Baillie Gifford British Smaller Companies Fund²

Baillie Gifford Global Alpha Growth Fund

Baillie Gifford Global Alpha Paris-Aligned Fund

Baillie Gifford Global Income Growth Fund

Baillie Gifford International Fund

Baillie Gifford Managed Fund

Baillie Gifford Responsible Global Equity Income Fund

Baillie Gifford UK and Worldwide Equity Fund

Baillie Gifford UK Equity Alpha Fund

Glenfinlas Global Fund³

¹With effect from 6 December 2023 Baillie Gifford Investment Grade Long Bond fund is no longer be available for subscription.

²Baillie Gifford British Smaller Companies Fund is no longer available for subscription.

³Glenfinlas Global Fund is no longer available for subscription.

**For further information about the Funds or
Baillie Gifford's range of OEICS, please:**

Contact us at: Client Relations Team
Baillie Gifford & Co Limited,
Calton Square, 1 Greenside Row,
Edinburgh EH1 3AN

Call our Client Relations Team on 0800 917 2113. Your call may be recorded for training or monitoring purposes.

Visit our website at www.bailliegifford.com, or email us on trusenquiries@bailliegifford.com.

Or fax us on 0131 275 3955.

