

JPMorgan UK Small Cap Growth & Income plc

Small companies with big stories to tell

Annual Report & Financial Statements
for the year ended 31st July 2026

J.P.Morgan
ASSET MANAGEMENT

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JPMorgan UK Small Cap Growth & Income plc ('JUGI' or the 'Company')

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2026 Financial Calendar

Financial year end	**31st July**
Full year results announced	**October**
Half year end	**31st January**
Half year results announced	**March**
Interim dividend on ordinary shares paid	**October/January/ April/July**
Annual General Meeting	**November/December**

Website

Please visit the website above for useful information such as daily prices, factsheets and current and historic half year and annual reports.
www.jpmorganuksmallcapgrowthandincomeplc.com

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LinkedIn

For timely announcements, milestones, and thought leadership, visit our official LinkedIn page:
http://jpmorgan.am/3TMfE6X

Contact the Company

General enquiries about the Company should be directed to the Company Secretary at
jpmam.investment.trusts@jpmorgan.com

JPMorgan UK Small Cap Growth & Income plc at a Glance



Investment Objective

Capital growth from UK listed smaller companies.



Investment Policy

To provide capital appreciation for Shareholders by investing in a diversified portfolio of UK listed smaller companies, emphasising capital growth.

Liquidity and borrowings are managed with the aim of increasing returns to Shareholders.

Further details on investment policies are contained in the Strategic Report on page 26.



Benchmark

The Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index.



Dividend Policy

The Company operates an enhanced dividend policy which aims to pay, in the absence of unforeseen circumstances, an annual dividend equivalent to 4% of the Company's NAV on the last business day of the preceding financial year, irrespective of the level of income generated by the portfolio during the prevailing financial year.

The dividend is announced at the start of each financial year and paid by way of four equal interim dividends in October, January, April and July.



Gearing

The Company has arranged a £55 million 360 day revolving facility with Bank of America, including the option to increase the loan by £35 million to £90 million.

As at 31st July 2026, the Company had drawn £55 million of the facility.



Capital Structure

- UK domiciled.
- Listed on the London Stock Exchange.
- As at 31st July 2026, the Company's share capital comprised 139,141,277 ordinary shares of 5p each, including 18,414,991 shares held in Treasury.



Continuation Vote

The Directors will propose an ordinary resolution that the Company shall continue in existence at the AGM (Annual General Meeting) in 2026 and every third year thereafter.

The Company's Continuation Vote reinforces accountability for long-term performance, costs and discount management, ensuring the strategy remains aligned with Shareholders' objectives.



Management Fee Arrangement

With effect from 28th February 2024 the management fee payable is tiered 0.65% on the first £200 million and 0.55% on net assets in excess of £200 million. There is no performance fee.



Management Company and Company Secretary

The Company engages JPMorgan Funds Limited ('JPMF' or the 'Manager'), as the Company's Alternative Investment Fund Manager ('AIFM') and the Company Secretary. JPMF delegates the management of the Company's portfolio to JPMorgan Asset Management (UK) Limited ('JPMAM' or the 'Investment Manager'). Georgina Brittain and Katen Patel (the 'Portfolio Managers') are the Company's designated portfolio co-managers on behalf of the Investment Manager.

Key Features



"The Company provides access to the large, diverse and dynamic smaller companies arena, full of exciting opportunities across a broad range of sectors. There are many examples of companies that are leaders in the niche they operate in and some of these have the potential to be the large-cap companies of tomorrow."

Georgina Brittain,
Portfolio Manager



"We have continued to see unprecedented levels of M&A activity in the UK small cap arena, which further highlights the incredibly attractive valuations on offer."

Katen Patel,
Portfolio Manager

Small companies with big stories to tell

Why Invest in UK Smaller Companies

Smaller company investors tend to have a natural growth bias; however, there are many small cap UK companies currently offering good value as well. The UK is undervalued relative to both historical levels and international markets and, within the UK, small cap stocks are cheap relative to large caps.

While they can be more volatile than large cap stocks, smaller companies have the potential to grow irrespective of the economic backdrop and, over the long term, they have delivered higher returns than larger companies. They also give Shareholders access to different sector exposure from large cap companies, thereby providing diversification benefits. Finding the right companies requires depth of resource as it is a stock picker's market. This plays to the Portfolio Managers' strengths as bottom-up investors.

Why JPMorgan UK Small Cap Growth & Income plc

The Company aims to give investors access to the fast growing, innovative smaller companies that help drive the UK economy. The Company's benchmark is the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index which comprises the smallest 10% of UK companies by market cap, covering fledgling, FTSE Small Caps and AIM stocks as well as the lower end of the FTSE 250 (ex Investment Trusts) Index.

The Company is managed by a team dedicated to finding the most attractive, high-quality companies from this large and diverse universe. The Portfolio Managers follow a distinctive bottom-up investment process that focuses on individual stock characteristics with a robust, disciplined process to manage the specific risks associated with small company investing.

For more details on the Investment Process, please see page 16 to 19.


KV1
KV2
R21
RON2

Financial Highlights

Total returns (including dividends reinvested) to 31st July

	2026	2025	3 Years Cumulative	5 Years Cumulative	10 Years Cumulative
Return on net assets[1,A]	+7.2%	+0.6%	+38.4%	+0.2%	+159.9%
Benchmark return[2,3]	+9.8%	+2.5%	+27.5%	+2.2%	+69.0%
Return on net assets relative to benchmark return[3,A]	–2.6%	–1.9%	+10.9%	–2.0%	+90.9%
Return on share price[2,A]	+9.1%	–7.6%	+44.5%	+2.1%	+211.2%

[1] Source: Morningstar/J.P. Morgan, using cum income net asset value (NAV) per ordinary share.

[2] Source: Morningstar.

[3] The Company's benchmark is the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index. Prior to 1st January 2019, the Company's benchmark was the FTSE Small Cap Index (excluding Investment Trusts). The benchmark index returns quoted above for 10 year cumulative returns are a composite of the two indices.

[A] Alternative Performance Measure ('APM').

A glossary of terms and APMs is provided on pages 93 to 95.

Dividends	2027	2026	2025
Dividend per ordinary share in respect of the year	14.92p*	14.52p	15.04p

Year to 31st July 2027	Dividend per ordinary share*	Ex-Div Date	Record Date	Payment Date
1st Interim (paid)	3.73 pence	20/08/2026	21/08/2026	01/10/2026
2nd Interim	3.73 pence	19/11/2026	20/11/2026	04/01/2027
3rd Interim	3.73 pence	18/02/2027	19/02/2027	01/04/2027
4th Interim	3.73 pence	20/05/2027	21/05/2027	01/07/2027
Total	**14.92 pence**			

* Based on unaudited cum income net asset value ('NAV') of 373.11p per ordinary share at 31st July 2026.

Financial Highlights

Summary of results

	2026	2025	% change
Total returns (including dividends reinvested) for the year ended 31st July			
Return on share price[1,A]	+9.1%	–7.6%	
Return on net assets[2,A]	+7.2%	+0.6%	
Benchmark return[1,3]	+9.8%	+2.5%	
Net asset value and share price at 31st July			
Shareholders' funds (£'000)	450,467	473,016	–4.8
Net asset value per ordinary share (NAV)	373.1p	362.6p	+2.9
Share price	342.5p	328.0p	+4.4
Ordinary shares in issue, excluding shares held in Treasury	120,726,286	130,451,536	
Ordinary share price (discount)/premium to net asset value per ordinary share[A]			
At 31st July – discount	(8.2)%	(9.5)%	
Range during the year:			
– minimum discount	(3.8)%	(0.6)%	
– maximum discount	(12.3)%	(13.9)%	
Average discount during the year	(9.1)%	(8.5)%	
Revenue for the year ended 31st July			
Net revenue available for shareholders (£'000)	12,340	13,213	–6.6
Revenue return per ordinary share	9.86p	9.83p	+0.3
Dividend per ordinary share	14.52p	15.04p	–3.5
Gearing at 31st July[A]	**10.6%**	**8.1%**	
Ongoing charges at 31st July[A,4]	**0.75%**	**0.78%**	

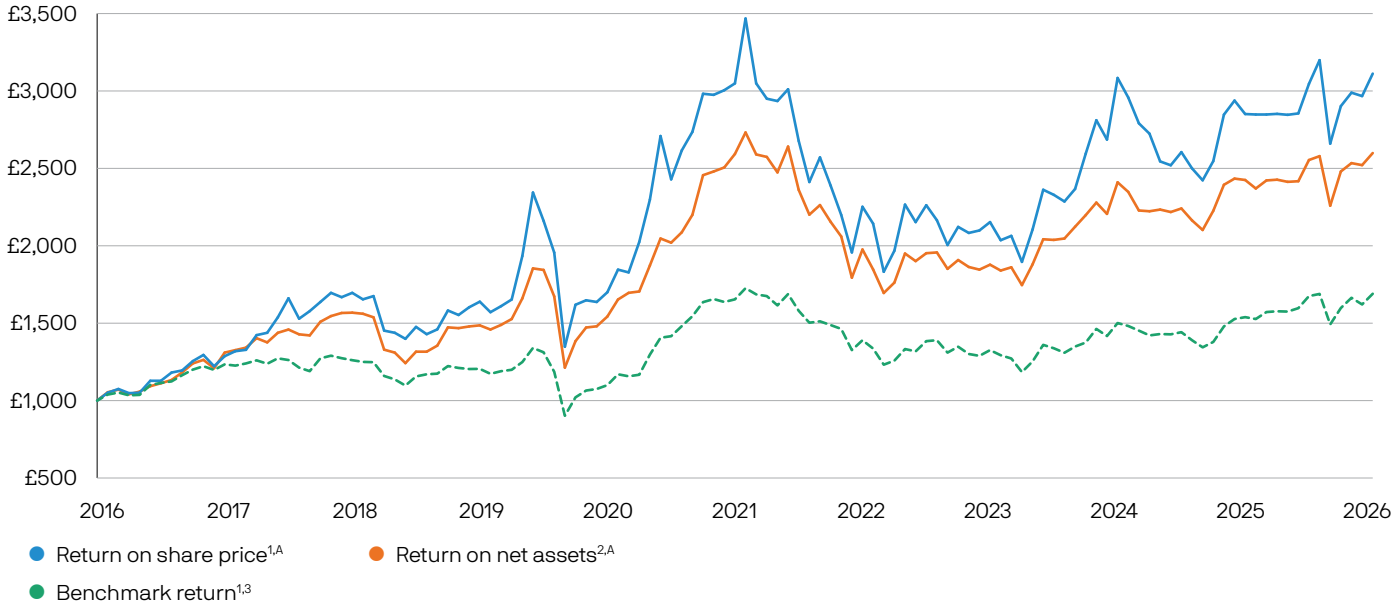
[1] Source: Morningstar.
[2] Source: Morningstar/J.P. Morgan, using cum income net asset value per ordinary share.
[3] The Company's benchmark is the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index.
[4] The ongoing charges for 2025 are shown excluding a one month management fee waiver on the assets acquired from JMF, as part of the cost contribution from the Manager towards the Combination. Including the management fee waiver, the ongoing charges for 2025 were 0.76%.
[A] Alternative Performance Measure.

A glossary of terms and APMs is provided on pages 93 to 95.

Financial Highlights

Ten Year Performance (Total Returns)

Figures have been based on £1,000 invested as at 31st July 2016



[1] Source: Morningstar

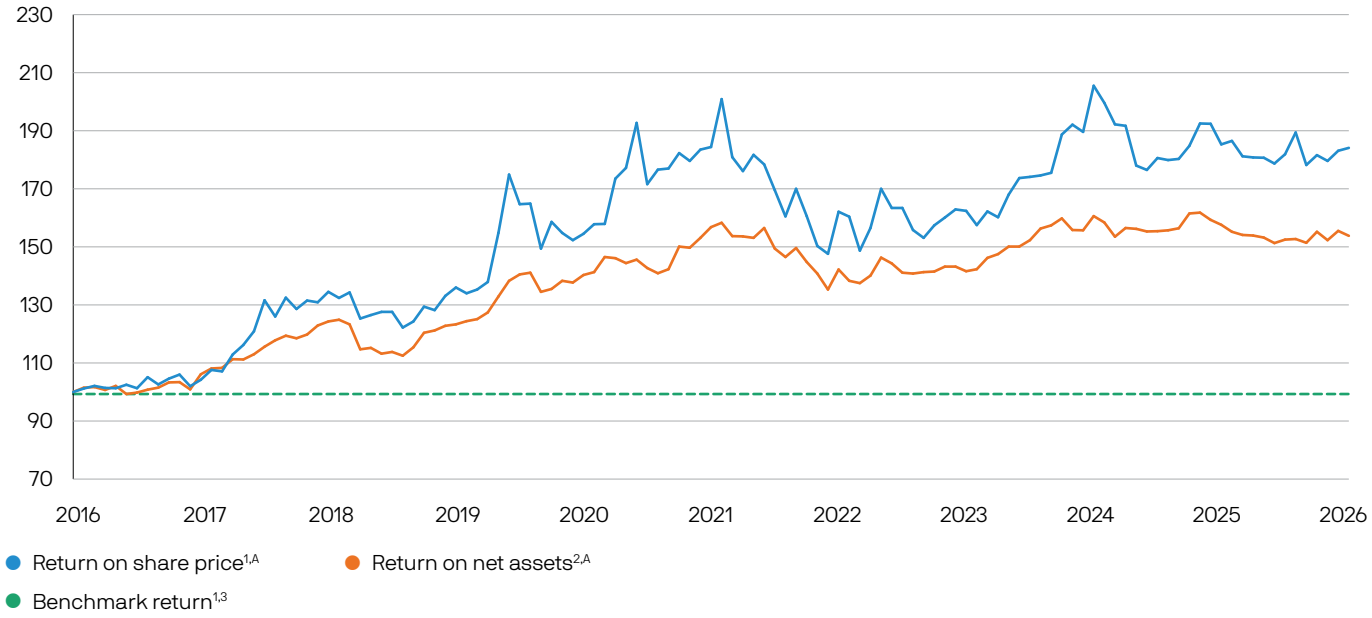
[2] Source: Morningstar/J.P. Morgan, cum income net asset value per ordinary share.

[3] The Company's benchmark is the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index. Prior to 1st January 2019, the Company's benchmark was the FTSE Small Cap Index (excluding Investment Trusts). The benchmark index returns quoted above for the year to 31st July 2019 are a composite of the two indices.

[A] Alternative Performance Measure ('APM').

Ten Year Performance relative to Benchmark (Total Returns)

Figures have been rebased to 100 at 31st July 2016



[1] Source: Morningstar

[2] Source: Morningstar/J.P. Morgan, cum income net asset value per ordinary share.

[3] The Company's benchmark is the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index. Prior to 1st January 2019, the Company's benchmark was the FTSE Small Cap Index (excluding Investment Trusts). The benchmark index returns quoted above for the year to 31st July 2019 are a composite of the two indices.

[A] Alternative Performance Measure ('APM').

Chair's Statement



Investment Performance

The wider UK equity market performed strongly over the 12 months ended 31st July 2026. Investors' growing concerns about a speculative bubble in US AI-related stocks encouraged the ongoing rotation into other markets, including the UK, offering more attractive valuations and less concentrated drivers of returns. Despite the gains realised over the past three years, UK equity valuations remain low in historical terms and relative to other markets. This has underpinned continued mergers and acquisitions activity across the UK market, with foreign buyers leading the way.

However, gains at an index level were unusually concentrated, driven by a small number of banks, defence and oil constituents. UK smaller cap companies lagged larger cap stocks over the review period, as this sector of the market is more vulnerable to fears of rising interest rates and to domestic economic activity, which remained lacklustre. Hopes of some improvement in economic conditions rose once the UK's November 2025 Budget was out of the way, but a fresh bout of political uncertainty weighed on consumer and investor sentiment over the first half of 2026, as Andy Burnham waged a protracted but eventually successful campaign to replace Sir Keir Starmer as prime minister.

The Company's benchmark, the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index, rose by 9.8% over the 12 months to 31st July 2026. Your Company generated a total return of +7.2% on net assets (NAV) (with net dividends reinvested) over the same period, while the share price rose by 9.1%. As discussed in the Investment Manager's Report, returns were supported by positive stock selection, with notable contributions from a number of holdings, alongside generally positive performance across the portfolio. The Company's underperformance relative to the benchmark was primarily driven by less favourable sector allocation, most notably by the portfolio's relative underweight position in the strongly performing Basic Materials sector.

Katrina Hart

Chair

Chair's Statement

As I mentioned in my last report, when assessing the Company's recent performance, it is important for shareholders to recognise that the Portfolio Managers run the portfolio very differently from an index tracker. This is reflected in the portfolio's high active share of 76.7% (being the proportion of the portfolio that diverges from the benchmark). By definition, such an approach will usually generate returns which diverge from the benchmark. However, we believe this active investment strategy is crucial to generating superior returns over the longer term and our conviction is borne out by the Company's long-term performance, which is strong versus the index and peers. It has outperformed its benchmark on an annualised basis in both NAV and share price terms over the three and ten-year periods to 31st July 2026 – see detailed long-term performance on page 22. It also consistently ranks in the top quartile across these time periods when viewed against its most directly comparable peer group of investment companies.

The Investment Manager's Report on pages 14 and 15 provides more detail on recent performance, portfolio positioning and the investment outlook.

Proposed rollover of assets from Aberdeen UK Smaller Companies Growth Trust plc

The Board was pleased to announce on 18th September 2026 that we had agreed heads of terms in respect of a proposed combination with Aberdeen UK Smaller Companies Growth Trust plc ('AUSC'). The proposal will grow the Company's net assets and should further enhance JUGI's position as a leading investment trust in the UK smaller companies sector. As a Board, we acknowledge that scale increasingly matters in the investment trust sector and we recognise the demand for larger, more liquid vehicles with highly competitive cost structures. We are delighted to have reached agreement with AUSC following a competitive process, and believe the proposed combination offers meaningful benefits for both sets of shareholders. These should include improved secondary market liquidity, a raised profile and marketability for the Company and delivery of additional operating efficiencies, including a reduction in the ongoing charges ratio. Furthermore, a significant contribution from JPMF, together with a reduced management fee conditional on completion, is intended to help ensure these benefits are delivered in a cost-effective way. The enlarged JUGI will maintain exposure to UK smaller companies through the investment trust structure, an approach the Company already uses effectively, including through gearing and its enhanced dividend.

The proposed combination also recognises the long-term performance record of our experienced management team, which we believe remains a compelling proposition for shareholders. This is JUGI's second consolidation in the last three years and it is very much the Board's ambition that JUGI is recognised as the prominent investment trust investing in UK smaller companies. Under the proposals, eligible AUSC shareholders will be able to elect to receive new shares in JUGI and/or elect for cash, subject to an aggregate limit of 35 per cent. of AUSC's share capital, with those who do not make a valid cash election being deemed to have elected to roll over. Details of the shareholder documentation and the timetable for implementation of the proposals will be provided in due course, with publication expected in late October/early November 2026 and completion expected by the end of 2026, subject to shareholder approvals and the other customary conditions being satisfied.

Enhanced Dividend Policy

The Company targets a 4% annual yield based on the unaudited NAV as at the end of the preceding financial year-end, meaning that the dividend moves broadly in line with NAV year on year. The dividend payable is irrespective of the level of income generated by the portfolio during the prevailing financial year and may be funded by a combination of income generated by the underlying portfolio during the financial period and by distributable reserves built up by the Company over time. This approach uses a unique feature of the investment company structure to deliver an attractive and predictable income stream to shareholders. It also gives our Portfolio Managers greater flexibility to focus on total returns.

The Company pays four equal quarterly interim dividends, which are typically paid in October, January, April and July each year. In August 2026, the Company announced that the unaudited cum income net asset value at the close of business on 31st July 2026 (the Company's preceding year-end) was 373.1 pence per share (2025: 362.6 pence per share). In line with the Company's distribution policy, the Directors declared the first quarterly interim dividend of 3.73 pence per share for the year ending 31st July 2027 (3.63 pence per share for the year ending 31st July 2026), which was paid on 1st October 2026. A second interim dividend of 3.73 pence per share will be paid in January 2027 and it is anticipated that two further interim dividend payments, each of 3.73 pence per share, will be made in April and July 2027. This will take the 2027 annual dividend to 14.92 pence per share (2026: 14.52 pence per share), an increase of 2.8% on the previous year's dividend.

During the year ended 31st July 2026, the Company paid dividends totalling £18.3 million, which were funded from a combination of a net revenue return of £12.3 million and other distributable reserves of £6.0 million.

Gearing

The Board continues to believe that gearing is an efficient way to enhance long-term returns for shareholders, albeit at the cost of a small increase in short-term volatility. The Board gives the Portfolio Managers flexibility to adjust the gearing tactically within a range of 10% net cash to 15% geared in normal markets. The level of gearing is regularly discussed

with the Portfolio Managers and is adjusted by them to reflect their risk appetite within the parameters set by the Board.

The Company maintained a reasonably constant level of gearing over the past year. Gearing ranged from 8.1% to 12.5%, ending at 10.6%, up from gearing of 8.1% at the end of the previous financial year, as the Portfolio Managers took advantage of attractive valuations. Gearing enabled them to express their optimism about the prospects for this sector of the UK market and served to enhance performance, adding 1.0% to the Company's NAV return over the review period.

Gearing is funded via a £55 million 360-day revolving credit facility, with an option to increase the loan up to £90 million, with Bank of America. As at 31st July 2026, £55 million was borrowed under the facility.

Share Capital Management

The Board closely monitors the relationship between the share price and net asset value. The discount at which the Company's shares traded relative to NAV narrowed over the past year, falling from 9.5% at the end of the 2025 financial year to 8.2% at 31st July 2026. This was narrower than the prevailing average discount of the Company's UK smaller cap peers.

The Board believes it is of significant benefit to shareholders that the Company's shares trade consistently close to their NAV. We continue to strive to achieve this by making the investment proposition as attractive as possible to existing and prospective shareholders in a number of ways, including by paying an attractive dividend and communicating the Company's investment case effectively.

To support the share price and reduce the volatility of the discount, the Company also utilises its share buy-back authority to manage imbalances in supply and demand for the Company's shares, when this is considered to be in the interests of all shareholders. During the 12 months to 31st July 2026, the Company repurchased 9,725,250 ordinary shares into Treasury (equivalent to 7.5% of the shares in issue at the start of the financial year, excluding Treasury shares) at an average discount of 10.1%. By effectively enabling the Company to buy its own portfolio at a discount to its book value, these share buybacks enhanced NAV return per share by 0.8%. The Board remains mindful of the benefits and drawbacks of reducing the number of shares in issue and, in conjunction with its broker and Investment Manager, seeks to strike an appropriate balance. No ordinary shares were issued during the reporting period.

At the end of the reporting period, there were 139,141,277 ordinary shares in issue (including 18,414,991 shares held in Treasury). Between the period end and 13th October 2026, the Company has repurchased a further 320,000 ordinary shares into Treasury (equivalent to 0.3% of the ordinary shares in issue as at 31st July 2026) at an average discount of 8.0%. The discount stood at 8.9% at this date.

The Board believes the buy-back and issuance mechanisms will continue to be helpful in supporting the Company's share price and therefore recommends that powers to repurchase up to 14.99% of the Company's shares (less shares held in Treasury) and to allot new shares or re-sell shares out of Treasury up to approximately 10% as at the date of the AGM, be renewed at the forthcoming AGM.

Board of Directors

As previously announced, Alice Ryder will retire at the Company's 2026 AGM in November, at the end of her nine-year tenure. On behalf of my fellow Directors, I would like to thank Alice for the significant contribution she has made to the effective operation of the Board during her tenure.

Hannah Philp, previously a Director on JPMorgan Mid Cap Investment Trust plc since 2020, and a Director of the Company since 2024, will assume the role of Senior Independent Director of the Company following the conclusion of the forthcoming Annual General Meeting, a role previously held by Alice.

As announced in July 2026, David Docherty was appointed to the Board as a Non-Executive Director with effect from 1st September 2026. David has over 30 years' experience in asset management. He was a portfolio manager at Lloyds Investment Managers, Gartmore, M&G, Cazenove Capital and Schroders. David most recently served as an investment director at Schroders and is an independent Non-Executive Director of Octopus AIM VCT plc. We are delighted to welcome David and look forward to the value his knowledge and perspective will add to our work.

The Board continues to meet the FCA Listing Rules targets on gender diversity and female representation in a senior role. Should the proposed combination with AUSC proceed as planned, the Company might also meet the targets on ethnic diversity. For further details, please see pages 43 and 44.

Annual General Meeting

The Company's thirty-sixth Annual General Meeting (AGM) will be held at 60 Victoria Embankment, London EC4Y 0JP on 23rd November 2026 at 3.00pm. The Board strongly encourages all shareholders, whatever the size of their holding, to exercise their right to vote and hopes that many shareholders will be able to attend in person. As in previous years, shareholders will have the opportunity to hear from the Portfolio Managers and their presentation will be followed by a question-and-answer session. Shareholders wishing to follow the AGM proceedings but choosing not to attend will be able to view them live and ask questions through conferencing software. Details on how to register, together with access details, can be found on the Company's website: **www.jpmorganuksmallcapgrowthandincomeplc.com**, or by contacting the Company Secretary at **jpmam.investment.trusts@jpmorgan.com**.

Chair's Statement

In accordance with normal practice, all voting on the resolutions will be conducted on a poll. However, shareholders viewing the meeting via conferencing software will not be able to vote on the poll and we therefore encourage all shareholders and particularly those who cannot attend physically, to submit their proxy votes in advance of the meeting, so that they are registered and recorded at the AGM. Proxy votes can be lodged in advance of the AGM either by post or electronically: detailed instructions are included in the Notes to the Notice of Annual General Meeting in the Annual Report. In addition, shareholders are encouraged to send any questions ahead of the AGM to the Board via the Company Secretary at the email address above. We will endeavour to answer relevant questions at the meeting or via the website depending on arrangements in place at the time.

If there are any changes to the above AGM arrangements, the Company will update shareholders through the Company's website and, if appropriate, through an announcement on the London Stock Exchange.

Continuation Vote

Pursuant to the Company's Articles of Association, the Board is required to put a triennial continuation vote to shareholders. As the last such vote took place in 2023, a continuation vote will be put to shareholders at the Company's forthcoming AGM. Given the long-term performance returns and the Company´s favourable prospects, your Board believes that the continuation of the Company is in the best interests of all shareholders. The Board therefore strongly recommends that shareholders vote in favour of the Company continuing as an investment trust for a further three-year period.

Shareholder Engagement

The Board agrees a fully costed annual marketing plan with JPMorgan's marketing team and receives regular updates on its delivery and effectiveness. During the year under review, particular focus was placed on enhancing the Board's ability to assess the impact of the Company's marketing strategy and to ensure that activity remains targeted and cost-effective.

This oversight was supported by a broad programme of marketing activity designed to raise awareness of the Company and strengthen engagement with retail investors. Activity included paid advertising across investment and financial publications, including Citywire, alongside digital advertising through targeted media platforms. This was complemented by PR activity, podcast participation, LinkedIn content, market insights and investor events, including JPMorgan Asset Management's webinars for the Company and its in-person investment trust event in September 2026, at which JUGI presented.

JUGI was also recognised by the Association of Investment Companies as an 'ISA millionaire', reflecting the returns an investor could have achieved by investing their full annual ISA allowance in the Company each year over the long term. JUGI also received a Kepler Income rating and an Elite rating from FundCalibre.

Your Board continues to believe that it is vitally important that shareholders have regular information about the Company's progress. If you have not already done so, please consider signing up for our email updates featuring news and views, as well as the latest performance of the portfolio. You can opt in via the QR Code on page 2 or via the following link: **www.jpmorganuksmallcapgrowthandincomeplc.com**.

Outlook

My fellow Directors and I share the Portfolio Managers' positive view on the potential for an actively managed strategy to generate strong alpha by investing in UK smaller companies. We also remain convinced that the closed-ended structure is the optimal vehicle to achieve this. The long-term investment case for UK smaller companies remains firmly in place. By their nature, such companies tend to innovate and grow faster than larger, mature businesses – characteristics that have ensured that UK smaller companies have outperformed larger UK companies over the past 25 years. The vibrancy and flexibility of this sector should ensure smaller companies continue to deliver superior performance going forward.

Valuations also bode well for UK smaller companies, currently sitting at ever more compelling levels both relative to their own history and compared to UK large caps and other major markets. The ongoing resurgence in international investor flows into the UK, combined with an increase in mergers and acquisitions, is clear evidence that overseas investors are beginning to appreciate the value on offer across UK equity markets. As has been demonstrated by takeover activity within the Company's portfolio over the past couple of years, smaller companies are likely to be a notable beneficiary of this trend, due to their particularly attractive valuations.

Although the arrival of a new UK prime minister has brought some political stability after months of uncertainty, there has been no easing in the geopolitical tensions overhanging global financial markets and the UK's economic outlook remains mixed. On the positive side, consumer confidence is at a two-year high and business sentiment has proved relatively resilient. However, inflation is already edging up due to events in the Middle East and household energy bills are set to climb to a three-year high by the end of the year, developments which will complicate the Bank of England's task in 2027. Any rise in interest rates will adversely impact UK small cap companies.

Chair's Statement

However, your Portfolio Managers seek out companies capable of navigating their own course regardless of the near-term political and economic environment. The continued positive performance of the majority of the portfolio's holdings, combined with the Company's strong long-term track record, provide ample evidence of the Portfolio Managers' skill at identifying such resilient, innovative and growing companies. The Board commends their ongoing efforts to take full advantage of interesting, attractively valued investment opportunities as they emerge. These efforts are supported by the Manager's extensive research capabilities, which we believe give the Company a significant competitive advantage over less well-resourced peers.

In our view, your Company is therefore well-positioned to maintain its long track record of providing shareholders with strong absolute returns and outperformance, as well as an attractive, predictable income stream. I look forward to reporting on the Company's continued progress.

Thank you for your ongoing support.

Katrina Hart
Chair

15th October 2026

Investment Manager's Report



Georgina Brittain
Portfolio Manager



Katen Patel
Portfolio Manager

Performance and Market Background

Once again, global geopolitical tensions remained in the foreground during our financial year to 31st July 2026. Russia's war against Ukraine continued into its fifth year, the president of Venezuela was ousted, and there was war in the Middle East involving the United States, Israel and Iran. This has caused inflation to rise globally, due in large part to rising energy costs. The one geopolitical positive in a turbulent year was that the third ceasefire in Gaza between Israel and Hamas which was agreed in October 2025 has to date remained in force.

In the UK, we have a new prime minister, Andy Burnham, after the resignation of Sir Keir Starmer in the summer. At the start of our financial year, the UK economy had begun gently but positively to surprise many commentators. Interest rates were reduced twice in the first six months to 3.75%, bringing the total number of rate cuts since August 2024 to six. While inflation remained above the 2% target, there had been strong indications that it would have declined to 2% by spring 2026. These expectations were totally upended by the surprise US/Israeli attack on Iran in February. At that time, it was expected that it would be a brief war – but sadly there is currently no end in sight.

Against this backdrop, the Deutsche Numis Smaller Companies plus AIM (ex-Investment Trusts) Index was up +9.8% for the year. Your Company underperformed during the year following a trickier period in the first half of our year and produced a total return on net asset value of +7.2%. Share price volatility, especially among small and mid-sized companies, driven by macro news flow, commodity price movements, and concerns about the impact of AI on certain business models, made performance challenging, as outlined below. Even so, your Company remains first quartile versus small cap peers over three, five and ten years. The discount narrowed over the year, leading to a share price total return of +9.1%.

Performance attribution

	12 months to 31st July 2026		12 months to 31st July 2025		12 months to 31st July 2024	
	%	%	%	%	%	%
Contributions to total returns						
Benchmark return		**9.8**		**2.5**		**13.2**
Stock selection	0.7		–1.0		17.3	
Sector allocation	–4.3[1]		–0.6		–2.1	
Gearing/net cash	1.0		0.0		0.6	
Investment Manager's contribution		**–2.6**		**–1.6**		**15.8**
Portfolio total return		**7.2**		**0.9**		**29.0**
Management fees and other expenses	–0.8		–0.8		–0.6	
Repurchase of ordinary shares	0.8		0.5		—	
Other effects		**0.0**		**–0.3**		**–0.6**
Return on net assets[A]		**7.2**		**0.6**		**28.4**
Impact of change in discount		**1.9**		**–8.2**		**14.9**
Return on share price[A]		**9.1**		**–7.6**		**43.3**

Source: Morningstar/J.P. Morgan.
All figures are on a total return basis.
Performance attribution analyses how the Company achieved its recorded performance relative to its benchmark.

[A] Alternative Performance Measure ('APM')

[1] The negative sector allocation effect was mainly driven by an underweight in Basic Materials during a period when the sector performed strongly, alongside overweights in Industrials, Consumer Staples and Technology which underperformed at the sector level.

A glossary of terms and APMs is provided on pages 93 to 95.

Investment Manager's Report

Portfolio

On the positive side, a number of our largest positions contributed strongly to performance over the year. These included our long term holdings in **Lion Finance** (previously named Bank of Georgia) and **Keller** (geotechnical specialist contractor). Other notable strong performers included **Applied Nutrition**, a nutrition supplements company we bought at IPO almost two years ago, and **Serica Energy** (North Sea oil & gas company). Mergers & Acquisitions (M&A) remained a very significant feature of the UK equity market. During the year we benefitted from a number of bids. These were the financial company, JTC, and the facilities management company, Mitie, just prior to our year end, and Pinewood Technologies, which received a bid that it subsequently recommended after the end of our financial year. On the negative side, the major detractor was our holding in Cerillion, the provider of software and billing systems to major telecoms companies. The company was severely derated by the market on concerns about the timing of the largest ever contract it had announced. While these fears did not materialise, the company has since warned of delayed and deferred orders from other customers. However, we remain holders. Two other notable detractors from performance were the commodity companies, Greatland Resources and Pan African Resources, both of which rose significantly in the first six months to December and neither of which was held in the portfolio. Both left our index at the end of 2025.

Over the year we made certain changes to the portfolio, in part due to the receipt of cash from our bid stocks. New additions included Saga, the provider of services to the over-50s market, including financial products and cruises; and Funding Circle Holdings, a multi-product finance platform for SMEs, which facilitates access to capital for these companies. Among other new purchases we bought a position in The Beauty Tech Group at its IPO, and in XP Power, which designs and manufactures power converter solutions for critical electronic equipment. In addition, such was the daily volatility of share prices, with sizeable positive or negative moves on a daily basis, that we continued to utilise these price moves to add to holdings where the opportunity arose.

Outlook

As we outlined above, geopolitical tensions are a constant feature of the modern world. The war in the Middle East has caused inflation to rise globally. In the UK, CPI now stands at 2.9%, and the Bank of England expects it to rise above 4% early in 2027. Largely as a result of this, bond yields globally are rising, and the UK is feeling this impact in the rising costs of our debt burden. Interest rates are rising in much of the G7 and look to rise in the US. While it is our view that interest rates in the UK are too high, and that the Monetary Policy Committee should continue to look through the temporary rise in inflation caused by the war in Iran, we await the outcome of their deliberations.

Our new prime minister has committed to the Labour manifesto promise of no increases in the three main taxes and also committed to remain within the fiscal rules. That said, we know little of Andy Burnham's plans for the country (other than a stated desire for economic growth), and await the first Budget of the new Chancellor of the Exchequer, John Healey, in October.

What has proved to be a surprise in this turbulent year has been the resilience of the UK economy. Forecasts for GDP growth for the year of c.1% are clearly not strong, but suggest some resilience given the headwinds the country has faced – energy shocks, tax rises, labour cost rises (largely due to regulations), and political uncertainty. Despite all of these factors, the UK August composite PMI data was 52.5, above 50 indicating growth. Consumer confidence, as measured by the GfK, has also risen recently to -14, its highest level in two years, and the appetite for savings looks to have peaked. These metrics are highly important for our consumer-led economy. In addition, perhaps most notable of all, is the increase in productivity growth within the UK over the last 18 months. Output per job has grown by 1.4% year on year – one of the best periods of sustained growth since the global financial crisis of 2008-9.

These factors inform our positive view on our market, and on the companies we own. We are still geared, as UK mid and small caps remain very cheap relative to their own history, and relative to the FTSE 100. Your Company remains cheaper still, both on a P/E basis relative to its benchmark, and on a free cashflow yield basis. Further evidence of the undervaluation of the smaller end of the UK market is the amount of M&A activity that continues to take place (both corporate buyers and private equity), and the number of companies initiating share buybacks to take advantage of their cheap equity. We firmly expect both of these themes to continue. We continue to find compelling opportunities within our large investment universe. We have outlined above just some of the exciting new additions we have made to the portfolio and we believe we own many companies in our portfolio that will deliver strong returns into the future.

Georgina Brittain
Katen Patel

Portfolio Managers

15th October 2026

Managers' Investment Process

Investment Philosophy

The Company's Portfolio Managers ('Managers') achieve JUGI's investment objective through a philosophy centred on the belief that attractively valued, high-quality stocks with positive operational momentum outperform the market over time. The Managers' focus is on constructing a portfolio that has positive tilts towards three proprietary factors: Value, Quality and Momentum. By remaining disciplined in terms of their process as well as in their approach to risk, the Managers believe that, over the long term, JUGI can achieve its objective of delivering both capital growth and outperformance of the benchmark.

Investment Process

The Managers focus on identifying companies with a combination of attractive valuations (Value); return on invested capital and capital discipline (Quality); and positive earnings momentum (Momentum). The investment process includes screening a large number of stocks for various Value, Quality and Momentum characteristics alongside undertaking fundamental research. In constructing the portfolio, the Managers seek to maximise exposure to these characteristics while minimising country, sector, and other incidental risk.

Their investment edge is driven by bottom-up quantitative and fundamental expertise. They aim to ensure that alpha is captured as efficiently as possible by utilising a highly disciplined approach at all stages of investing:

Stock Selection

The Managers have a structured process for assessing the investment case for each stock, blending insights from both fundamental and quantitative research, each of which are critical for generating investment ideas.

Quantitative research allows the Managers to process and analyse a large amount of data objectively and unemotionally in a rigorous and repeatable fashion. This means they can identify and compare the potential investment opportunities from across a broad investment universe of UK stocks.

Fundamental analysis allows the Managers to investigate the financial position of a company in depth. On a daily basis, the Managers analyse company news flow, assessing if new information is different from prior market expectations. This can provide insight into the potential attractiveness of a stock and a driver for the Managers to undertake further in-depth fundamental research to identify whether the market expectations truly reflect their view as to the potential of the company.

Using both quantitative and fundamental analysis in combination means that the Managers can source ideas from the broadest possible investment universe and apply the depth of research necessary to identify and invest in the most attractive companies. The Managers' disciplined, team-based approach ensures consistency and repeatability in their investment results.

Style Considerations

When looking at any company the Managers ask questions centred around three themes that help them to understand the style characteristics of each stock. Their objective from a style perspective is to understand whether the company has attractive value, quality, and/or momentum characteristics. In order to achieve this, they ask the following questions:

Quality: Is the company a good business?

The company's quality is assessed by examining earnings, operational, and management quality, seeking sustainable profitability.

Value: Is the company attractively valued?

Valuation anomalies arise when investor sentiment skews stock value. Value stocks often outperform due to re-ratings, surprising a pessimistic market. The stock value is assessed against market, peers, and fundamentals.

Momentum: Is the outlook improving?

Earnings and price momentum help the Managers spot unexpected growth in profits and market value. Momentum includes analyst estimate changes and stock price trends, shifting expectations for undervalued stocks with strong fundamentals.

The Manager's analysis of companies includes their results, newsflow, meetings, and IPO evaluations to ensure informed investment decisions. A consistent framework is applied across stocks, analysing financial results, earnings quality, cash performance, and forward-looking statements for potential upgrades or downgrades. Developments are reviewed daily in a desk-wide meeting and then within investment teams to assess portfolio implications, underpinned by consistently calculated and rigorously cross-checked metrics, with refinements made as needed at the company or sector level.

Direct engagement is a core part of the Managers' research process. Regular company meetings and site visits help them assess management quality and strategy through discussions with senior leaders and relevant stakeholders (e.g., finance teams and operational management). For placings and IPOs, they apply a structured, multi-step due diligence process given that historical disclosures can be complex and not always representative of the ongoing business.

Managers' Investment Process

Portfolio Construction

The Managers take a disciplined, transparent approach to portfolio construction using their quantitative and fundamental insights complemented with market data to inform buying, selling and sizing decisions. They aim to build a portfolio which maximises the impact of the team's insights while mitigating downside risk.

The Managers monitor the portfolio on an ongoing basis to ensure that the portfolio continues to invest in businesses with the stock specific and style characteristics which they believe will generate outperformance. The Managers also monitor the risk profile to ensure it is appropriate for the prevailing market conditions. They balance opportunity with disciplined position sizing and active management of portfolio exposures. They take a multi-faceted approach to risk management, monitoring risk using both internally developed systems and external products.

A robust sell discipline is central to the Company's process. The Managers exit positions when stocks no longer show the specific characteristics which they believe will lead to outperformance (Value, Quality or Momentum) and/or for the purposes of risk management when, for example, unintended risks may appear in the portfolio.

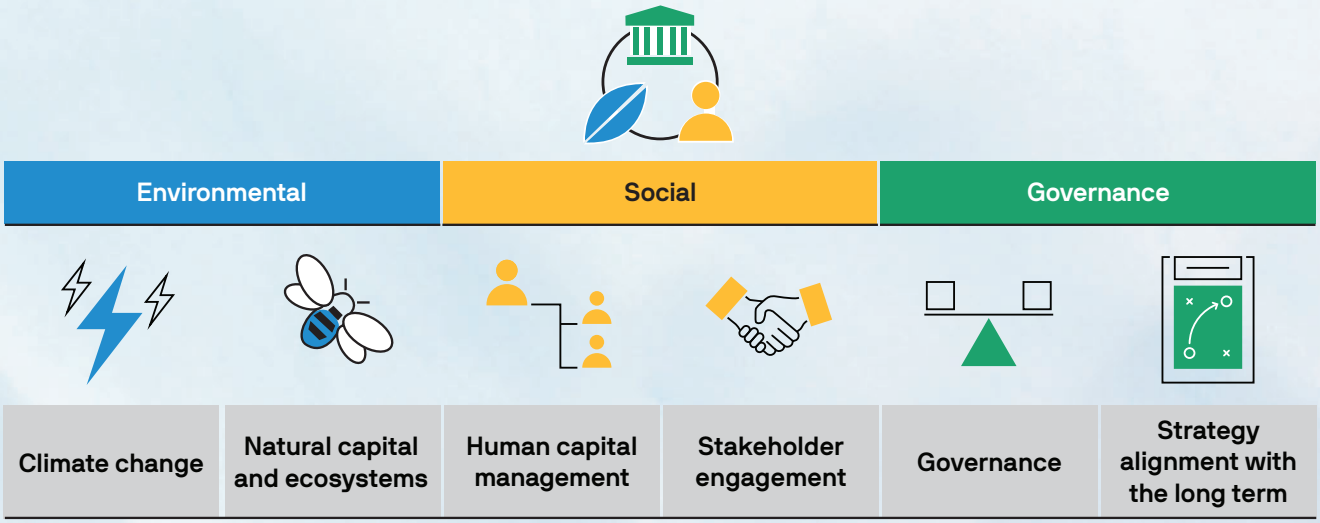
The Managers are supported by specialist teams within JPMAM, including independent Investment Directors, Compliance, and Risk as they aim to ensure the strategy achieves its objectives within a disciplined and risk-controlled framework.

ESG Integration

The Company is not classified as a sustainable or ESG investment vehicle. However, as part of JPMAM's ESG-integrated investment approach, financially material environmental, social, and governance (ESG) factors are systematically assessed, where feasible and appropriate, as part of the broader investment analysis. This helps manage risk and support long-term returns by identifying potential ESG-related headwinds or tailwinds that could have a significant impact on a company's share price.

ESG integration does not alter the Company's investment objective, exclude specific sectors, or limit the investable universe. However, the assessment of financially material ESG factors may influence the Managers' decisions, affecting whether they buy a stock, how much is invested, or how the stock is positioned in the portfolio.

Company engagement: Engagement with companies, including on ESG issues, has long been an integral part of JPMAM's investment approach. Corporate engagement is a collaboration between portfolio managers and the Investment Stewardship specialists within JPMAM's Global Sustainable Investing Team. Engagement focuses on the six firm-wide priorities, outlined below.



JPMAM uses engagement not only to understand how companies consider these ESG issues, but also to try to influence their behaviour and encourage best practices. JPMAM engages with company management at both regularly scheduled meetings and in less formal discussions on relevant matters.

Stewardship

Proxy Voting: JPMAM exercises the voting rights of shares held in client portfolios, where entrusted with this responsibility. JPMAM seeks to vote in a prudent and diligent manner, based exclusively on its reasonable judgement of what will best serve the financial interests of its clients. The aim is to vote at all meetings called by the companies in which it is invested, unless there are any market restrictions or conflicts of interest.

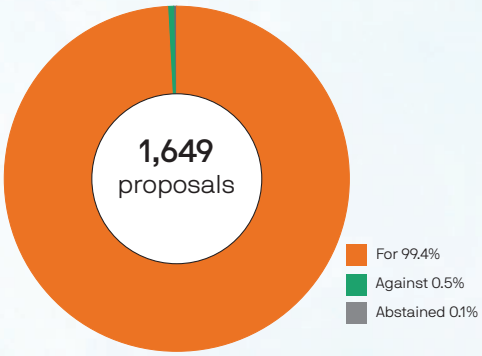
Managers' Investment Process

Consideration is given to the share structure and voting structure of the companies in which it is invested, as well as to board balance, oversight functions and remuneration policy. For full details, please see JPMAM's Global proxy voting guidelines dated April 2026, copies of which are available on request, or to download from the website here:

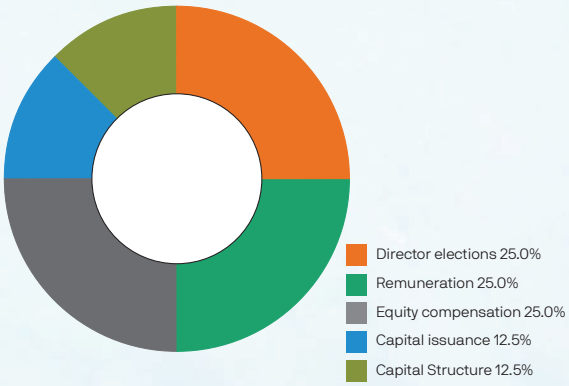
https://am.jpmorgan.com/content/dam/jpm-am-aem/global/en/institutional/communications/lux-communication/corporate-governance-principles-and-voting-guidelines.pdf

The images below show the aggregate voting at shareholder meetings over the year to 31st July 2026 for the holdings in the Company's portfolio.

How we voted



Reasons for voting against management



The following case study is an example of company engagement undertaken during the year.

Issue

Fonix Plc is a mobile payments and interactive services business listed in the UK. We have previously raised concerns with the level of board independence as well as the absence of performance conditions attached to the company's long-term incentive plan (LTIP). Following the 2024 AGM, we sent a letter to the Board Chair reiterating these issues.

Action

We received a response from the company that addressed our concerns around pay practices, explaining that the LTIP options would be contingent on a financial underpin going forward. With regard to board composition, the Chair acknowledged that there was a need to find an additional independent director but it was paramount that this individual should bring the desired experience and expertise that would add value to the existing board. Whilst Fonix failed to appoint a new director ahead of the 2025 AGM, we were appreciative of the fact that finding and recruiting a suitable candidate can take time.

Outcome

Despite board independence levels remaining below expectations, we acknowledged the response from the Chair confirming that the company is actively searching for an additional independent director. We will monitor progress on this and expect an update ahead of next year's AGM. In light of this, and the response to our concerns around pay, we opted to support the re-election of the Chair and the company's remuneration report.

J.P.Morgan Asset Management

Portfolio Case Studies

Keller: The global infrastructure beneficiary



Keller is the world's largest specialist ground-engineering contractor, helping provide the foundations needed for major buildings and infrastructure projects. The business operates internationally and is benefiting from increasing investment in areas such as infrastructure and data centres, particularly in North America. In the first half of 2026, sales and profits grew strongly and its order book reached a record £1.9 billion. The company has also maintained tight control over costs and project delivery, helping profitability improve. Keller therefore combines many of the characteristics we look for: a strong business, improving prospects and exposure to attractive long-term areas of investment.

Applied Nutrition: A UK growth company going global



Applied Nutrition is a sports nutrition, health and wellness business that demonstrates the type of fast-growing company investors can find in the UK smaller-company market. Demand for its products has grown rapidly both at home and internationally. For the year to July 2026, the company reported that sales had risen by around 50% to approximately £160 million, while profits also grew strongly. Applied Nutrition is continuing to invest in additional production capacity to support its expansion and expects further growth in the year ahead. For us, it is a good example of a UK business using a strong home-grown brand as a platform to build a much larger international company.

Ten Largest Investments

1 Keller[3]

Industrials

A geotechnical specialist contractor focused on ground engineering services for construction and infrastructure projects —typically delivering solutions such as specialist foundations, ground improvement, grouting, piling, and other techniques used to support/enable complex builds.

Valuation £'000	%[1]
22,212	4.5
9,790	1.9

2 Premier Foods[3]

Consumer Staples

A UK-based branded food manufacturer, producing and marketing a portfolio of grocery and food brands sold primarily through UK retail and foodservice channels.

Valuation £'000	%[1]
20,585	4.1
23,358	4.6

3 Morgan Sindall

Industrials

A UK construction and regeneration group, providing services across areas such as construction, infrastructure, fit out/refurbishment, property services, and urban regeneration/development.

Valuation £'000	%[1]
17,941	3.6
19,507	3.8

4 XPS Pensions

Financials

A UK pensions consulting and administration firm, providing services such as actuarial advice, pensions administration, investment consulting, and broader retirement/benefits advisory to pension schemes and sponsors.

Valuation £'000	%[1]
13,078	2.6
14,597	2.8

5 Lion Finance[2]

Financials

A financial services holding company best known for its exposure to banking and related financial services in Georgia, historically through the Bank of Georgia franchise.

Valuation £'000	%[1]
12,749	2.5
23,125	4.5

6 Applied Nutrition[3]

Consumer Staples

A consumer health and sports nutrition company, typically focused on developing and selling nutritional supplements and related wellness products.

Valuation £'000	%[1]
12,145	2.4
3,913	0.8

Ten Largest Investments

7 Currys[3]

Consumer Discretionary

A UK and Ireland consumer electronics retailer, selling products such as computing, mobile devices, TVs/audio, and domestic appliances, along with related services (e.g., delivery, installation, support/warranties).

Valuation £'000	%[1]
12,140	2.4
6,328	1.2

8 Mitie[3]

Industrials

A UK facilities management and professional services company, providing outsourced building and infrastructure services such as engineering/maintenance, cleaning, security, and related support services for public- and private-sector clients.

Valuation £'000	%[1]
11,029	2.2
10,157	2.0

9 Galliford Try[3]

Industrials

A UK construction group, typically operating across building and infrastructure/project delivery work for public and private clients.

Valuation £'000	%[1]
10,753	2.2
6,278	1.2

10 Mitchells & Butlers

Consumer Discretionary

A UK hospitality operator, running a portfolio of managed pubs, bars, and restaurants across multiple brands and formats.

Valuation £'000	%[1]
10,529	2.1
10,548	2.1

Total

At 31st July 2026	
Ten largest value £'000	143,161
% of total portfolio	28.6%

At 31st July 2025	
Ten largest value £'000	161,396
% of total portfolio	31.5%

[1] Based on total investments of £498.3m (2025: £511.5m).

[2] Previously Bank of Georgia.

[3] Not included in the ten largest equity investments at 31st July 2025.

Ten Year Record

At 31st July	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
Shareholders' funds (£'000)	160,633	207,285	227,108	207,740	209,937	346,291	260,447	242,204	517,072	473,016	450,467
Undiluted net asset value per ordinary share (p)[1]	189.8	242.4	285.0	264.4	269.0	443.7	333.7	310.3	376.2	362.6	373.1
Diluted net asset value per ordinary share (p)[1,2,A]	188.6	242.4	285.0	264.4	269.0	443.7	333.7	310.3	376.2	362.6	373.1
Share price (p)[1]	150.0	188.4	243.0	229.0	232.0	408.0	297.0	277.0	372.0	328.0	342.5
Share price discount (%)[A]	20.5	22.3	14.7	13.4	13.8	8.0	11.0	10.7	1.1	9.5	8.2
Subscription share price (p)[3]	11.0	—	—	—	—	—	—	—	—	—	—
Gearing (%)[A]	5.7	8.1	9.1	8.7	8.6	8.9	5.8	9.5	8.7	8.1	10.6
Year ended 31st July											
Gross revenue attributable to shareholders (£'000)	4,284	5,183	6,244	6,447	3,980	4,575	8,151	8,667	12,543	15,852	14,748
Revenue return per ordinary share (p)[1]	3.66	4.85	6.14	6.33	3.80	4.38	8.39	9.16	10.39	9.83	9.86
Dividend per share (p)[1]	3.66	4.60	5.40	5.50	5.50	5.70	6.90	7.70	10.06	15.04	14.52
Ongoing Charges (%)[4,A]	1.17	1.12	1.03	1.11	1.01	0.91	0.99	1.02	0.77	0.78	0.75
Total returns rebased to 100 at 31st July 2016											
Return on share price[5]	100.0	128.7	169.6	163.9	170.0	304.9	225.2	215.3	308.4	285.1	311.2
Return on net assets[6,A]	100.0	131.0	156.8	148.6	154.3	259.3	197.6	187.8	241.0	242.5	259.9
Benchmark return[5,7]	100.0	123.4	126.1	120.5	110.0	165.4	139.0	132.6	150.1	153.9	169.0
Total returns for the year ended 31st July											
Return on share price (%)[5,A]	–10.1	+28.7	+31.8	–3.4	+3.7	+79.4	–26.1	–4.4	+43.3	–7.6	+9.1
Return on net assets (%)[6,A]	–6.4	+31.0	+19.7	–5.2	+3.8	+68.1	–23.8	–5.0	+28.4	+0.6	+7.2
Benchmark return (%)[5,7]	+2.1	+23.4	+2.1	–4.4	–8.7	+50.3	–16.0	–4.6	+13.2	+2.5	+9.8
Net asset return performance relative to benchmark return (%)[A]	–8.5	+7.6	+17.6	–0.8	+12.5	+17.8	–7.8	–0.4	+15.2	–1.9	–2.6

[1] All comparative figures from 2016 to 2019 have been restated due to the sub-division of each existing ordinary share of 25p into five ordinary shares of 5p each on 30th November 2018. The 2024 dividend represents the payment of a pre-completion dividend of 3.60p per share and a second interim dividend of 6.46p per share, based on 2% of the unaudited NAV of the enlarged Company as of the admission date of the new shares, following the Combination with JMF. This aligns with the new enhanced dividend policy following the Combination, which aims for a 4% annual yield on the NAV. The yield is calculated based on 4% of the NAV as of 31st July each year, marking the end of the Company's preceding financial year.

[2] Assumes that all outstanding Subscription shares were converted into Ordinary shares at the year end. As at 31st July 2026, there was no dilution effect due to the expiry of the Subscription shares, their rights having lapsed on 30th June 2017.

[3] On 25th February 2015, the Company issued Subscription shares as a bonus issue to the Ordinary shareholders on the basis of one Subscription share for every five Ordinary shares held. These shares expired and their rights lapsed on 30th June 2017.

[4] The ongoing charges for 2024 and 2025 are shown excluding a six-month management fee waiver on the assets acquired from JMF, as part of the cost contribution from the Manager towards the Combination. Of this waiver, five months were applied in 2024 and one month in 2025. Including the management fee waiver, the ongoing charges for 2025 were 0.76% (2024: 0.64%).

[5] Source: Morningstar.

[6] Source: J.P.Morgan/Morningstar, cum income net asset value per share.

[7] The Company's benchmark is the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index. Prior to 1st January 2019, the Company's benchmark was the FTSE Small Cap Index (excluding Investment Trusts). The benchmark index returns quoted above for 2019 are a composite of the two indices.

[A] Alternative Performance Measure ('APM').

A glossary of terms and APMs is provided on pages 93 to 95.

Portfolio Information

Portfolio Analysis

As at 31st July

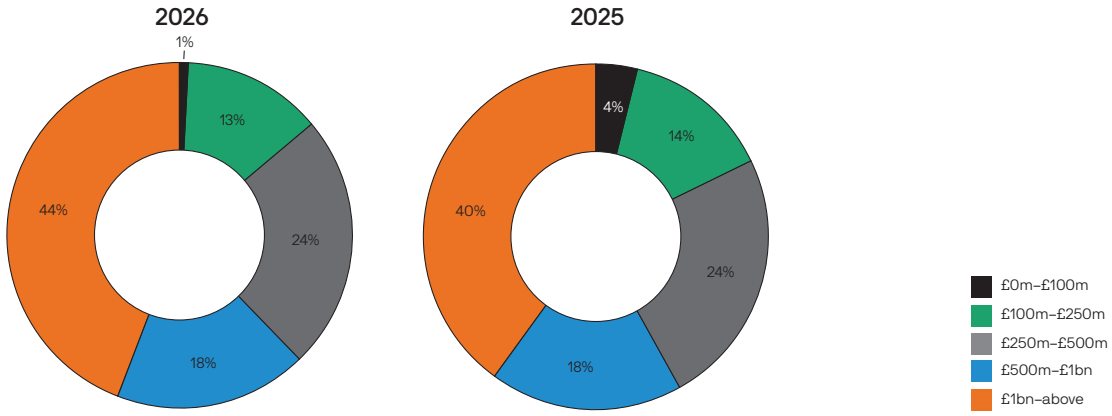
Sector	2026 Portfolio %[1]	2026 Benchmark %	2026 Over/(Under) Weight %	2025 Portfolio %[1]	2025 Benchmark %	2025 Over/(Under) Weight %
Industrials	28.9	23.8	5.1	27.5	25.4	2.1
Financials	23.5	18.2	5.3	26.5	16.4	10.1
Consumer Discretionary	17.0	15.3	1.7	19.9	15.5	4.4
Consumer Staples	8.7	8.1	0.6	5.4	5.9	(0.5)
Technology	7.5	6.2	1.3	9.4	7.6	1.8
Energy	4.6	4.1	0.5	3.7	4.4	(0.7)
Real Estate	4.0	9.2	(5.2)	2.0	8.5	(6.5)
Basic Materials	3.2	7.2	(4.0)	2.6	7.7	(5.1)
Telecommunications	2.2	1.6	0.6	0.6	1.9	(1.3)
Health Care	0.4	4.6	(4.2)	1.1	4.7	(3.6)
Utilities	—	1.7	(1.7)	1.3	2.0	(0.7)
Total	**100.0**	**100.0**		**100.0**	**100.0**	

[1] Based on total investments of £498.3m (2025: £511.5m).

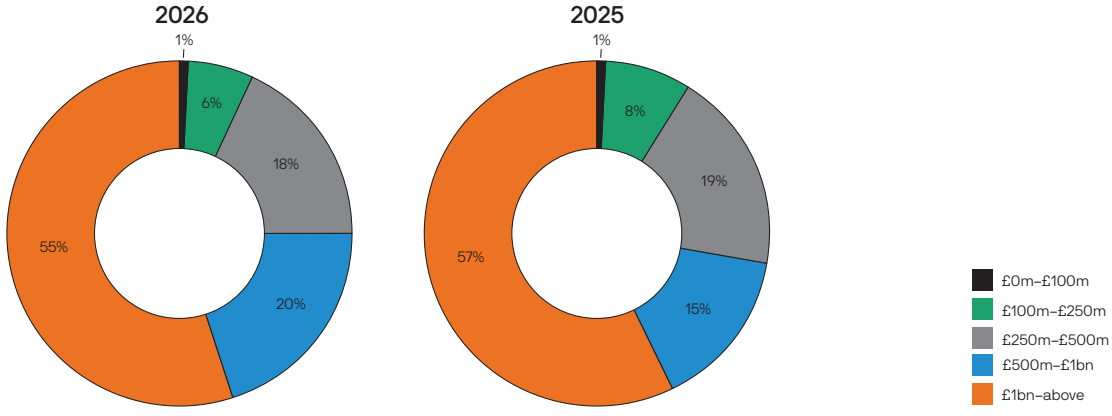
Holdings breakdown

As at 31st July

Market capitalisation profile of portfolio (based on number of holdings)



Market capitalisation profile of portfolio (based on value of holdings)



Portfolio Information

List of Investments

As at 31st July 2026

Company	Valuation £'000	% of the total portfolio
Industrials		
Keller[1]	22,212	4.5
Morgan Sindall[1]	17,941	3.6
Mitie[1]	11,029	2.2
Galliford Try[1]	10,753	2.2
Volution[1]	10,382	2.1
Serco[1]	8,194	1.6
FirstGroup[1]	6,156	1.2
Volex[2]	5,953	1.2
Clarkson[1]	5,674	1.1
Avon Technologies[1]	5,368	1.1
PayPoint[3]	4,926	1.0
Avingtrans[2]	4,686	0.9
Renew[2]	4,564	0.9
Science[2]	4,553	0.9
Elixirr International[3]	3,968	0.8
XP Power[1]	3,954	0.8
Keystone Law[2]	3,808	0.8
Cohort[2]	2,942	0.6
Norcros[3]	2,639	0.5
Chemring[1]	2,451	0.5
Fonix[2]	1,827	0.4
	143,980	**28.9**
Financials		
XPS Pensions[1]	13,078	2.6
Lion Finance[4]	12,749	2.5
Tatton Asset Management[2]	9,841	2.0
Plus500[1]	8,676	1.7
OSB[1]	7,513	1.5
Polar Capital[2]	7,479	1.5
TP ICAP[1]	6,848	1.4
Molten Ventures[1]	6,373	1.3
Funding Circle[1]	6,371	1.3
CMC Markets[1]	5,769	1.2
Paragon Banking[1]	5,733	1.1
TBC Bank[1]	5,291	1.1
Quilter[1]	4,762	1.0
IntegraFin[1]	4,017	0.8
Pollen Street[1]	3,561	0.7
Mortgage Advice Bureau[3]	2,678	0.5
Shawbrook[1]	2,374	0.5
BP Marsh & Partners[2]	2,285	0.4
Distribution Finance Capital[2]	1,863	0.4
	117,261	**23.5**

Company	Valuation £'000	% of the total portfolio
Consumer Discretionary		
Currys[1]	12,140	2.4
Mitchells & Butlers[1]	10,529	2.1
4imprint[1]	8,232	1.7
Saga[1]	6,485	1.3
Dunelm[1]	5,692	1.1
Marston's[3]	4,241	0.9
Bloomsbury Publishing[1]	4,185	0.8
Everplay[2]	4,060	0.8
Hostelworld[3]	3,864	0.8
Hollywood Bowl[1]	3,819	0.8
Frontier Developments[2]	3,488	0.7
Jet2[2]	3,234	0.6
Trainline[1]	2,929	0.6
Rank[1]	2,790	0.6
Wickes[1]	2,675	0.5
DFS Furniture[3]	2,327	0.5
On the Beach[3]	2,036	0.4
Bellway[1]	1,988	0.4
	84,714	**17.0**
Consumer Staples		
Premier Foods[1]	20,585	4.1
Applied Nutrition[1]	12,145	2.4
Beauty Tech[3]	4,787	1.0
Greencore[1]	3,085	0.6
Princes[1]	2,886	0.6
	43,488	**8.7**
Technology		
Cerillion[2]	8,250	1.6
Trustpilot[1]	5,615	1.1
Kainos[1]	5,283	1.1
Softcat[1]	4,825	1.0
Quartix Technologies[2]	4,030	0.8
MONY[1]	3,928	0.8
Pinewood Technologies[3]	3,565	0.7
ActiveOps[2]	2,000	0.4
	37,496	**7.5**

Portfolio Information

Company	Valuation £'000	% of the total portfolio
Energy		
Serica Energy[2]	9,173	1.8
Ashtead Technology[3]	7,219	1.5
Hunting[1]	3,481	0.7
Gulf Marine Services[3]	3,150	0.6
	23,023	**4.6**
Real Estate		
Derwent London[1]	6,207	1.3
Safestore[1]	3,840	0.8
Mears[3]	3,810	0.8
Shaftesbury Capital[1]	3,545	0.7
LSL Property Services[3]	2,217	0.4
	19,619	**4.0**
Basic Materials		
Hill & Smith[1]	9,957	2.0
Hochschild Mining[1]	2,524	0.5
Sylvania Platinum[2]	1,752	0.4
Atalaya Mining Copper[1]	1,664	0.3
	15,897	**3.2**

Company	Valuation £'000	% of the total portfolio
Telecommunications		
Helios Towers[1]	6,530	1.3
Filtronic[2]	4,430	0.9
	10,960	**2.2**
Health Care		
NIOX[2]	1,812	0.4
	1,812	**0.4**
Total Investments	**498,250**	**100.0**

[1] FTSE 250 listed, totalling 68.7% of total investments.
[2] Quoted on the Alternative Investment Market ('AIM'), totalling 18.4% of total investments.
[3] FTSE Small Cap listed, totalling 10.4% of total investments.
[4] FTSE 100 listed, totalling 2.5% of total investments.

Business Review

The aim of the Strategic Report is to provide Shareholders with the ability to assess how the Directors have performed their duty to promote the success of the Company during the year under review. To assist Shareholders with this assessment, the Strategic Report sets out the structure and objective of the Company, its investment policies and risk management, investment limits and restrictions, performance and key performance indicators, share capital, the Company's environmental, social and ethical policy, principal and emerging risks and how the Company seeks to manage those risks, and finally its long-term viability.

The Company's Purpose, Values, Strategy and Culture

The purpose of the Company is to provide capital appreciation for Shareholders from a diversified portfolio of UK listed smaller companies, emphasising capital growth and aiming to outperform its benchmark index over the longer term. To achieve this, the Board is responsible for employing and overseeing an investment management company that has the appropriate investment expertise, resources and controls in place to meet the Company's investment objective.

The Company's strategy is to create value for Shareholders by achieving its investment objective. The Board engages the Manager to implement the strategy.

To ensure that the Company's purpose, values, strategy and culture are aligned, the Board comprises independent non-executive Directors from diverse backgrounds. The Directors have a breadth of relevant skills and experience, act with professional integrity and contribute in an open boardroom culture that both supports and challenges the Manager. The Board's values are aligned with the values and behaviours of the Manager. The Board also seeks to promote the Company's culture through ongoing dialogue and engagement with its stakeholders.

Objective of the Company

The Company's objective is to achieve capital growth from UK listed smaller companies by outperformance of the Company's benchmark index, the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index and a rising share price over the longer term by taking carefully controlled risks. The Company's investment policy is set out below and came into effect from 1st January 2019 following approval at the AGM in November 2018.

Business Model

JPMorgan UK Small Cap Growth & Income plc is an investment trust company listed on the London Stock Exchange.

In seeking to achieve its objective, the Company employs JPMAM to manage the Company's assets on an active basis. The Board has determined an investment policy and related guidelines and limits as described below.

The Company is subject to UK legislation and regulations including UK company law, UK Financial Reporting Standards, the FCA Listing, Prospectus, Disclosure Guidance and Transparency Rules, Market Abuse Regulation, taxation law and the Company's own Articles of Association.

The Company is an investment company within the meaning of Section 833 of the Companies Act 2006 and has been approved by HM Revenue & Customs as an investment trust (for the purposes of Sections 1158 and 1159 of the Corporation Tax Act 2010) for the year ended 31st July 2013 and future years. The Directors have no reason to believe that approval will not continue to be obtained. The Company is not a close company for taxation purposes.

A review of the Company's activities and prospects is given in the Chair's Statement on pages 9 to 13, and in the Investment Manager's Report on pages 14 and 15.

Investment Policies and Risk Management

In order to achieve the investment objective, the Company invests in a diversified portfolio of UK listed smaller companies, emphasising capital growth.

Investment risks are managed by investing in a diversified portfolio of UK listed smaller companies. The Company seeks to manage its risk relative to its benchmark index by limiting the active portfolio exposure to stocks and sectors. However, the portfolio will typically diverge materially from the benchmark.

The Company invests in smaller companies which tend to be more volatile than larger companies and the investment policy should therefore be regarded as carrying greater than average risk.

Liquidity and borrowings are managed with the aim of increasing returns to Shareholders.

In accordance with the Listing Rules the Company will not invest more than 15% of its gross assets in other UK listed closed-ended investment funds and will not invest more than 10% of its gross assets in companies that themselves may invest more than 15% of gross assets in UK listed closed-ended investment funds at the time of acquisition.

Investment Restrictions and Guidelines

The Board seeks to manage the Company's risk by imposing various investment limits and restrictions.

- No investment in the portfolio will be greater than 10% of the Company's gross assets.
- The Company will not normally invest in derivative instruments.
- The Company may invest in AIM stocks up to a maximum and minimum exposure limit of +/–20% relative to the Benchmark (with effect from 14th July 2022).
- The number of investments in the portfolio will normally range between 60 and 120.

- The Company's gearing policy is to operate within a range of 10% net cash to 15% geared in normal markets.
- The maximum exposure to an investment will normally range between +/–5% relative to the benchmark index.
- The maximum exposure to an ICB (Industry Classification Benchmark) sector will range between +/–20% relative to the benchmark index.

All of the above restrictions and guidelines are kept under review by the Board.

Compliance with the Board's investment restrictions and guidelines is monitored continuously by the Manager and is reported to the Board on a monthly basis.

Performance

In the year ended 31st July 2026, the Company produced a total return on share price of +9.1% and a total return on net assets of +7.2%. This compares with the total return on the Company's benchmark index of +9.8%. As at 31st July 2026, the value of the Company's investment portfolio was £498.3 million. The Investment Manager's Report on pages 14 and 15 includes a review of developments during the year as well as information on investment activity within the Company's portfolio.

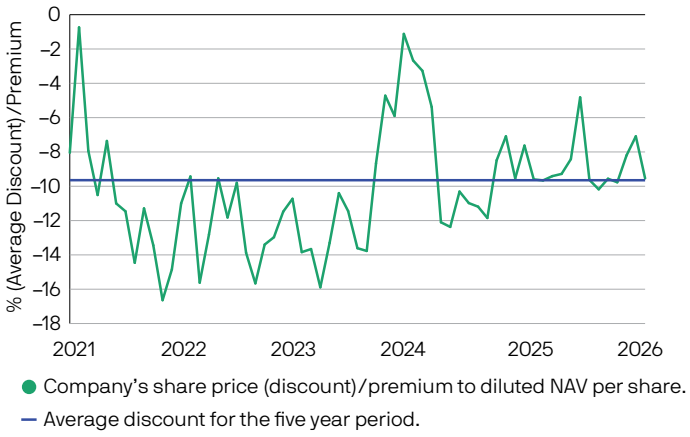
As at 31st July 2026, £55 million had been drawn on the £55 million loan facility. Further details about the loan facility are given on page 41 and in note 13 on page 77.

Key Performance Indicators ('KPIs')

The Board uses a number of financial KPIs to monitor and assess the performance of the Company. The principal KPIs are:

- **Performance against the benchmark index**
  - This is the most important KPI by which performance is judged. Information on the Company's performance is given in the Chair's Statement and the Investment Manager's Report. Please also refer to the graphs on page 8.
  - The Company did not outperform its benchmark index in the year ended 31st July 2026. However, performance over the medium (three years) and long term (ten years) has been strong, with the Company delivering results ahead of its benchmark over these periods.
- **Performance attribution**
  - The purpose of performance attribution analysis is to assess how the Company has achieved its performance relative to its benchmark index and to understand the impact on the Company's relative performance of the various components such as stock selection and sector allocation. Details of the attribution analysis for the year ended 31st July 2026 are given in the Investment Manager's Report on page 14.
- **Share price (discount)/premium to net asset value ('NAV') per ordinary share**
  - The Board seeks to understand the reasons behind the differential between the Company's share price and NAV per share, including wider market conditions. The Board has shareholder authority to operate a share repurchase and issuance programme, when deemed appropriate, that seeks to address imbalances in supply and demand for the Company's shares and thereby reduce the volatility of the share price discount to NAV per share at which the Company's shares trade in normal market conditions. In the year to 31st July 2026, the shares traded between a discount of 3.8% and 12.3% with an average discount of 9.1% based on daily data. The Company's year-end discount figure was 8.2% (2025: 9.5% discount). The sector average discount at 31st July 2026 was 10.2%[1] (2025: 11.5%[1] discount).
  - The Board, at its regular meetings, undertakes reviews of marketing and sales reports from the Manager. It considers their effectiveness as well as various other measures of investor sentiment.

Share rating based on month end data from 31st July 2021



Source: Morningstar.

Please note the graph above is based on month end data only. Therefore, the graph may not reflect the highest or lowest discount values in any given financial year.

- **Ongoing Charges**
  - The ongoing charges represent the Company's management fee and all other operating expenses excluding interest, expressed as a percentage of the average daily net assets during the year. The ongoing charges for the year ended 31st July 2026 were 0.75% (2025: 0.78%). The Board reviews each year an analysis which compares the Company's ongoing charges and its main expenses with those of its peers to ensure that it remains competitive. Please see pages 40 and 41 for more information on the management fee.

[1] Source: AIC – UK Smaller Companies sector.

Principal and Emerging Risks

The Board has overall responsibility for reviewing the effectiveness of the system of risk management and internal control which is operated by the Manager and the Company's third party service providers. Through delegation to the Audit Committee, the Company's ongoing risk management process is designed to identify, evaluate and mitigate the significant risks that the Company faces.

In order to monitor and manage risks facing the Company, with the assistance of the Manager, the Audit Committee maintains a risk matrix, which, as part of the risk management and internal controls process, details the principal and emerging risks that have been identified to face the Company at any given time, together with measures put in place to monitor, manage or mitigate against them as far as practicable. The Audit Committee considers the Company's risk matrix at each meeting, and furthermore holds a third meeting each year dedicated to a thorough review of the risk matrix.

The risk matrix sets out the risk, which is then rated by the likelihood of occurrence and possible severity of impact. The Directors, through the Audit Committee, confirm that they have carried out a robust assessment of the principal and emerging risks facing the Company, including those that would threaten its business model, future performance, solvency or liquidity.

The principal and emerging risks facing the Company, how they have changed during the year, the mitigating activities in place, and how the Board aims to manage or mitigate these risks are set out below.

An upwards arrow, stable or downwards arrow has been included to show if the risk level has heightened, remained stable or reduced since it was reported in last year's Annual Report and Financial Statements.

Principal risk	Description	Mitigating activities	Movement from prior year
Strategic and Performance Risk	The corporate strategy, including the investment objectives and policies, may not be of sufficient interest to current or prospective Shareholders. Other factors, such as the size of the Company and level of liquidity in its shares, may also deter shareholder interest, resulting in the shares trading at an increased discount to net asset value. Poor investment performance, for example due to poor stock selection, asset allocation or an inappropriate level of gearing, may lead to under-performance against the Company's benchmark index and peer companies, resulting in the Company's shares trading on a wider discount.	The Board regularly reviews its strategy, and assesses, with its brokers, shareholder views. The Board manages these risks by diversification of the portfolio through its investment restrictions and guidelines which are monitored and reported on. The Manager provides the Directors with timely and accurate management information, including performance data and attribution analyses, revenue estimates and liquidity reports. The Board monitors the implementation and results of the investment process with the Portfolio Managers, who attend Board meetings, and reviews data which shows statistical measures of the Company's risk profile. The Board limits the level of gearing that the Investment Manager can employ and evaluates corporate opportunities to gain scale and other benefits. Please refer to the Chair's Statement for details on the proposed combination of the Company with AUSC.	⬌ The risk remained unchanged during the year. The Company has been more active in buying back its shares.
Discount/ premium	A disproportionate widening of the discount or narrowing of the premium relative to the Company's peers could result in loss of value for Shareholders, including as a result of lack of investor interest.	In order to manage the volatility of the share price relative to NAV, the Company has Shareholder authority to repurchase and issue shares. The Board regularly discusses buyback policy and has set parameters for the Manager and the Company's broker to follow. The Board receives shareholder feedback from the Company's brokers and Manager and agrees the Company's sales and marketing plan with the Manager to seek to increase demand for the Company's shares.	⬌ The risk remains high; however, the Company has outperformed its peers over the medium and long term and the Company's discount remains within the peer group average.

Change Key

⬆ **Heightened** ⬌ **Stable** ⬇ **Reduced**

Principal and Emerging Risks

Principal risk	Description	Mitigating activities	Movement from prior year
Discount/ premium (continued)		The Board regularly reviews and monitors the Company's objective and investment policy and strategy, the investment portfolio and its performance, the level of discount/premium to net asset value at which the shares trade and movements in the share register.	
Smaller Company Investment and Market	Investing in smaller companies is inherently more risky and volatile, partly due to a lack of liquidity in the shares, plus AIM stocks are less regulated.	The Board discusses these risk factors at each Board meeting with the Portfolio Managers. The Portfolio Managers manage investment risk in a variety of ways including the limits in relation to individual stocks and sectors relative to the Benchmark, together with other investment restrictions and guidelines, which are agreed with the Board. These are monitored on an ongoing basis.	⇔ This risk remains high but unchanged from 2025.
Economic Environment	The outlook for longer term inflation and the interest rate cycle can present a risk to asset pricing and economic performance.	The Manager takes account of the macroeconomic/geopolitical backdrop in taking investment decisions which are based on fundamental, bottom up stock picking and reports to the Directors at each Board meeting. In addition, the Board has open discussions with the Portfolio Managers at each Board meeting including around interest rates/GDP and all macroeconomic factors relative to the Company's business.	⇑ The risk has increased due to elevated inflation rates, putting upward pressure on interest rates.
Political and Economic	Financial crisis, a significant fall in markets, natural disasters, significant political/regulatory change, a new pandemic or increasing risk to market stability and investment opportunities from actual and potential geopolitical conflicts could each adversely affect the Company's operation or performance.	The Board discusses global developments with the Manager and will continue to monitor these issues together with all other relevant considerations. The Manager has dedicated resources to evaluate these risks, as well as access to experts where required, to assist in portfolio risk management. Neither the Manager nor the Board has control over external events; however, mitigation of the risks is sought through portfolio diversification, limits on gearing etc. In addition the Board undertakes a regular review of the control environment to ensure the Company can continue to operate in the event Business Continuity Plans are implemented.	⇑ The risk has increased with episodes of heightened market volatility and economic uncertainty as a result of ongoing conflicts in the Middle East and Ukraine, which have affected energy markets, and ongoing trade tensions after the imposition of tariffs by the US.
Investment Management Team	Investment performance may suffer if the designated Portfolio Managers were to leave.	The Board considers that, though there may be short-term disruption, the risk would be mitigated by the substantial investment management resources of JPMorgan, and the use of an established investment methodology.	⇔ This risk remains unchanged. The Board remains comfortable with the robustness of the succession plans within the Investment Management Team.

Change Key
⇑ Heightened ⇔ Stable ⇓ Reduced

Principal and Emerging Risks

Principal risk	Description	Mitigating activities	Movement from prior year
Accounting, Legal and Regulatory	In order to qualify as an investment trust, the Company must comply with Section 1158 of the Income and Corporation Tax Act 2010 ('Section 1158'). Details of the Company's approval are given on page 26. Should the Company breach Section 1158, it may lose its investment trust status and as a consequence capital gains within the Company's portfolio would be subject to Capital Gains Tax. The Company must also comply with the provisions of The Companies Act 2006 and, as its shares are listed on the London Stock Exchange, the UKLA Listing Rules and Disclosure and Transparency Rules ('DTRs'). A breach of the Companies Act 2006 could result in the Company and/or the Directors being fined or the subject of criminal proceedings. Breach of the UKLA Listing Rules or DTRs may result in the Company's shares being suspended from listing which in turn would breach Section 1158. The Company is also subject to a number of other laws and regulations including AIFMD, MiFID II and the Market Abuse Regulations. Corporate governance risk arises if the Board fails to keep abreast of evolving best practice.	The Section 1158 qualification criteria are regularly monitored by the Manager and the results reported to the Board each month. The Board relies on the services of its Company Secretary, the Manager and its professional advisers to monitor compliance with all relevant requirements.	⇔ This risk remains stable. Changes to the regulatory landscape are expected to be ongoing.
Climate change	Climate change, which barely registered with investors a decade ago, has today become one of the most critical issues confronting asset managers and their investors. Investors can no longer ignore the impact that the world's changing climate will have on their portfolios.	Financial returns for long-term diversified investors should not be jeopardised given the investment opportunities created by the world's transition to a low-carbon economy. The Board also considers the threat posed by the physical impact of climate change on the operations of the Manager and other major service providers. As extreme weather events become more common, the resilience, business continuity planning and the location strategies of our service providers will come under greater scrutiny. In preparing the Company's financial statements the Directors have considered the impact of climate change risk (see note 1(a)).	⇔ Climate change continues to be a critical threat facing the natural environment and our societies.

Change Key

⇑ Heightened ⇔ Stable ⇓ Reduced

Principal and Emerging Risks

Principal risk	Description	Mitigating activities	Movement from prior year
Cyber Crime	The threat of cyber attack, in all its guises, is regarded as at least as important as more traditional physical threats to business continuity and security. In addition to threatening the Company's operations, such an attack is likely to raise reputational issues which may damage the Company's share price and reduce demand for its shares. The Company may be affected by detrimental investment performance, if the companies in the portfolio are impacted by disruption to business as a result of a cyber attack.	The Board receives the cyber security policies for its key third party service providers and assurance from JPMF that the Company benefits directly or indirectly from JPMorgan's Cyber Security programme. The information technology controls around the physical security of JPMorgan's data centres, security of its networks and security of its trading applications are tested by an independent third party and reported every six months against the AAF Standard.	⬆ This risk has increased due to escalation in cyber crime against large business. To date the Manager's cyber security arrangements have proven robust and the Company has not been impacted by any cyber attacks threatening its operations.
Artificial Intelligence ('AI')	AI has become a powerful tool that is transforming a huge range of areas. It is a significant driver of innovation, as well as a disrupter to current business models and processes. The difficulty of predicting its impact makes corporate valuations less certain. AI also increases the potential risk from cyber related crime.	The Company's investment process integrates financially material considerations of the impact of AI into decisions on which stocks to buy, hold or sell. This includes considering the approach portfolio companies take to recognising the impact of AI and adapting their strategy to mitigate the risk and harness the potential. The Board works with the Manager to monitor and evaluate developments in AI, including its potential impact on the portfolio, our service providers and the wider market.	⬆ With increased adoption of AI, the growing incidence of AI-enabled threats (including data leakage) and the sharpening of governance and legal expectations have increased both the likelihood and potential materiality of adverse outcomes; accordingly, AI now warrants classification as a principal risk requiring ongoing oversight and mitigation.

Emerging Risks

The AIC Code of Corporate Governance requires the Audit Committee to put in place procedures to identify emerging risks. At each meeting, the Board considers emerging risks which it defines as potential trends, sudden events or changing risks which are characterised by a high degree of uncertainty in terms of occurrence probability and possible effects on the Company. As the impact of emerging risks is understood, they may be entered on the Company's risk matrix and mitigating actions considered as necessary.

While the Audit Committee has not identified any specific emerging risks as at the date of this report, it notes the continued heightened level and evolving nature of the geopolitical risks facing the Company and will continue to monitor these closely.

Change Key

⬆ Heightened ⬌ Stable ⬇ Reduced

Long Term Viability

Long Term Viability

The UK Corporate Governance Code and the AIC Code of Corporate Governance requires the Board to assess the prospects of the Company over a longer period than the 12 months required by the 'Going Concern' provision.

The Company's current position and prospects are set out in the Chair's Statement, the Investment Manager's Report and the Strategic Report. The principal and emerging risks are set out on pages 28 to 31.

In determining the appropriate period of assessment, the Directors have had regard to their view that, given the Company's objective of achieving long-term total returns, Shareholders should consider the Company as a long-term investment proposition. The Directors also take account of the inherent uncertainties of equity markets and the existence of a continuation vote every three years. Thus, the Directors consider five years to be an appropriate time horizon to assess the Company's viability. The Company has invested through many difficult economic and market cycles, including ongoing geopolitical tensions and conflicts and the recent heightened market volatility. The Board is cognisant of market uncertainty, together with its impact on the UK and global economy and the prospects for many of the Company's portfolio holdings. Notwithstanding this uncertainty, given the factors stated below, the Board expects the Company to continue for the foreseeable future and has conducted its assessment for a period of five years.

Taking account of the Company's current position, the principal risks of the Company and their potential impact on its future development and prospects, the Directors have assessed the prospects of the Company, to the extent that they are able to do so, over the next five years. The Company has no loan covenants or liabilities that cannot be readily met and the Directors have reviewed income and expense projections and the liquidity of the investment portfolio in making their assessment. The Directors have made their assessment by considering those principal risks, including the lower liquidity and high volatility of smaller company shares, in the light of the Company's investment objective and strategy, the investment capabilities of the Manager and the current outlook for the UK economy and its equity markets. Equity markets across the world are being negatively impacted by inflation and interest rates and risks to energy supply. Notwithstanding the uncertainty, the Board does not believe that it calls into question the long term viability of the Company, particularly as the Company's loan covenants and liabilities can be readily met. The Directors have examined the falls needed to breach the Company's covenants.

In evaluating the Company's ability to continue as a going concern, the Board has considered its current position, principal and emerging risks and the potential impact these may have on future development and prospects. The Board has also reviewed the mitigation measures implemented by key third-party service providers, including the Manager, to ensure operational resilience and business continuity.

The Board has conducted stress testing and scenario analysis, considering a range of adverse conditions, including severe market downturns, significant currency fluctuations, and prolonged periods of low liquidity. These analyses have demonstrated that the Company has the resilience and flexibility to continue operating effectively under a variety of challenging conditions. The Board is cognisant of the reduction in ongoing charges as a result of the management fee tiering arrangements and cost efficiencies from the Company's costs being spread across a larger asset base.

As an investment company with a relatively diverse, liquid equity portfolio capable of being realised fairly quickly, and largely fixed ongoing charges which equate to a very small proportion of net assets, it would easily be able to meet its ongoing operating costs as they fall due.

The Directors confirm that they have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the five-year period of assessment.

The Board has also ascertained comfort from the 99.96% shareholder support for the triennial continuation vote at the 2023 AGM and based on feedback from the Company's Corporate Broker and the Manager's sales team, has no reason to expect that the continuation vote at this year's AGM will not pass. The Company's positive long-term performance further supports this view. In addition, with the Company's positive long-term performance, it is reasonable to believe that shareholders will vote in favour of continuation.

Furthermore, as part of their assessment, the Board reviewed the Manager's sensitivity analysis, challenged the underlying viability assumptions and considered stress tests, concluding that the Company continues to remain viable. The Directors confirm that, assuming a successful continuation vote at the 2026 and 2029 Annual General Meetings, as has been the case with previous continuation votes for JUGI, they have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the five year period of assessment.

For and on behalf of the Board
Graham Fenwick, for and on behalf of
JPMorgan Funds Limited, Secretary

15th October 2026

Duty to Promote the Success of the Company

Section 172 of the Companies Act 2006 ('Companies Act') states that: A Director of a company must act in the way that is considered in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to the following six items:

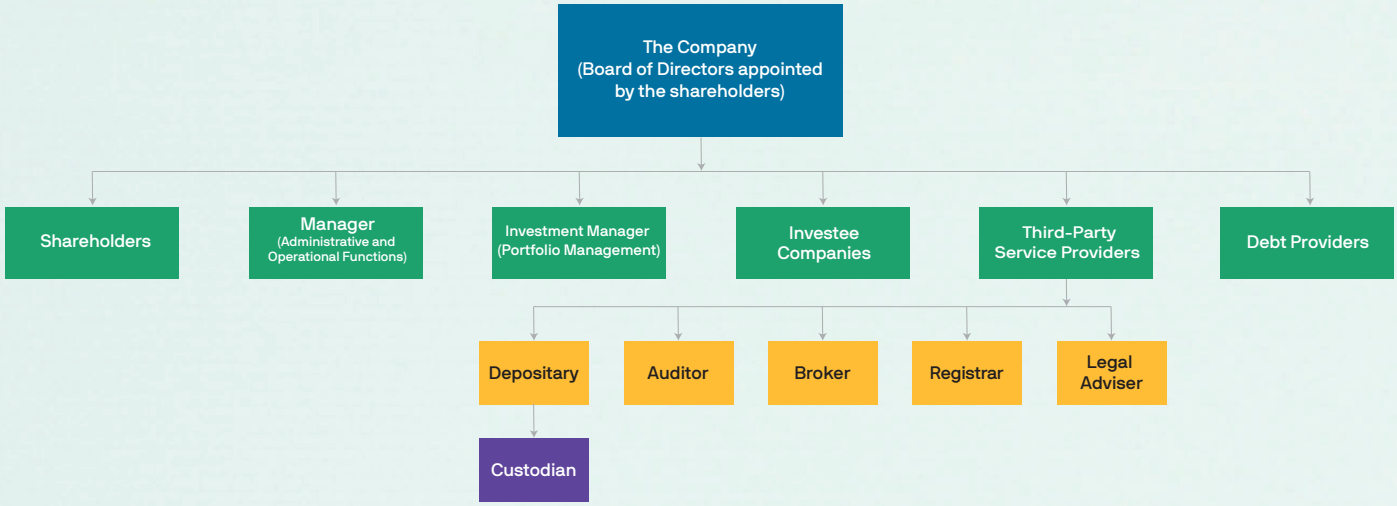
The likely consequences of any decision in the long term	In managing the Company, the aim of both the Board and Manager is always to ensure the long-term sustainable success of the Company and, therefore, the likely long-term consequences of any decision are a key consideration. In managing the Company during the year under review, the Board acted in the way which it considered, in good faith, would be most likely to promote the Company's long-term sustainable success and to achieve its wider objectives for the benefit of Shareholders as a whole, having had regard to the wider stakeholders and the other matters set out in section 172 of the Companies Act.
The interests of the Company's employees	The Company does not have any employees.
The need to foster the Company's business relationships with suppliers, customers and others	The Board's approach is described under 'Stakeholders' on the next page.
The impact of the Company's operations on the community and the environment	The integration of financially material ESG factors does not modify the Company's investment objective and the Company does not have an ESG focused investment strategy. The Board has appointed a Manager that, through its Investment Manager, integrates ESG considerations into its investment process. Please see pages 17 to 19.
The desirability of the Company maintaining a reputation for high standards of business conduct	The Board's approach is described under the Company's Purpose, Values, Strategy and Culture on page 26.
The need to act fairly between members of the Company	The Board's approach is described under 'Stakeholders' on the next page.

The Board's philosophy is that the Company should foster a culture where all parties are treated fairly and with respect and the Board recognises the importance of keeping the interests of the Company's stakeholders, and of acting fairly between them, front of mind in its key decision making.

Duty to Promote the Success of the Company

Stakeholders

The Board has identified the following as its key stakeholders:



The Board believes the best interests of the Company are aligned with those of its key stakeholders as all parties wish to see and ultimately benefit from the Company achieving its investment objectives while carrying on business in compliance with the highest possible regulatory, legal, ethical and commercial standards.

The table below sets out details of the Company's engagement with these stakeholders:

Engagement

Shareholders

Ongoing shareholder engagement is critical to the continued existence of the Company and the successful delivery of its long term strategy. The Board is focused on fostering and maintaining good working relationships with Shareholders and understanding their views in order to incorporate them into the Board's strategic thinking and objectives. To ensure continuing engagement with Shareholders, the Manager conducts a significant number of shareholder meetings (which the Board may attend) each year and provides the Board with ongoing feedback. Shareholders are encouraged to attend the Company's Annual General Meeting. Shareholders can contact Directors via the Company Secretary. In addition, the Chair and Directors make themselves available as and when required to address Shareholders' queries and offer meetings to larger Shareholders.

Manager

The principal supplier is the Manager, in particular the investment management team which is responsible for managing the Company's assets in order to achieve its stated investment objective. The Board maintains a good working relationship with the Manager, who also provides administrative support and promotes the Company through its investment trust sales and marketing teams. The Manager's investment management function is fundamental to the long term success of the Company through the pursuit of the investment objective. The Board monitors the Company's investment performance at each Board Meeting in relation to its objective and also to its investment policy and strategy. The Board also maintains strong lines of communication with the Manager via its dedicated company secretary and client director whose interactions extend well beyond the formal business addressed at each Board and Committee meeting. This enables the Board to remain regularly informed of the views of the Manager and the Company's Shareholders (and vice versa).

Duty to Promote the Success of the Company

Investee Companies

The Board actively monitors the activities of investee companies through its delegation to the Manager. The Board monitors investments made and divested and questions the Manager's rationale for exposures taken and voting decisions made. The Manager has discretionary powers to exercise voting rights on behalf of the Company on all resolutions proposed by the investee companies. In respect of the year under review, the Manager voted at the annual general meetings and extraordinary meetings held during the year by the Company's portfolio companies (full details can be found in the Managers' Investment Process on page 17).

Other Key Service Providers

The Board ensures that it promotes the success of the Company by engaging specialist third party suppliers with appropriate capability, performance records, resources and controls in place to deliver the services that the Company requires for support in meeting relevant obligations and safeguarding the Company's assets. For this reason, the Board considers the Company's Custodian, debt provider, Depositary, Registrar, Auditor and Broker to be stakeholders. The Board maintains regular contact with its key external service providers, either directly or via its dedicated company secretary or client director and receives regular reporting from these providers at Board and Committee meetings. The Management Engagement Committee meets annually to review and appraise its key service providers.

The Directors confirm that they have considered their duty under Section 172 when making decisions during the financial year under review. Key decisions and actions during the year which have required the Directors to have regard to applicable section 172 factors include:

Key Decisions and Actions

Proposed Combination with Aberdeen UK Smaller Companies Growth Trust plc ('AUSC')

A key strategic decision made by the Board was the proposed combination of the Company with AUSC. In making its decision, the Board considered the interests of shareholders, existing debt providers, and the Manager. The Board believes the proposed combination to be in the best interests of shareholders as a whole, due to the benefits of the enlarged asset base following the combination. Further details are provided in the Chair's Statement.

Dividend Policy

The Company has an enhanced dividend policy, targeting a 4% yield on the NAV per annum, calculated on the basis of 4% of NAV as at 31st July each year, marking the end of the preceding financial year of the Company. Under this enhanced dividend policy, the Company pays four equal quarterly interim dividends, to be declared in August, November, February and May and expected to be paid in October, January, April and July each year. Accordingly, in line with the Company's new distribution policy, a first quarterly interim dividend of 3.73 pence per share for the year ending 31st July 2027 was paid to Shareholders on 1st October 2026.

Increasing the Profile of the Company

It is important that the Company remains front of mind with both institutional and retail investors. The Company draws on the Manager's effective marketing resources as well as undertaking its own bespoke marketing initiatives to raise awareness among potential investors. Funded partly through the Company's enhanced marketing budget and partly from resources included within the Manager's annual fee, activities include webinars where the Portfolio Managers provide live presentations, selected paid advertising and the Board has employed Kepler to provide research notes on the Company twice a year.
In addition, the Manager has coordinated public relations activity to promote the Company's strategy and outlook, raising its profile with a wider audience of potential Shareholders. These efforts have resulted in several publications in the national press during the year. The purpose of this activity is to support effective communication with existing Shareholders, attract new investors, and help improve the Company's stock market rating.

Duty to Promote the Success of the Company

Borrowings and Gearing

The Board, in discussion with the Portfolio Managers, regularly reviews the Company's debt position. This process includes identifying the need for finance, the type and source of financing, and the historic and expected impact of the use of gearing on the Company's NAV performance. This leads to pricing and term discussions including covenants with the selected debt provider. The Company, through its Manager, maintains the relationship and continued engagement with the debt provider which includes regular debt compliance reporting.

The Company has in place a £55 million credit facility with Bank of America, including the option to increase the loan by £35 million to £90 million. The facility may be terminated by the Company on 30 days' notice, or by the lender with a 360-day notice.

On 31st July 2026, the Company had drawn down £55 million (2025: £55 million plus a £5 million accordion, total £60 million).

Succession Planning

The Board believes that the current number of Directors is appropriate for the needs of the Company and that the Board as a whole fulfils all of the relevant skills and experience. In accordance with the FCA's policy on diversity, the Board currently complies with the gender recommendation; it is committed to increasing other forms of diversity over time to ensure the Board's discussions always benefit from fresh and varied perspectives.

As part of the Board succession planning process, Cornforth Consulting, an independent recruitment firm, was appointed to undertake a non-executive director search. After interviewing a short list of candidates, the decision was made to appoint David Docherty as a Director.

Miscellaneous

The Board has kept the competitiveness of the management fee and the Company's other operating costs under review; continued to hold the Manager to account on investment performance; undertaken a robust review of the principal and emerging risks faced by the Company.

The Board has been in frequent contact with the Manager, receiving regular updates on the operating effectiveness of the Manager and key service providers and on areas such as portfolio performance and activity, portfolio liquidity, gearing and the discount to NAV at which the Company's shares trade.

By order of the Board
Graham Fenwick, for and on behalf of
JPMorgan Funds Limited
Company Secretary

15th October 2026



Mitchells & Butlers

Board of Directors

Katrina Hart*

(Chair of the Board, Nomination Committee and Management Engagement Committee)

A Director since June 2022.

Last reappointed to the Board: 2025

During her extensive career in corporate finance and equity research, Katrina specialised in UK small cap companies, notably in the financials sector. She is currently Chair of BlackRock Frontiers Investment Trust plc and a non-executive director of Dunedin Income Growth Trust plc and Montanaro Asset Management. She was previously a non-executive director of Polar Capital Global Financials Trust plc, Premier Miton Group plc, AEW UK REIT plc and Keystone Positive Change Investment Trust plc.

Shared directorships with other Directors: None.

Connections with Manager: None.

Shareholding in the Company: 24,500.



Gordon Humphries*

(Chair of the Audit Committee)

A Director since July 2020.

Last reappointed to the Board: 2025.

Gordon is a director of the Association of Investment Companies and the immediate past Chair. He has more than 35 years of investment trust experience. He was previously a director of Maven Income & Growth VCT 5 plc, a Director of Foresight VCT plc and Head of Investment Companies at Standard Life Investments. He is a chartered accountant.

Shared directorships with other Directors: None.

Connections with Manager: None.

Shareholding in the Company: 12,500.



Alice Ryder*

(Chair of the Remuneration Committee and Senior Independent Director)

A Director since February 2017.

Last reappointed to the Board: 2025.

Alice is a Partner of Corient LLP and is head of the consulting team at Corient EMEA and is a non-executive director of Aberdeen Equity Income Trust plc. She is a member of the Investment Committee for the Royal Academy Trust. She was previously Chair of BlackRock American Income Trust until April 2025.

Shared directorships with other Directors: None.

Connections with Manager: None.

Shareholding in the Company: 5,000.



Board of Directors

Hannah Philp*

Director

A Director since February 2024 (and a Director of JMF since March 2020).

Last reappointed to the Board: 2025

Hannah is a non-executive director of The Bankers Investment Trust plc and Founder of ARC Club Ltd, a real estate operator managing shared amenities in residential developments. Prior to this she was director of marketing at Witan Investment Trust, a FTSE 250 investment company and an account director within the investor relations team at Edison Investment Research.

Shared directorships with other Directors: None.

Connections with Manager: None.

Shareholding in the Company: 6,531.



Lisa Gordon*

Director

A Director since February 2024 (and a Director of JMF since May 2022).

Last reappointed to the Board: 2025

Lisa is non-executive Chair of Cavendish Plc, an adviser to the Board of Fulcrum Asset Management LLP, and a non-executive Director of 3i Infrastructure Plc and Magic Light Pictures. She was previously a non-executive Director of M&C Saatchi Plc and Alpha Group International Plc.

Shared directorships with other Directors: None.

Connections with Manager: None.

Shareholding in the Company: 2,583.



David Docherty*

Director

A Director since September 2026.

David is a non-executive director of Octopus AIM VCT plc and a consultant at St Brides Partners Limited, a strategic communications firm.

He has over 30 years' experience in the asset management industry, having been a portfolio manager at Lloyds Investment Managers, Gartmore, M&G, Cazenove Capital and at Schroders where he served latterly as an investment director.

Shared directorships with other Directors: None.

Connections with Manager: None.

Shareholding in the Company: Nil.



* All Directors are members of the Audit, Nomination, Remuneration and Management Engagement Committee. All Directors are also considered independent of the Manager.

Directors' Report

The Directors present their report and the audited financial statements for the year ended 31st July 2026.

Directors

The Directors of the Company who held office at the end of the year are as detailed on pages 38 and 39.

Details of Directors' beneficial shareholdings can be found in the Directors' Remuneration Report on page 55.

In accordance with corporate governance best practice, all Directors will retire at the forthcoming Annual General Meeting and, being eligible, will offer themselves for appointment or reappointment by Shareholders. As mentioned in the Chair's statement, Alice Ryder will be retiring from the Board, at the end of her nine-year tenure. The Board seeks to balance the benefits of refreshing its membership with the value of continuity and its members' experience. The Nomination Committee, having considered their qualifications, performance and contribution to the Board and its Committees, confirms that each Director continues to be independent, effective and demonstrates commitment to the role, and the Board recommends to Shareholders that they be appointed or reappointed.

Listing Rule 6.6

The Board is composed entirely of independent non-executive Directors, in accordance with Listing Rule 6.6.1, which requires that the board of a closed-ended investment fund must comprise a majority of independent directors.

Further, Listing Rule 6.6.4R requires the Company to include certain information in a single identifiable section of the Annual Report or a cross reference table indicating where the information is set out. The Directors confirm that there are no disclosures to be made in this regard.

Director Indemnification and Insurance

As permitted by the Company's Articles of Association, the Directors have the benefit of a deed of indemnity which is a qualifying third party indemnity, as defined by Section 234 of the Companies Act 2006. The indemnities were in place during the year and as at the date of this report.

An insurance policy is maintained by the Company which indemnifies the Directors of the Company against certain liabilities arising in the conduct of their duties. There is no cover against fraudulent or dishonest actions.

Management of the Company

The Manager and Company Secretary is JPMorgan Funds Limited ('JPMF'), a company authorised and regulated by the FCA. The active management of the Company's assets is delegated by JPMF to an affiliate, JPMorgan Asset Management (UK) Limited ('JPMAM'). The Manager is a wholly-owned subsidiary of JPMorgan Chase Bank which, through other subsidiaries, also provides accounting, banking, dealing and custodian services to the Company.

The Manager is employed under a contract terminable on six months' notice, without penalty. If the Company wishes to terminate the contract on shorter notice, the balance of remuneration is payable by way of compensation.

The Board, through the Management Engagement Committee, conducts a formal evaluation of the Manager on an annual basis. The evaluation includes consideration of the investment strategy and process of the Manager, the performance against the benchmark and a relevant peer group over the long-term, and the support that the Company receives from both the Manager and the Portfolio Managers. As a result of the evaluation process, the Board confirms that it is satisfied that the continuing appointment of the Manager is in the interests of Shareholders as a whole.

The Alternative Investment Fund Managers Directive ('AIFMD')

JPMF is the Company's alternative investment fund manager ('AIFM'). It is approved as an AIFM by the FCA. For the purposes of the AIFMD the Company is an alternative investment fund ('AIF').

JPMF has delegated responsibility for the day–to–day management of the Company's portfolio to JPMAM. The Company has appointed Bank of New York Mellon (International) Limited ('BNY') as its depositary. BNY has appointed JPMorgan Chase Bank, N.A. as the Company's custodian. BNY is responsible for the oversight of the custody of the Company's assets and for monitoring its cash flows.

The AIFMD requires certain information to be made available to investors in AIFs before they invest and requires that material changes to this information be disclosed in the annual report of each AIF. An Investor Disclosure Document, which sets out information on the Company's investment strategy and policies, leverage, risk, liquidity, administration, management, fees, conflicts of interest and other shareholder information is available on the Company's website at www.jpmorganuksmallcapgrowthandincomeplc.com. There have been no material changes (other than those reflected in these financial statements) to this information requiring disclosure.

Any information requiring immediate disclosure pursuant to the AIFMD will be disclosed to the London Stock Exchange through a primary information provider.

The Company's leverage and JPMF's remuneration disclosures are set out on page 86.

Management Fee

With effect from 28th February 2024, the management fee is paid by monthly instalments based on the net assets at the beginning of each month and is charged at a rate of 0.65% per annum on the first £200 million of net assets and 0.55% on net assets in excess of £200 million. If the Company invests in funds managed or advised by the Manager or any of its associated companies, the investments are excluded from

Directors' Report

the calculation and therefore attract no fee. The Company invests any surplus liquidity into a non-charging class of the JPMorgan GBP Liquidity Fund; this value of the Liquidity Fund is therefore included in calculating the management fee payable by the Company.

Total Return, Revenue and Dividends

Gross return for the year amounted to £33.5 million (2025: Gross return £3.7 million) and net return after deducting management fees, administrative expenses, finance costs and taxation amounted to £27.3 million (2025: Net loss £3.0 million). Distributable revenue for the year amounted to £12.3 million (2025: £13.2 million).

The Company has an enhanced dividend policy whereby the Company pays four equal quarterly interim dividends, targeting a 4% yield on the NAV per annum, calculated on the basis of 4% of the NAV as at 31st July each year. The first interim dividend of 3.73p per share for the year ending 31st July 2027 was paid on 1st October 2026 to Shareholders on the register at the close of business on 21st August 2026.

Gearing

The Company has in place a £55 million credit facility with Bank of America, including the option to increase the loan by £35 million to £90 million. The facility may be terminated by the Company on 30 days' notice, or by the lender with a 360-day notice.

On 31st July 2026, the Company had drawn down £55 million (2025: £55 million plus a £5 million accordion, total £60 million).

As at 13th October 2026 the Company's gearing was 9.4%, with total borrowings of £55 million.

Disclosure of information to Auditor

In the case of each of the persons who are Directors of the Company at the time when this report was approved:

(a) so far as each of the Directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's Auditor is unaware; and

(b) each of the Directors has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

The above confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Independent Auditor

Ernst & Young LLP has expressed its willingness to continue in office as Auditor to the Company and a resolution proposing their reappointment and to authorise the Directors to agree their remuneration for the ensuing year will be put to Shareholders at the forthcoming Annual General Meeting.

Companies Act 2006 Requirements

The following disclosures are made in accordance with the Companies Act 2006.

Share Capital

The Directors seek authority from Shareholders at the AGM to repurchase shares in the market either for cancellation or into Treasury at a discount to net asset value per share and to resell shares from Treasury or issue new Ordinary shares in the market for cash at a premium to net asset value per share.

Resolutions to renew the authority to repurchase shares for cancellation or to hold in Treasury and to issue new shares will be put to Shareholders for approval at the forthcoming Annual General Meeting to be held on 23rd November 2026.

The full text of these Resolutions is set out in the Notice of Meeting on pages 89 and 90.

Capital Structure

The Company's capital structure is summarised on the inside front cover of this report. The Ordinary shares have a listing on the London Stock Exchange.

Voting Rights in the Company's shares

Details of the voting rights in the Company's shares as at the date of this report are given in note 17 to the Notice of AGM on page 92.

Notifiable Interests in the Company's Voting Rights

At the financial year end, the following Shareholders had declared a notifiable interest in the Company's voting rights:

Shareholders	Number of voting rights	Voting %
Rathbones Brothers Plc	8,621,712	6.59
City of London Investment Management Company	6,500,000	5.38
West Yorkshire Pension Fund	4,555,500	3.48

No changes have been notified since the year end and up to the date of this report.

Miscellaneous Information

The rules concerning the appointment and replacement of Directors, amendment of the Articles of Association and powers to issue or buy back the Company's shares are contained in the Articles of Association of the Company and the Companies Act 2006.

There are no restrictions concerning the transfer of securities in the Company; no special rights with regard to control

Directors' Report

attached to securities; no agreements between holders of securities regarding their transfer known to the Company; no agreements which the Company is party to that affect its control following a takeover bid; and no agreements between the Company and its Directors concerning compensation for loss of office.

Annual General Meeting

Resolutions relating to the following items of special business will be proposed at the forthcoming AGM. The full text of the resolutions is set out in the Notice of Meeting on pages 89 and 90.

(i) Continuation vote (Resolution 10)

Proposed as an ordinary resolution, the Directors seek shareholder approval for the Company to continue as an investment trust for a further three years.

(ii) Authority to issue new shares and disapply pre-emption rights (Resolutions 11 and 12)

The Directors will seek renewal of the authority granted by shareholders to issue new ordinary shares for cash up to an aggregate nominal amount of £602,031, such amount being equivalent to approximately 10% of the issued share capital (excluding Treasury shares) as at the latest practicable date before the publication of this document or, if different, the number of ordinary shares which is equal to 10% of the Company's issued share capital (excluding Treasury shares) as at the date of the passing of the resolution, and to disapply pre-emption rights upon such issues of new ordinary shares and the issue of shares from treasury. These authorities will expire at the conclusion of Annual General Meeting of the Company in 2027, or the date occurring 15 months from the date on which this Resolution is passed, whichever is earlier, unless renewed at a prior general meeting.

It is advantageous for the Company to be able to issue new shares (or to sell Treasury shares) to investors when the Directors consider that it is in the best interests of Shareholders to do so. Any such issues would only be made at prices greater than the NAV, thereby increasing the assets underlying each share and spreading the Company's administrative expenses, other than the management fee which is charged on the value of the Company's net assets, over a greater number of shares. The issue proceeds would be available for investment in line with the Company's investment policies.

(iii) Authority to repurchase the Company's ordinary shares (Resolution 13)

The Directors will seek renewal of the authority granted by shareholders to make market purchases of up to a maximum of 18,048,902 ordinary shares representing 14.99% of the Company's issued ordinary shares (excluding shares held in Treasury) as at the latest practicable date before the publication of this document or, if less, the number of ordinary shares which is equal to 14.99% of the Company's issued share capital (excluding Treasury shares) as at the date of the passing of the resolution, at minimum and maximum prices.

The Directors consider that the renewal of this authority is in the interests of shareholders as a whole, as the repurchase of ordinary shares at a discount to the underlying NAV enhances the NAV of the remaining ordinary shares.

If resolution 13 is passed at the Annual General Meeting, the Board may repurchase the ordinary shares for cancellation or hold them in Treasury. Repurchases will be made at the discretion of the Board and will only be made in the market at prices below the latest published NAV per ordinary share, thereby enhancing the NAV of the remaining ordinary shares, as and when market conditions are appropriate. This authority will expire at the conclusion of the Annual General Meeting of the Company in 2027, or the date occurring 15 months from the date on which this Resolution is passed, whichever is earlier, unless renewed at a prior general meeting.

The full text of the resolution is set out in the Notice of Annual General Meeting on pages 89 and 90. Repurchases will be made at the discretion of the Board and will only be made in the market at prices below the prevailing NAV per share as and when market conditions are appropriate.

(iv) Approval of dividend policy (Resolution 14)

The Directors seek approval of the Company's dividend policy to continue to pay four quarterly interim dividends during the year.

(v) Authority to hold general meetings (Resolution 15)

Proposed as a special resolution, the Directors seek shareholder approval to call a general meeting, other than an Annual General Meeting, on no less than 14 clear days' notice.

The Company will only use the shorter notice period where it is merited by the purpose of the meeting.

Recommendation

The Board considers that resolutions 10 to 15 are likely to promote the success of the Company and are in the best interests of the Company and its Shareholders as a whole. The Directors unanimously recommend that Shareholders vote in favour of the resolutions as they intend to do in respect of their own beneficial holdings.

Corporate Governance Statement

Compliance

The Board is committed to high standards of corporate governance. It has applied the 2024 AIC Code of Corporate Governance, which reflects the principles and provisions of the 2024 UK Corporate Governance Code as they apply to investment companies and considers this the most appropriate framework for reporting to shareholders. The Board confirms that the Company has complied with the principles and provisions of the AIC Code, in so far as they apply to the Company's business, throughout the year under review, with the exception of Provision 34 which will apply to the Company's financial year ending 31st July 2027.

However, preparations are under way to ensure the Company is positioned to comply with Provision 34 of the AIC Code when it becomes applicable.

As all of the Company's day-to-day management and administrative functions are outsourced to third parties, it has no executive directors, employees or internal operations and therefore has not reported in respect of the following:

- the role of the executive directors and senior management;
- executive directors' and senior management remuneration;
- internal audit; and
- the workforce.

Copies of the UK Code and the AIC Code may be found on the respective organisations' websites: www.frc.org.uk and www.theaic.co.uk

Role of the Board

A management agreement between the Company and the Manager sets out the matters over which the Manager has authority. This includes management of the Company's assets and the provision of accounting, company secretarial, administrative and some marketing services. All other matters are reserved for the approval of the Board. A formal schedule of matters reserved for the Board has been approved. This includes determination and monitoring of the Company's investment objectives and policy and its future strategic direction, gearing policy, management of the capital structure, monitoring ESG policy, appointment and removal of third party service providers, review of key investment and financial data and the Company's corporate governance and risk control arrangements.

The Board has procedures in place to deal with potential conflicts of interest and, following the introduction of The Bribery Act 2010, has adopted appropriate procedures designed to prevent bribery. It confirms that the procedures operated effectively during the period under review.

The Board meets at least four times during the year and additional meetings are arranged as necessary. Full and timely information is provided to the Board to enable it to function effectively and to allow Directors to discharge their responsibilities.

There is an agreed procedure for Directors to take independent professional advice if necessary and at the Company's expense. This is in addition to the access that every Director has to the advice and services of the Company Secretary, JPMF, which is responsible to the Board for ensuring that Board procedures are followed and that applicable rules and regulations are complied with.

Board Composition

The Board is chaired by Katrina Hart and currently consists of six non-executive Directors. As mentioned in the Chair's statement, Alice Ryder will be retiring from the Board at the forthcoming AGM. All of the Directors are regarded as independent of the Company's Manager, including the Chair. Currently, all Directors are members of the Nomination, Remuneration, Management Engagement and Audit Committees. The Directors have a breadth of investment, business and financial skills and experience relevant to the Company's business and brief biographical details of each Director are set out on pages 38 and 39.

A review of Board composition and balance is included as part of the annual performance evaluation of the Board, details of which may be found below.

The Board plans to refresh the Board in an orderly manner over time as part of its succession planning.

The Board's policy on diversity, including cognition, gender and ethnicity, is to take account of the benefits of this during the appointment process. The Board remains committed to appointing the most appropriate candidate.

Senior Independent Director

During the year, Alice Ryder held the role of Senior Independent Director of the Company. Following the proposed retirement of Alice at the forthcoming AGM, this role will be assumed by Hannah Philp.

The role of a Senior Independent Director provides a channel for any shareholder concerns that cannot be resolved through discussion with the Chair. The Senior Independent Director also leads the annual performance evaluation of the Chair along with leading the process of identifying the Chair's successor.

Diversity and Inclusion

When recruiting a new Director, the Board's policy is to appoint individuals on merit. Diversity is important in bringing an appropriate range of skills and experience to the Board and an assessment is made of the qualities and skills of the existing Board before appointing new Directors. Having recently completed a review of the skills and experience of Directors, the Board believes that it is equipped with the necessary attributes required for the sound stewardship of

Corporate Governance Statement

the Company and that their knowledge sets allow for lively and engaging debates. Please refer to page 45 for more information on the workings of the Nomination Committee.

Full details of the skills and experience of the Directors can be found on pages 38 and 39. At 31st July 2026, there were four female Directors and one male Director on the Board.

As an externally managed investment company with no chief executive officer (CEO) or chief financial officer (CFO), the roles which qualify as senior under FCA guidance are Chair and Senior Independent Director (SID). The Board also considers the Audit Committee Chair to represent a senior role within this context.

As at 31st July 2026, the Board met the target on gender diversity criteria and female representation in a senior role. However, the Board does not currently meet the target in relation to ethnic representation on the Board. Should the proposed combination with AUSC proceed as planned, the Company might also meet the targets on ethnic diversity.

UK Listing Rule 6.6.6 (9) requires listed companies to include a statement in their annual reports and accounts in respect of certain targets on board diversity, or if those new targets have not been met, to disclose the reasons for this. The table below shows the gender and ethnicity of our Board against these diversity targets in accordance with UK Listing Rule 6.6.6 (10).

	Number of Board Members	% of Board Members	Number of Senior Roles[1]
Gender			
Male	1	20	1
Female	4	80	2
Ethnic Background			
White British or other White (including minority-white groups)	5	100	3
Mixed/Multiple Ethnic Groups	—	—	—

[1] The roles of Chair of the Board of Directors, Audit Committee Chair and Senior Independent Director are classified as senior positions. The role of Audit Committee Chair is not currently defined as a senior position under the Listing Rules. However, the Board believes that, for an investment company, it should be regarded as such as it is broadly equivalent to the Chief Financial Officer of a trading company.

All Board appointments are subject to a formal, rigorous and transparent process. The Board, through the Nomination Committee, has reviewed the Company's succession plan and it is intended that alongside finding candidates who have skills which are complementary to those of other members of the Board, ethnicity will be an important factor when considering future Board appointments.

Reappointment of Directors

The Directors of the Company and their brief biographical details are set out on pages 38 and 39. The skills and experience that each Director brings to the Board, and hence why their contributions are important to the long term success of the Company, are summarised above. All Directors, with the exception of Alice Ryder, will stand for appointment/reappointment at the Company's forthcoming AGM.

For details of current directorships, please refer to pages 38 and 39 of the Report.

Resolution 4 is for the reappointment of Katrina Hart. She joined the Board in June 2022. Katrina took over as Chair of the Board, Nomination Committee and Management Engagement Committee following Andrew Impey's retirement after the 2024 AGM.

Resolution 5 is for the reappointment of Gordon Humphries. He joined the Board in July 2020. Gordon is Chair of the Audit Committee.

Resolution 6 is for the reappointment of Lisa Gordon. She joined the Board in February 2024 following the Combination with JMF.

Resolution 7 is for the reappointment of Hannah Philp. She joined the Board in February 2024 following the Combination with JMF.

Resolution 8 is for the appointment of David Docherty. He joined the Board as a Non-Executive Director of the Company, effective 1st September 2026.

The Board confirms that each of the Directors standing for appointment/reappointment at the forthcoming Annual General Meeting continue to contribute effectively and recommends that Shareholders vote in favour of their appointment/reappointment.

Tenure

Directors are initially appointed by the Board until the following Annual General Meeting when, under the Company's Articles of Association, it is required that they be appointed by Shareholders. Thereafter, a Director's reappointment is subject to the performance evaluation carried out each year and the approval of Shareholders at each Annual General Meeting, in accordance with corporate governance best practice. While the benefits of length of service on the Board are recognised, Directors continuing in office will seek annual reappointment and no Director, including the Chair, would normally seek reappointment after having served for nine years on the Board, unless there are compelling reasons, or unexpected circumstances for doing so.

Corporate Governance Statement

The table below details the tenure of Directors projected forward to 2035.

Director	Appointment Date	2026 AGM	2027 AGM	2028 AGM	2029 AGM	2030 AGM	2031 AGM	2032 AGM	2033 AGM	2034 AGM	2035 AGM
Alice Ryder[1]	February 2017		n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Hannah Philp	March 2020[2]					n/a	n/a	n/a	n/a	n/a	n/a
Gordon Humphries	July 2020					n/a	n/a	n/a	n/a	n/a	n/a
Lisa Gordon	May 2022[2]							n/a	n/a	n/a	n/a
Katrina Hart	June 2022							n/a	n/a	n/a	n/a
David Docherty	September 2026[3]										

Key – tenure

● 0-6 years ● 7-8 years ● 9+ years

[1] Retiring at the AGM in 2026.

[2] Date appointed to the Board of JMF. Appointed as Director to JUGI on 28th February 2024 following the Combination with JMF.

[3] Appointed to the Board on 1st September 2026.

The terms and conditions of Directors' appointments are set out in formal letters of appointment, copies of which are available for inspection on request at the Company's registered office and at the Annual General Meeting.

A schedule of interests for each Director is maintained by the Company and reviewed at every Board meeting. New interests are considered carefully, taking into account the circumstances surrounding them and, if considered appropriate, are approved.

A list of potential conflicts of interest for each Director is maintained by the Company. These are considered carefully, taking into account the circumstances surrounding them, and, if considered appropriate, are approved.

Induction, Training and Appraisal

On appointment, the Manager and Company Secretary provide all Directors with induction training. Thereafter, regular briefings are provided on changes in law and regulatory requirements that affect the Company and the Directors. Directors are encouraged to attend industry and other seminars covering issues and developments relevant to investment trust companies and the wider market for investment products. Regular reviews of the Directors' training needs are carried out by the Chair by means of the evaluation process described below.

The Nomination Committee undertakes an annual performance evaluation, as described below, to ensure that all members of the Board have devoted sufficient time and contributed adequately to the work of the Board.

Meetings and Committees

The Board delegates certain responsibilities and functions to Committees. Details of membership of Committees are shown with the Directors' profiles on pages 38 and 39.

The table below details the number of Board and Committee meetings attended by each Director during the year. There were four full Board meetings, three Audit Committee meetings, one Nomination Committee meeting, one Management Engagement Committee meeting and one Remuneration Committee meeting.

Director	Board Meetings Attended	Audit Committee Meetings Attended	Nomination Committee Meetings Attended	Management Engagement Committee Meetings Attended	Remuneration Committee
Katrina Hart	4	3	1	1	1
Gordon Humphries	4	3	1	1	1
Alice Ryder	4	3	1	1	1
Lisa Gordon	4	3	1	1	1
Hannah Philp	4	3	1	1	1

As well as the formal meetings detailed above, the Board also has an Annual Strategy Meeting and meets and communicates frequently by email or telephone to deal with day-to-day matters as they arise.

Board Committees

Nomination Committee

The Nomination Committee is chaired by Katrina Hart. The Committee consists of all the Directors and meets at least annually to ensure that the Board has an appropriate balance of skills and experience to carry out its fiduciary duties and to select and propose suitable candidates for appointment when necessary. The appointment process takes account of the benefits of diversity, including gender and ethnicity.

The Board's policy on diversity is set out on pages 43 and 44.

The Committee has a succession plan to refresh the Board in an orderly manner over time.

The Committee conducts an annual performance evaluation of the Board, its Committees and individual Directors to ensure that all Directors have devoted sufficient time and contributed adequately to the work of the Board and its Committees. The evaluation of the Board considers the balance of experience, skills, independence, corporate knowledge, its diversity, including gender and ethnicity, and how it works together. Questionnaires, drawn up by the Board, with the assistance of the Manager and Lintstock Ltd, a firm of independent consultants, are completed by each Director. Lintstock has no other connections with the Company. The responses are collated and then discussed by the Committee. Every three years, a more thorough, externally facilitated

Corporate Governance Statement

independent Board evaluation is conducted which includes unattributable one-to-one interviews and results in the setting of a number of objectives. The evaluation of individual Directors is led by the Chair. The Senior Independent Director leads the evaluation of the Chair's performance.

Remuneration Committee

The Remuneration Committee, chaired by Alice Ryder, reviews Directors' fees and makes recommendations to the Board as and when appropriate in relation to remuneration policy and implementation. This takes into account the level of fees paid to the directors of the Company's peers and within the investment trust industry generally to ensure that high quality people are attracted and retained.

Management Engagement Committee

The Management Engagement Committee is chaired by Katrina Hart. It consists of all of the Directors and meets annually to review the performance of the Manager and other service providers.

The Committee conducts a formal evaluation of the Manager aided by an external consultant on an annual basis. The evaluation includes consideration of the investment strategy and process of the Investment Manager, noting performance relative to the benchmark over the long term, and the quality of support that the Company receives from JPMF. The Committee also reviews the Company's agreements with other major service providers. As a result of the evaluation process, the Board confirms that it is satisfied that the continuing appointment of the Manager is in the interests of Shareholders as a whole.

Audit Committee

The report of the Audit Committee is set out on pages 49 to 51.

Terms of Reference

The Nomination, Remuneration, Management Engagement and Audit Committees have written terms of reference which define clearly their respective responsibilities, copies of which are available for inspection on request at the Company's registered office, on the Company's website and at the Company's AGM.

Relations with Shareholders

The Board regularly monitors the shareholder profile of the Company. It aims to provide Shareholders with a full understanding of the Company's activities and performance and reports formally to Shareholders by way of the Annual Report and Financial Statements and the Half Year financial report. This is supplemented by the daily publication, through the London Stock Exchange, of the net asset value of the Company's shares, the weekly publication of the Company's level of gearing and the monthly publication of a Company factsheet.

All Shareholders are encouraged to attend the Company's Annual General Meeting at which the Directors and representatives of the Manager are available in person to meet with and answer Shareholders' questions. In addition, a presentation is given by the Portfolio Managers who review the Company's performance. The Company's brokers and the Portfolio Managers hold regular discussions with Shareholders. The Directors are made fully aware of their views. The Chair and Directors make themselves available as and when required to address shareholder queries. In addition, the Chair offers to meet with larger Shareholders annually and is available as and when required to address shareholder queries. The Directors may be contacted through the Company Secretary whose details are shown on page 99.

The Company's Annual Report and Financial Statements are published in time to give Shareholders at least 20 working days' notice of the AGM. Shareholders wishing to raise questions in advance of the meeting are encouraged to write to the Company Secretary at the address shown on page 99. A formal process is in place for all letters to the Chair or other Directors to be forwarded immediately. As part of this process, any feedback from Shareholders is also communicated to the Board.

Details of the proxy voting position on each resolution will be published on the Company's website shortly after the AGM.

Risk Management and Internal Control

The AIC Code requires the Directors, at least annually, to review the effectiveness of the Company's system of risk management and internal control and to report to Shareholders that they have done so. This encompasses a review of all controls, which the Board has identified as including business, financial, operational, compliance and risk management.

The Directors are responsible for the Company's system of risk management and internal control which is designed to safeguard the Company's assets, maintain proper accounting records and ensure that financial information used within the business, or published, is reliable. However, such a system can only be designed to manage rather than eliminate the risk of failure to achieve business objectives and therefore can only provide reasonable, but not absolute, assurance against fraud, material misstatement or loss.

Since investment management, custody of assets and all administrative services are provided to the Company by JPMF and its associates, the Company's system of risk management and internal control mainly comprises monitoring the services provided by the Manager and its associates, including the operating controls established by them, to ensure that they meet the Company's business objectives. There is an ongoing process for identifying, evaluating and managing the significant risks faced by the Company (see Principal and Emerging risks on pages 28 to 31). This process has been in place for the year under review

and up to the date of the approval of the annual report and accounts and it accords with the Financial Reporting Council's guidance.

Given the foregoing, and in common with most investment trust companies, the Company does not have an internal audit function. The Manager's internal audit department conducts regular and rigorous reviews of the various functions within its asset management business.

The key elements designed to provide effective internal control are as follows:

- **Financial Reporting**

  Regular and comprehensive review by the Board of key investment and financial data, including management accounts, revenue projections, analysis of transactions and performance comparisons.

- **Management Agreements**

  Appointment of a manager and custodian regulated by the FCA, whose responsibilities are clearly defined in written agreements.

- **Management Systems**

  The Manager's system of risk management and internal control includes organisational agreements which clearly define the lines of responsibility, delegated authority, control procedures and systems. These are monitored by the Manager's Compliance department which regularly monitors compliance with FCA rules and reports to the Board.

- **Investment Strategy**

  The Board, either directly or through the Audit Committee, keeps under review the effectiveness of the Company's system of internal control by monitoring the operation of the key operating controls of JPMAM and its associates as follows:

  - the Board, through the Management Engagement Committee, reviews the terms of the management agreement and receives regular reports from the Manager's Compliance department;
  - the Board, through the Audit Committee, reviews reports on the internal controls and the operations of its custodian, JPMorgan Chase Bank, which is itself independently reviewed;
  - the Board reviews every six months a report from the Company's Depositary, Bank of New York Mellon (International) Limited ('BNYM'), which summarises the activities performed by the Depositary during the reporting period; and
  - the Board reviews every six months an independent report on the internal controls and the operations of JPMF's investment trust department.

- **Depositary**

  The Board has appointed BNYM as depositary, with responsibilities for safe keeping of custodial assets and oversight of the records and cash flows.

By the means of the procedures set out above, the Board confirms that it has reviewed, and is satisfied with, the effectiveness of the Company's system of internal control for the year ended 31st July 2026, and to the date of approval of this Annual Report & Financial Statements.

During the course of its review of the system of internal controls, the Board has not identified nor been advised of any failings or weaknesses which it has determined to be significant.

Corporate Governance and Voting Policy

The Company delegates responsibility for voting to JPMAM through the Manager. The following is a summary of the JPMAM's policy statements on corporate governance, voting policy and social and environmental issues, which has been reviewed and noted by the Board. Details on Environmental, Social and Governance considerations are included in the Manager's Investment Process on pages 16 to 19.

Corporate Governance

We believe that there is a strong positive correlation between high governance standards and superior shareholder returns. Governance is about ensuring the quality of the decision-making process, which can determine the success and failure of the company. Effective corporate governance features transparency, accountability, oversight and respect for shareholders. We evaluate governance starting with the board composition, structure and performance, looking for independence, relevant skillsets and board dynamics. Importantly, it is the mandate of the board to oversee whether the corporate strategy is aligned with the purpose and value of the company. The board oversees management's execution against the company's capital, liquidity, strategic and financial operating plans in achieving its set objectives. Capital allocation issues are judged in terms of alignment with long-term strategy and value creation at the applicable company. Boards are also responsible for overseeing the management of financially material environmental and social matters, which could affect the longevity of the company.

Proxy Voting

We vote shares held in our clients' portfolios in a prudent and diligent manner, based on our reasonable judgement of what will best serve the long-term interests of our clients. To help ensure that proxies are voted in the best interests of clients, J.P. Morgan Asset Management has adopted detailed, regional, proxy voting guidelines that incorporate comprehensive guidelines for voting proxies on specific types of issues, and these are publicly available on our websites. We aim to keep abstentions to a minimum. In certain instances, however, it may be in a client's best interests to intentionally refrain from voting.

Corporate Governance Statement

Stewardship/Engagement

Engaging investee companies in dialogue and encouraging sound environmental, social and governance (ESG) practices is an important component of how we deliver our investment stewardship strategy. Our engagement is based on our in-depth investment research on companies, alongside our assessment of macroeconomic drivers, sector-specific factors and financially material ESG themes. This research insight enables us to act proactively and encourage investee companies to acknowledge issues and improve practices before risks are realised and opportunities are missed. This is how we seek to drive impact in our investment stewardship activity and advocate for sound practices at our investee companies. We believe this will ultimately preserve and enhance asset value.

Our engagement model is built on an investor-led, expert-driven approach and leverages the knowledge of more than 1,000 investment professionals around the world, working in close collaboration with investment stewardship specialists. Our engagement process benefits from the longstanding relationships our investment teams have with local investee companies, through regular interactions with board directors and chairs, senior executives, and CEOs. We believe this collaborative, well-resourced approach enables us to recognise significant risks early and identify new opportunities, supporting our goal of generating attractive risk-adjusted returns. Combining our ESG research capability with the experience and skill of our investment teams and the expertise of our investment stewardship specialists gives us a deep understanding of the risks and opportunities facing different sectors, industries, and geographies. By integrating this expertise into a global common platform, we seek to maintain a consistently high standard of engagement, considering the myriad of nuances a responsible investor needs to embrace.

We have identified six Investment Stewardship Priorities that we believe can be broadly applied in our engagement efforts and will remain relevant through market cycles. These priorities address the ESG issues that pose the most significant long-term material financial risks to our investments, while also presenting the greatest opportunities. Engaging on these topics is therefore important to delivering value to our clients:

- *governance;*
- *strategy alignment with the long term;*
- *human capital management;*
- *stakeholder engagement;*
- *climate change; and*
- *natural capital and ecosystems.*

Within each priority area, we have identified related sub-themes that we are seeking to address over a shorter timeframe (18-24 months). These subthemes will evolve, over time, as we engage with investee companies to understand issues and promote best practices. This combination of priorities and evolving themes provides a structured and targeted framework for engagement for our investors and Investment Stewardship team globally.

Further details on JPMAM's policies in respect of investment stewardship can be found at https://am.jpmorgan.com/gb/en/asset-management/liq/about-us/investment-stewardship/

The Modern Slavery Act 2015 (the 'MSA')

The MSA requires companies to prepare a slavery and human trafficking statement for each financial year of the organisation. As the Company has no employees and does not supply goods and services, the MSA does not apply directly to it. The MSA requirements more appropriately relate to JPMF and JPMAM. JPMorgan's statement on the MSA can be found on the following website: https://www.jpmorganchase.com/about/human-rights.

Greenhouse Gas Emissions

The Company itself has no premises, consumes no electricity, gas or diesel fuel and consequently does not have a measurable carbon footprint. As a low energy user under HMRC guidelines it is not required to disclose energy and carbon information. The Company considers itself to be a low energy user under the SECR regulations and has no energy and carbon information to disclose. The Board notes the policy statements from the Investment Manager in respect of Social, Community and Environmental and Human Rights issues and Greenhouse Gas Emissions and that it is a signatory to the Carbon Disclosure Project. It further notes that JPMorgan Chase is a signatory to the Equator Principles on managing social and environmental risk in project finance.

Corporate Criminal Offences

The Company maintains zero tolerance towards tax evasion. Shares in the Company are purchased through intermediaries or brokers, therefore no funds flow directly into the Company.

By order of the Board
Graham Fenwick, for and on behalf of
JPMorgan Funds Limited,
Company Secretary

15th October 2026

Audit Committee Report

I am pleased to present the Audit Committee Report for the year ended 31st July 2026.

Composition and Role

The Audit Committee, chaired by Gordon Humphries and whose membership is set out on pages 38 to 39, meets at least three times each year. The members of the Audit Committee consider that they have the requisite skills and experience to fulfil the responsibilities of the Committee. At least one member of the Committee has recent and relevant financial experience and the Committee as a whole has competence relevant to the sector in which the Company operates. The Board Chair is a member of the Audit Committee. This is permitted under the AIC Code as she was deemed to be independent on appointment.

The constitution and performance of the Audit Committee are reviewed on a regular basis.

Role and Responsibility

The Committee reviews the actions and judgements of the Manager in relation to the Half Year Report and Annual Report & Financial Statements and the Company's compliance with the AIC Code. It examines the effectiveness of the Company's internal control systems, receives information from the Manager's compliance department and also reviews the scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external Auditor. It is also responsible for reporting any significant financial reporting issues to the Board and for providing review and challenge of key areas of judgement, including any assumptions used, in support of the Going Concern and Viability Statements.

The Audit Committee has reviewed the independence and objectivity of the Auditor and is satisfied that the Auditor is independent. The Audit Committee also has the primary responsibility for making recommendations to the Board on the re-appointment and the removal of the external Auditor.

Going Concern

In accordance with The Financial Reporting Council's guidance on going concern and liquidity risk, the Directors have undertaken a rigorous review of the Company's ability to continue as a going concern.

The Board considers that after examining the Company's investment objective, risk management policies and procedures, there are no going concern issues that will have a material impact over the next year. The Board has taken into account the impact of market factors (price volatility and liquidity of the investments); the Company's structural and corporate financial factors (including debt facilities) and operating factors (including the operational resilience of the Company's Manager and other key service providers). Despite the continued market volatility and economic uncertainty resulting from ongoing geopolitical tensions and conflicts the Board believes that the Company's going concern status is unaffected.

The Board has also taken into account the fact that the Company has a continuation vote to be considered by shareholders at the Company's 2026 Annual General Meeting and the likelihood of shareholders voting in favour of continuation. Having consulted the Company's advisers and in the absence of any concerns raised by the major shareholders, the Directors have a reasonable belief that the continuation vote will be supported by the majority of shareholders.

For these reasons, the Directors consider that there is reasonable evidence to continue to adopt the going concern basis of accounting in preparing the Company's financial statements. They have not identified any material uncertainties to the Company's ability to continue to do so over a period of at least 12 months from the date of approval of these financial statements. The Company's longer-term viability is also considered in the Viability Statement on page 32.

Financial statements and significant accounting matters

During its review of the Company's financial statements for the year ended 31st July 2026, the Audit Committee considered the following significant issues, including those communicated by the Auditor during their reporting:

Area of focus	How the matter was addressed
Valuation, existence and ownership of investments	The valuation of investments is undertaken in accordance with the accounting policies, disclosed in note 1(b) to the accounts on page 69. Controls are in place to ensure that valuations are appropriate and existence is verified through custodian reconciliations. The Company has appointed The Bank of New York Mellon (International) Limited ('BNY') as its depositary. BNY has appointed JPMorgan Chase Bank, N.A., as the Company's custodian. BNY remains responsible for the oversight of the custody of the Company's assets.
Recognition of Investment Income	The recognition of investment income is undertaken in accordance with accounting policy note 1(d) to the accounts on page 70. The Board regularly reviews subjective elements of income such as special dividends and agrees their accounting treatment.

Audit Committee Report

Area of focus	How the matter was addressed
Going Concern/ Long Term Viability	The Committee has also reviewed the appropriateness of the adoption of the Going Concern basis in preparing the accounts, particularly in view of the heightened market volatility resulting from the conflict between Russia and Ukraine, the escalating conflict in the Middle East, and the current high inflationary environment. The Committee recommended that the adoption of the Going Concern basis was appropriate (see Going Concern statement). The Committee also assessed the Long Term Viability of the Company as detailed on page 32 and recommended to the Board its expectation that the Company would remain in operation for the five year period of the assessment.
Compliance with Sections 1158 and 1159 of the Corporation Tax Act 2010.	Approval for the Company as an investment trust under Sections 1158 and 1159 for financial years commencing on or after 1st October 2012 has been obtained and ongoing compliance with the eligibility criteria is monitored by the Board on a regular basis.
Calculation of management fees	Consideration is given to the methodology used to calculate fees, matched against the criteria set out in the Investment Management Agreement.

The Board has been made fully aware of any significant financial reporting issues and concludes there are no accounting judgements made in connection with the preparation of the financial statements.

Risk Management and Internal Control

The Committee examines the effectiveness of the Company's internal control systems, receives information from the Manager's Compliance department and also reviews the scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external Auditor.

The Directors have a robust process for identifying, evaluating and managing the significant risks faced by the Company, which are recorded in a risk matrix. The Committee, on behalf of the Board, considers each key risk as well as reviewing the mitigating controls in place. Each risk is rated for its likelihood of occurrence and its potential impact and how these risks are monitored. The Board has delegated to the Committee the responsibility for the review and maintenance of the risk matrix.

The Directors' statement on the Company's system of internal control is set out on pages 46 and 47.

Auditor's Appointment and Tenure

The Committee reviews the scope and results of the external audit, its effectiveness and cost effectiveness, the balance of audit and non-audit services and the independence and objectivity of the Auditor. The Committee also has primary responsibility for making recommendations to the Board on the reappointment and removal of the Auditor.

Representatives of the Company's Auditor attend the Audit Committee meeting at which the draft annual report and financial statements are considered and they also attend the half-year Audit Committee meeting to present their audit plan for the current financial year's audit.

As part of its review of the continuing appointment of the Auditor, the Audit Committee considered the length of tenure of the audit firm, its fee, its independence from JPMF and the Manager and any matters raised during the audit. In the Directors' opinion the Auditor is independent.

The Audit Committee also reviews and approves any non-audit services provided by the independent Auditors and assesses the impact of any non-audit work on the ability of the Auditors to remain independent. No such work was undertaken during the year.

In its evaluation of the Auditor, the Committee also considered the FRC's 2025 and 2026 Audit Quality Review Reports and discussed the findings with Ernst & Young LLP. The Committee noted that the 2026 Audit Quality Review Report had concluded that Ernst & Young LLP's results reflected a strong performance in audit quality. The FRC had identified a number of areas of good practice in their audits and the Committee noted that the firm continued to drive audit quality across all its audits. Where findings for improvement had been identified, the Committee was satisfied that Ernst & Young LLP had an appropriate action plan to address these findings.

To supplement its review and assessment of the effectiveness of the Auditor, the Committee will also use formal evaluation questionnaires going forward, which will be completed by key representatives of the Manager involved with the audit, as well as the Auditor.

Reappointment of the Auditor

Ernst & Young LLP was appointed at the AGM in 2017 following an audit tender. In accordance with requirements relating to the appointment of the Auditor, the Company will conduct a competitive audit tender no later than in respect of the financial year ending 31st July 2027. The Committee has recommended to the Board, the continued appointment of Ernst & Young LLP as Auditor of the Company for the financial year ending 31st July 2027. Ernst & Young LLP has indicated its willingness to continue in office and resolutions proposing the reappointment of Ernst & Young LLP and authorising the Directors to determine the Auditor's remuneration for the ensuing year will be proposed at the forthcoming Annual General Meeting.

Audit Committee Report

The Company has complied throughout the year ended 31st July 2026 with the provisions of the Statutory Audit Services Order 2014, issued by the Competition and Markets Authority. There are no contractual obligations restricting the choice of Auditor. The Auditor is invited to all Audit Committee meetings and receives copies of all relevant papers and meeting minutes.

Fair, Balanced and Understandable

Having taken all available information into consideration and having discussed the content of the Annual Report with the AIFM, the Investment Manager, the Company Secretary and other third party service providers, the Committee has concluded that the Annual Report and Financial Statements for the year ended 31st July 2026, taken as a whole, is fair, balanced and understandable and provides the information necessary for Shareholders to assess the Company's position and performance, business model and strategy, and has reported on these findings to the Board. The Board's conclusions in this respect are set out in the Statement of Directors' Responsibilities on page 57.

For and on behalf of the Board
Gordon Humphries
Audit Committee Chair

15th October 2026



Directors' Remuneration Report

The Board presents the Directors' Remuneration Report for the year ended 31st July 2026, which has been prepared in accordance with the requirements of Section 421 of the Companies Act 2006.

The law requires the Company's Auditor to audit certain of the disclosures provided. Where disclosures have been audited they are indicated as such. The Auditor's opinion is included in their report on pages 59 to 64.

Directors' Remuneration Policy

The Directors' Remuneration Policy is subject to a triennial binding vote. However, the Board has resolved that for good governance purposes, the policy vote will be put to Shareholders every year. Accordingly, a resolution to approve this policy will be put to Shareholders at the forthcoming AGM. The policy subject to the vote is set out in full below and is currently in force.

The Board's policy for this and subsequent years is that Directors' fees should properly reflect the time spent by the Directors on the Company's business and should be at a level to ensure that candidates of a high calibre are recruited to the Board. The Chair of the Board, the Chair of the Audit Committee and the Senior Independent Director are paid higher fees than the other Directors, reflecting the greater time commitment involved in fulfilling those roles.

The Remuneration Committee, comprising all Directors, reviews fees on a regular basis and makes recommendations to the Board as and when appropriate. No Director is involved in the determination of his or her own remuneration. Reviews are based on information provided by the Manager and industry research on the level of fees paid to the directors of the Company's peers and within the investment trust industry generally. The Company has no Chief Executive Officer and no employees and therefore no consultation of employees is required and there is no employee comparative data to provide in relation to the setting of the remuneration policy for Directors.

All of the Directors are non-executive. Their fees do not include any performance-related elements. The Company does not operate any incentive arrangements, share schemes, awards, or pension schemes. Accordingly, no Director receives bonus payments or pension contributions from the Company, and no Director holds options to acquire shares in the Company. Directors are not granted exit payments and are not provided with compensation for loss of office. No other payments are made to Directors, other than the reimbursement of any reasonable out-of-pocket expenses incurred in attending the Company's business.

Directors' Fees

Directors' fees for the year ended 31st July 2026 and the rates effective from 1st August 2026 are as follows:

	For the year ended 31st July 2026 £	For the year ending 31st July 2027 £
Chair of the Board	46,500	48,000
Chair of the Audit Committee	38,250	39,500
Senior Independent Director	32,500	33,500
Other Directors	31,000	32,000

The fee increases with effect from 1st August 2026 remain within the aggregate Directors' fee cap of £250,000 per annum. There have been no other major decisions on Directors' remuneration or any other changes to the remuneration paid to each individual Director in the year under review.

The Company has not sought shareholder views on its Remuneration Policy. The Remuneration Committee considers any comments/views received from Shareholders on Remuneration Policy on an ongoing basis and will take account of these views as appropriate.

The Directors do not have service contracts with the Company. The terms and conditions of Directors' appointments are set out in formal letters of appointment which are available for review at the Company's AGM and the Company's registered office. Details of the Board's policy on tenure are set out on pages 44 and 45.

The Company's Remuneration Policy also applies to new Directors.

Remuneration Policy Implementation Report

The Directors' Remuneration Policy Implementation Report is subject to an annual advisory vote and therefore an ordinary resolution to approve this report will be put to Shareholders at the forthcoming AGM. There have been no changes to the policy during this financial year compared with the year ended 31st July 2025 and no further material changes to the Remuneration Policy are being proposed for the year ending 31st July 2027.

At the AGM held on 27th November 2025, of votes cast in respect of the Remuneration Policy and Remuneration Report, 99.16% and 99.23% were in favour (or granted discretion to the Chair who voted in favour) respectively and less than 1.0% voted against. Less than 0.01% abstained from voting on these resolutions.

Details of voting on both the Remuneration Policy and Remuneration Policy Implementation Reports from the 2026 AGM will be given in the annual report for the year ending 31st July 2027.

Directors' Remuneration Report

Details of the implementation of the Company's remuneration policy are given below. No advice from remuneration consultants was received during the year under review.

Single total figure of remuneration

The single total figure of remuneration for each Director is detailed below together with the prior year comparative where applicable. There are no performance targets in place for the Directors of the Company and there are no benefits for any of the Directors which will vest in the future. There are no taxable benefits, pension, bonus, long term incentive plans, exit payments or arrangements in place on which to report.

Single Total Figure Table[1]

	2026			2025		
Directors' Name	Fees[2] £	Taxable expenses[3] £	Total £	Fees[2] £	Taxable expenses[3] £	Total £
Lisa Gordon[4]	31,000	—	31,000	30,000	—	30,000
Richard Gubbins[5]	—	—	—	9,728	710	10,438
Katrina Hart[6]	46,500	—	46,500	40,176	—	40,176
Gordon Humphries	38,250	6,682	44,932	37,000	4,236	41,236
Andrew Impey[7]	—	—	—	14,592	—	14,592
Hannah Philp[4]	31,000	—	31,000	30,000	93	30,093
Alice Ryder	32,500	—	32,500	31,500	—	31,500
Total	**179,250**	**6,682**	**185,932**	**192,996**	**5,039**	**198,035**

1 Audited information. Other subject headings for the single figure table as prescribed by regulations are not included because there is nothing to disclose in relation thereto.

2 Directors' remuneration comprises an annual fee only.

3 Taxable travel and subsistence expenses incurred in attending Board and Committee meetings.

4 Appointed to the Board on 28th February 2024.

5 Retired on 27th November 2024.

6 Assumed role of Chair on 27th November 2024.

7 Retired on 27th November 2024.

Annual Percentage Change in Directors' Remuneration

The following table sets out the annual percentage change in Directors' fees, excluding taxable expenses, for the years to 31st July:

	% change for the year to 31st July				
Directors' Name	2026	2025	2024	2023	2022
Lisa Gordon[1]	+3.3%	—	—	n/a	n/a
Katrina Hart[2]	+15.7%	+38.5%	+5.5%	—	n/a
Gordon Humphries[3]	+3.4%	+4.2%	+4.4%	+7.9%	+12.4%
Hannah Philp[1]	+3.3%	—	—	n/a	n/a
Alice Ryder[4]	+3.2%	+3.3%	+5.2%	+11.5%	+3.8%

1 Appointed to the Board on 28th February 2024, following the Combination with JMF. The % change is not disclosed in prior years as they started part way through the prior year so the % increase is distorted.

2 Assumed role of Chair on 27th November 2024.

3 Assumed role of Audit Committee Chair on 24th November 2020.

4 Assumed role of SID and Chair of Remuneration Committee on 6th December 2022.

No amounts (2025: nil) were paid to third parties for making available the services of Directors. A table showing the total remuneration for the Chair over the five years ended 31st July 2026 is below:

Remuneration of the Chair over the five years ended 31st July 2026

Year ended 31st July	Fees	Performance related benefits received
2026	£46,500	n/a
2025	£45,000	n/a
2024	£43,500	n/a
2023	£42,000	n/a
2022	£38,000	n/a

Directors' Remuneration Report

Directors' Shareholdings[1]

There are no requirements pursuant to the Company's Articles of Association for the Directors to own shares in the Company. As at 31st July 2026, the Directors' beneficial shareholdings (including those held by persons closely associated) are detailed below:

Directors' Name	31st July 2026 Number of ordinary shares held	31st July 2025 Number of ordinary shares held
Lisa Gordon[2]	2,583	2,583
Katrina Hart	24,500	24,428
Gordon Humphries	12,500	12,500
Hannah Philp[2]	6,531	6,531
Alice Ryder	5,000	5,000
Total	**51,114**	**51,042**

[1] Audited information.
[2] Appointed to the Board on 28th February 2024.

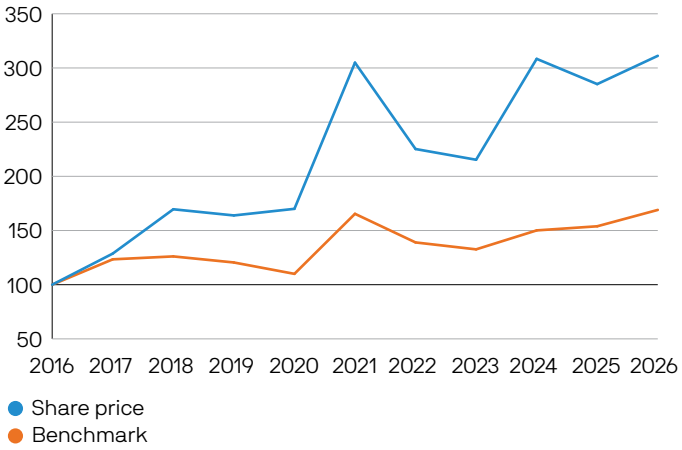
As at the latest practicable date before the publication of this document, there have been no changes to the Directors' shareholdings in the Company.

The Directors have no other share interests or share options in the Company and no share schemes are available.

In accordance with the Companies Act 2006, a graph showing the Company's total return on share price compared with its benchmark, the Deutsche Numis Smaller Companies plus AIM (excluding Investment Companies) Index over the last ten years, is shown below. The Board believes that this index is the most appropriate for the Company's performance comparison purposes because it most closely reflects the Investment Manager's investment universe.

Ten Year Share Price and Benchmark Total Return Performance to 31st July 2026

Figures have been rebased to 100 at 31st July 2016



The table below is provided to enable Shareholders to assess the relative importance of expenditure on Directors' remuneration. It compares the remuneration with distributions to Shareholders by way of dividends and share repurchases.

Expenditure by the Company on remuneration and distributions to Shareholders

	Year ended 31st July 2026	2025
Remuneration paid to all Directors[1]	£185,932	£198,035
Distribution to Shareholders		
— by way of dividend	£18,269,000	£20,295,000
— by way of share repurchases	£31,558,000	£20,744,000

[1] Including taxable expenses.

For and on behalf of the Board
Katrina Hart
Chair

15th October 2026



Applied Nutrition

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual Report and Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards, comprising Financial Reporting Standard 102 the 'Financial Reporting Standard Applicable in the UK and Republic of Ireland' (FRS 102). Under company law the Directors must not approve the financial statements unless they are satisfied that, taken as a whole, the annual report and accounts are fair, balanced and understandable and provide the information necessary for Shareholders to assess the Company's performance, business model and strategy, and that they give a true and fair view of the state of affairs of the Company and of the total return or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business

and the Directors confirm that they have done so.

The Directors are responsible for keeping proper accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements and the Directors' Remuneration Report comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The accounts are published on the www.jpmorganuksmallcapgrowthandincomeplc.com website, which is maintained by the Company's Manager. The maintenance and integrity of the website maintained by the Manager is, so far as it relates to the Company, the responsibility of the Manager. The work carried out by the auditor does not involve consideration of the maintenance and integrity of this website and, accordingly, the auditor accepts no responsibility for any changes that have occurred to the Annual Report since it was initially presented on the website. The Annual Report is prepared in accordance with UK legislation, which may differ from legislation in other jurisdictions.

Under applicable law and regulations the Directors are also responsible for preparing a Strategic Report, a Directors' Report and a Directors' Remuneration Report that comply with that law and those regulations.

Each of the Directors, whose names and functions are listed in the Directors' Report, confirm that, to the best of their knowledge:

- the financial statements, which have been prepared in accordance with applicable law and United Kingdom Accounting Standards, comprising Financial Reporting Standard 102 the 'Financial Reporting Standard Applicable in the UK and Republic of Ireland' (FRS 102), give a true and fair view of the assets, liabilities, financial position and return or loss of the Company; and
- the Strategic Report includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that it faces.

The Board confirms that it is satisfied that the Annual Report and Financial Statements taken as a whole is fair, balanced and understandable and provides the information necessary for Shareholders to assess the Company's performance, business model and strategy.

For and on behalf of the Board
Katrina Hart
Chair

15th October 2026


50%
40%
30%
20%
10%
0%
-10%
Mar 2024
Mar 2024

Independent Auditor's Report

Independent Auditor's Report to the Members of JPMorgan UK Small Cap Growth & Income plc

Opinion

We have audited the financial statements of JPMorgan UK Small Cap Growth & Income plc for the year ended 31st July 2026 which comprise the Statement of Comprehensive Income, the Statement of Changes in Equity, the Statement of Financial Position, the Statement of Cash Flows and the related notes 1 to 23, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the Company's affairs as at 31st July 2026 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

The non-audit services prohibited by the FRC's Ethical Standard were not provided to the Company and we remain independent of the Company in conducting the audit.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the Directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included:

- Confirmation of our understanding of the Company's going concern assessment process and engaging with the Directors and the Company Secretary to determine if all key factors that we have become aware of during our audit were considered in their assessment.
- Inspection of the Directors' assessment of going concern, including the revenue forecast and liquidity assessment, for the period to 31st October 2027 which is at least 12 months from the date the financial statements were authorised for issue. In preparing the revenue forecast, the Company has concluded that it is able to continue to meet its ongoing costs as they fall due.
- Challenging the underlying model and assumptions adopted by management in developing the revenue forecast and the appropriateness of management's liquidity assessment of its investments.
- Consideration of the mitigating factors included in the going concern assessment that are within the control of the Company. We reviewed the Company's assessment of the liquidity of investments held and evaluated the Company's ability to sell those investments in order to cover working capital requirements should revenue decline significantly.
- In relation to the Company's borrowing arrangements, we have inspected the Directors' assessment of the risk of breaching the debt covenants as a result of a reduction in the value of the Company's portfolio. We recalculated the Company's compliance with debt covenants in the scenarios assessed by the Directors and performed reverse stress testing in order to identify what factors would lead to the Company breaching the financial covenants.
- Assessment of the impact of the continuation vote at the November 2026 AGM on the going concern basis of preparation, by considering the current and historical performance of the Company, reviewing minutes from the Broker's discussion with certain shareholders about their current intentions in relation to the continuation vote and considering the Directors' assessment of the likelihood of success of the continuation vote against the going concern assumption.
- Review of the Company's going concern disclosures included in the annual report in order to assess that the disclosures were appropriate and in conformity with the reporting standards.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period to 31st October 2027 which is at least 12 months from when the financial statements were authorised for issue.

Independent Auditor's Report

In relation to the Company's reporting on how they have applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the Directors' statement in the financial statements about whether the Directors considered it appropriate to adopt the going concern basis of accounting.

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

Overview of our audit approach

Key audit matters	● Risk of incomplete or inaccurate revenue recognition. ● Risk of incorrect valuation or ownership of the investment portfolio.
Materiality	● Overall materiality of £4.50m which represents 1% of shareholders' funds.

An overview of the scope of our audit

Tailoring the scope

Our assessment of audit risk, our evaluation of materiality and our allocation of performance materiality determine our audit scope for the Company. This enables us to form an opinion on the financial statements. We take into account size, risk profile, the organisation of the Company and effectiveness of controls, the potential impact of climate change and changes in the business environment when assessing the level of work to be performed. All audit work was performed directly by the audit engagement team.

Climate change

Stakeholders are increasingly interested in how climate change will impact companies. The Company has determined that the most significant future impacts from climate change on its operations will be from how climate change could affect the Company's investments and overall investment process. These are explained on page 30 in the principal and emerging risk section. All of these disclosures form part of the 'Other information', rather than the audited financial statements. Our procedures on these unaudited disclosures therefore consisted solely of considering whether they are materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appear to be materially misstated, in line with our responsibilities on 'Other information'.

Our audit effort in considering the impact of climate change on the financial statements was focused on the adequacy of the Company's disclosures in the financial statements as set out in note 1a and conclusion that there was no further impact of climate change to be taken into account as the investments are valued based on market pricing as required by FRS 102. We also challenged the Directors' considerations of climate change in their assessment of viability and associated disclosures.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditor's Report

Risk	Our response to the risk	Key observations communicated to the Audit Committee
Risk of incomplete or inaccurate revenue recognition *(as described on page 49 in the Audit Committee Report and as per the accounting policies set out on page 70).* The total revenue for the year to 31st July 2026 was £ 14.75 million (2025: £15.85 million), consisting primarily of dividend income from listed equity investments. There is a risk of incomplete or inaccurate recognition of revenue through the failure to recognise proper income entitlements or to apply an appropriate accounting treatment. Additionally, in accordance with the AIC SORP, special dividends received by the Company can be included in either the revenue or capital columns of the Statement of Comprehensive Income depending on the commercial circumstances behind the payments.	**We performed the following procedures:** We obtained an understanding of JPMorgan CIB Securities Services' (the 'Administrator') processes and controls surrounding revenue recognition by performing walkthrough procedures. For all dividends received and accrued, we recalculated the income by multiplying the investment holdings at the ex-dividend date, traced from the accounting records, by the dividend per share, which was agreed to an independent data vendor. We also agreed all exchange rates to an independent data vendor and, for all the dividends received, we agreed the amounts to bank statements. For all dividends accrued at the year end, we reviewed the investee Company announcements to assess whether the dividend entitlements arose prior to 31st July 2026 and agreed the subsequent cash receipts to post-year end bank statements where received. To test completeness of recorded income, we verified that expected dividends for each investee Company held during the year had been recorded as income with reference to investee company announcements obtained from an independent data vendor. For all investments held during the year, we inspected the type of dividends paid with reference to an external data vendor to identify those which were special dividends. We assessed the appropriateness of management's classification of special dividends received, by reviewing the underlying rationale of the distributions.	The results of our procedures identified no material misstatements in relation to the risk of incomplete or inaccurate revenue recognition.

Independent Auditor's Report

Risk	Our response to the risk	Key observations communicated to the Audit Committee
Risk of incorrect valuation or ownership of the investment portfolio *(as described on page 49 in the Audit Committee's Report and as per the accounting policy set out on page 69).* The valuation of the investment portfolio at 31st July 2026 was £498.25 million (2025: £511.55 million) consisting of listed equities. The valuation of assets held in the investment portfolio is the key driver of the Company's net asset value and total return. Incorrect investment pricing, or failure to maintain proper legal title of the investments held by the Company, could have a significant impact on the portfolio valuation and the return generated for shareholders. The fair value of listed investments is determined using quoted bid prices for investments traded in active markets at close of business on the reporting date.	**We performed the following procedures:** We obtained an understanding of the Administrator's processes and controls surrounding investment valuation and legal title by performing walkthrough procedures. For all listed investments, we compared the market prices and exchange rates applied to an independent pricing vendor and recalculated the investment valuations as at the year end. For all investments in the portfolio, we obtained the market prices from an independent pricing vendor for five business days before and after 31st July 2026 to identify any stale prices. Our testing did not identify any stale prices. We compared all of the Company's investment holdings at 31st July 2026 to independent confirmations received directly from the Company's Custodian and Depositary, to confirm existence and legal title at year end.	The results of our procedures identified no material misstatements in relation to the risk of incorrect valuation or ownership of the investment portfolio.

Our application of materiality

We apply the concept of materiality in planning and performing the audit, in evaluating the effect of identified misstatements on the audit and in forming our audit opinion.

Materiality

The magnitude of an omission or misstatement that, individually or in the aggregate, could reasonably be expected to influence the economic decisions of the users of the financial statements. Materiality provides a basis for determining the nature and extent of our audit procedures.

We determined materiality for the Company to be £4.50 million (2025: £4.73 million), which is 1% (2025: 1%) of shareholders' funds. We believe that shareholders' funds provides us with materiality aligned to the key measure of the Company's performance.

Performance materiality

The application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.

On the basis of our risk assessments, together with our assessment of the Company's overall control environment, our judgement was that performance materiality was 75% (2025: 75%) of our planning materiality, namely £3.38 million (2025: £3.55 million). We have set performance materiality at this percentage due to our past experience of the audit that indicates a lower risk of misstatements, both corrected and uncorrected.

Given the importance of the distinction between revenue and capital for investment trusts, we have also applied a separate testing threshold for the revenue column of the Statement of Comprehensive Income which is calculated as 5% of net return before tax. We determined this to be £0.62 million (2025: £0.66 million).

Reporting threshold

An amount below which identified misstatements are considered as being clearly trivial.

We agreed with the Audit Committee that we would report to them all uncorrected audit differences in excess of £0.23 million (2025: £0.24 million), which is set at 5% of planning materiality, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds.

We evaluate any uncorrected misstatements against both the quantitative measures of materiality discussed above and in light of other relevant qualitative considerations in forming our opinion.

Independent Auditor's Report

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report.

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion the part of the Directors' remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and Directors' reports have been prepared in accordance with applicable legal requirements;

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements and the part of the Directors' Remuneration Report to be audited are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Corporate Governance Statement

We have reviewed the Directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Company's compliance with the provisions of the UK Corporate Governance Code specified for our review by the UK Listing Rules.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the financial statements or our knowledge obtained during the audit:

- Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 49;
- Directors' explanation as to its assessment of the Company's prospects, the period this assessment covers and why the period is appropriate set out on page 32;
- Director's statement on whether it has a reasonable expectation that the Company will be able to continue in operation and meets its liabilities set out on page 49;
- Directors' statement on fair, balanced and understandable set out on page 51;
- Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on page 28;
- The section of the annual report that describes the review of effectiveness of risk management and internal control systems set out on page 46; and
- The section describing the work of the audit committee set out on page 49.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement set out on page 57, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

Independent Auditor's Report

accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

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

However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the Company and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Company and determined that the most significant are FRS 102, the Companies Act 2006, the UK Listing Rules, the UK Corporate Governance Code, the Association of Investment Companies' Code and Statement of Recommended Practice, Section 1158 of the Corporation Tax Act 2010 and The Companies (Miscellaneous Reporting) Regulations 2018.
- We understood how the Company is complying with those frameworks through discussions held with the Audit Committee and Company Secretary, and review of board minutes and papers provided to the Audit Committee.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by testing specific accounting journal entries and considering the key risks impacting the financial statements.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved review of the Company Secretary's reporting to the Directors with respect to the application of the documented policies and procedures and review of the financial statements to ensure compliance with the reporting requirements of the Company.

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

Other matters we are required to address

- Following the recommendation from the audit committee, we were appointed by the Company on 28th November 2017 to audit the financial statements for the year ending 31st July 2018 and subsequent financial periods.

  The period of total uninterrupted engagement including previous renewals and reappointments is nine years, covering the years ending 31st July 2018 to 31st July 2026.
- The audit opinion is consistent with the additional report to the audit committee.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Mike Gaylor (Senior Statutory Auditor)
for and on behalf of
Ernst & Young LLP, Statutory Auditor
London

15th October 2026



Statement of Comprehensive Income

	Notes	For the year ended 31st July 2026 Revenue £'000	Capital £'000	Total £'000	For the year ended 31st July 2025 Revenue £'000	Capital £'000	Total £'000
Gains/(losses) on investments held at fair value through profit or loss	3	—	18,245	18,245	—	(12,409)	(12,409)
Net foreign currency exchange gains/(losses)		—	2	2	—	(1)	(1)
Income from investments	4	14,340	508	14,848	15,330	242	15,572
Interest receivable and similar income	4	408	—	408	522	—	522
Gross return/(loss)		**14,748**	**18,755**	**33,503**	**15,852**	**(12,168)**	**3,684**
Management fee	5	(803)	(1,872)	(2,675)	(802)	(1,873)	(2,675)
Other administrative expenses	6	(697)	—	(697)	(825)	—	(825)
Net return/(loss) before finance costs and taxation		**13,248**	**16,883**	**30,131**	**14,225**	**(14,041)**	**184**
Finance costs	7	(829)	(1,935)	(2,764)	(938)	(2,189)	(3,127)
Net return/(loss) before taxation		**12,419**	**14,948**	**27,367**	**13,287**	**(16,230)**	**(2,943)**
Taxation	8	(79)	—	(79)	(74)	—	(74)
Net return/(loss) after taxation		**12,340**	**14,948**	**27,288**	**13,213**	**(16,230)**	**(3,017)**
Return/(loss) per ordinary share	9	**9.86p**	**11.94p**	**21.80p**	**9.83p**	**(12.07)p**	**(2.24)p**

All revenue and capital items in the above statement derive from continuing operations. No other operations were acquired or discontinued in the year.

The 'Total' column of this statement is the profit and loss account of the Company and the 'Revenue' and 'Capital' columns represent supplementary information prepared under guidance issued by the Association of Investment Companies. Net return/(loss) after taxation represents the profit/(loss) for the year and also the Total Comprehensive income.

The notes on pages 69 to 84 form an integral part of these financial statements.

Statement of Changes in Equity

	Called up share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Other reserve[1,2] £'000	Capital reserves[1] £'000	Revenue reserve[1] £'000	Total £'000
At 31st July 2024	**6,957**	**216,150**	**2,903**	**—**	**288,853**	**2,209**	**517,072**
Cancellation of share premium account	—	(216,150)	—	216,150	—	—	—
Repurchase of ordinary shares into Treasury	—	—	—	(20,744)	—	—	(20,744)
Net (loss)/return after taxation	—	—	—	—	(16,230)	13,213	(3,017)
Dividends paid in the year (note 10)	—	—	—	—	(4,873)	(15,422)	(20,295)
At 31st July 2025	**6,957**	**—**	**2,903**	**195,406**	**267,750**	**—**	**473,016**
Repurchase of ordinary shares into Treasury	—	—	—	(31,558)	—	—	(31,558)
Costs in relation to cancellation of share premium account	—	—	—	(10)	—	—	(10)
Net return after taxation	—	—	—	—	14,948	12,340	27,288
Dividends paid in the year (note 10)	—	—	—	(5,929)	—	(12,340)	(18,269)
At 31st July 2026	**6,957**	**—**	**2,903**	**157,909**	**282,698**	**—**	**450,467**

[1] Please refer to note 1(c) on page 70 and note 15 on page 78 for further details of the Company's distributable reserves.

[2] Other reserve was created following approval by the High Court to cancel the balance on the share premium account as at close of business on 1st August 2024. This forms part of the Company's distributable reserves.

The notes on pages 69 to 84 form an integral part of these financial statements.

Statement of Financial Position

	Notes	At 31st July 2026 £'000	At 31st July 2025 £'000
Fixed assets			
Investments held at fair value through profit or loss	11	**498,250**	**511,548**
Current assets			
Debtors	12	1,915	3,244
Current asset investments		8,751	21,564
Cash at bank		422	300
		11,088	25,108
Current liabilities			
Creditors: amounts falling due within one year	13	(58,871)	(63,640)
Net current liabilities		**(47,783)**	**(38,532)**
Total assets less current liabilities		**450,467**	**473,016**
Net assets		**450,467**	**473,016**
Capital and reserves			
Called up share capital	14	6,957	6,957
Share premium account	15	—	—
Capital redemption reserve	15	2,903	2,903
Other reserve	15	157,909	195,406
Capital reserves	15	282,698	267,750
Revenue reserve	15	—	—
Total shareholders' funds		**450,467**	**473,016**
Net asset value per ordinary share	16	**373.1p**	**362.6p**

The financial statements were approved and authorised for issue by the Directors on 15th October 2026 and signed on their behalf by:

Katrina Hart
Chair

The notes on pages 69 to 84 form an integral part of these financial statements.

The Company is registered in England and Wales No. 2515996.

Statement of Cash Flows

	Notes	For the year ended 31st July 2026 £'000	For the year ended 31st July 2025 £'000
Cash flows from operating activities			
Net return before finance costs and taxation		30,131	184
Adjustment for:			
Net (gains)/losses on investments held at fair value through profit or loss	3	(18,245)	12,409
Dividend income	4	(14,848)	(15,572)
Interest income	4	(408)	(522)
Decrease/(increase) in other debtors		12	(16)
(Decrease)/increase in accrued expenses		(74)	135
Net cash outflow from operating activities before dividends, interest and taxation		(3,432)	(3,382)
Dividends received		14,418	15,656
Interest received		408	522
Net cash inflow from operating activities		**11,394**	**12,796**
Purchases of investments		(142,031)	(109,864)
Sales of investments		176,781	148,473
Net cash inflow from investing activities		**34,750**	**38,609**
Dividends paid	10	(18,269)	(20,295)
Costs in relation to cancellation of share premium account		(10)	—
Repurchase of ordinary shares into Treasury		(32,708)	(19,594)
Repayment of bank loans		(5,000)	(2,000)
Drawdown of bank loans		—	7,000
Interest on bank loans paid		(2,848)	(3,165)
Net cash outflow from financing activities		**(58,835)**	**(38,054)**
(Decrease)/increase in cash and cash equivalents		**(12,691)**	**13,351**
Cash and cash equivalents at start of year		21,864	8,513
Cash and cash equivalents at end of year		9,173	21,864
Cash and cash equivalents consist of:			
Cash at bank		422	300
Current asset investment in JPMorgan GBP Liquidity Fund		8,751	21,564
Total		**9,173**	**21,864**

The notes on pages 69 to 84 form an integral part of these financial statements.

For the year ended 31st July 2026

1. Accounting policies

(a) Basis of accounting

The financial statements are prepared under the historical cost convention, modified to include fixed asset investments at fair value, and in accordance with the Companies Act 2006, United Kingdom Generally Accepted Accounting Practice ('UK GAAP'), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and with the Statement of Recommended Practice 'Financial Statements of Investment Trust Companies and Venture Capital Trusts' (the 'SORP') issued by the Association of Investment Companies in July 2022. In preparing these financial statements the Directors have considered the impact of climate change risk as a principal risk as set out on page 30, and have concluded that it does not have a material impact on the value of the Company's investments. In line with FRS 102 investments are valued at fair value, which for the Company are quoted bid prices for investments in active markets at 31st July 2026 and therefore reflect market participants' view of climate change risk.

The financial statements have been prepared on a going concern basis. In forming this opinion, the Directors have considered the impact of heightened market volatility since the Russian invasion of Ukraine, the escalating conflict in the Middle East, the persistent inflationary environment, high interest rates and other geopolitical risks on the going concern and viability of the Company. They have considered the operational resiliency of its key service providers, including the Manager. The Directors have also reviewed the Company's compliance with debt covenants in assessing the going concern and viability of the Company. The Directors have reviewed income and expense projections to 31st October 2027 and the liquidity of the investment portfolio in making their assessment and they believe that the Company has adequate financial resources to continue its operational existence for the foreseeable future, and for the period to 31st October 2027, which is at least 12 months from the date the financial statements are authorised for issue. The Board has also taken into account the fact that the Company has a continuation vote to be considered by shareholders at the Company's 2026 Annual General Meeting and the likelihood of shareholders voting in favour of continuation. Having consulted the Company's advisers and in the absence of any concerns raised by the major shareholders, the Directors have a reasonable belief that the continuation vote will be supported by the majority of shareholders. Further details of Directors' considerations regarding this are given in the Chair's Statement, Investment Manager's Report, Going Concern Statement, Viability Statement and Principal and Emerging Risks Statement within this Annual Report.

The policies applied in these financial statements are consistent with those applied in the preceding year.

(b) Valuation of investments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

The Company's business is investing in financial assets with a view to profiting from their total return in the form of income and capital growth. The portfolio of financial assets is managed and its performance evaluated on a fair value basis, in accordance with a documented investment strategy and information is provided internally on that basis to the Company's Board of Directors.

Accordingly, upon initial recognition the investments are classified by the Company at fair value through profit or loss. They are initially recognised at fair value which is taken to be their cost, excluding expenses incidental to purchase which are written off to capital at the time of acquisition. Subsequently, the investments are valued at fair value, which are predominantly quoted bid prices for investments traded in active markets. For investments which are not traded in active markets, unlisted and restricted investments (if any), the Board takes into account the latest traded prices, other observable market data and asset values based on the latest management accounts.

All purchases and sales are accounted for on a trade date basis.

(c) Accounting for share capital and reserves

Called up share capital

Share capital is classified as equity and is the nominal value of the ordinary shares in issue and is not distributable.

Share premium account

Amounts received in excess of the nominal value of issued ordinary shares are held in share premium. For ordinary shares that have been reissued from Treasury, the excess amount of the sales proceeds over the purchase price of those ordinary shares, will be transferred to share premium. This reserve is not distributable.

Notes to the Financial Statements

1. Accounting policies (continued)

(c) Accounting for share capital and reserves (continued)

Capital redemption reserve

Nominal value of ordinary shares repurchased and cancelled by the Company are transferred from called up share capital to the capital redemption reserve. This reserve is not distributable.

Other reserve

Share premium amount that has been approved for cancellation by the High Court, is transferred to the 'other reserve' and is available for distribution by way of dividends or share repurchases.

Capital reserve – realised gains and losses

Gains and losses on sales of investments, including the related foreign exchange gains and losses, realised gains and losses on foreign currency contracts, management fee and finance costs allocated to capital and any other capital charges, are included in the Statement of Comprehensive Income, and accounted for as capital reserves within 'Realised gains and losses' and is available for distribution by way of share repurchases or dividends.

Capital reserve – investment holding gains and losses

Increases and decreases in the valuation of investments held at the year end, including the related foreign exchange gains and losses, plus unrealised gains and losses on foreign currency contracts or foreign currency loans, are included in the Statement of Comprehensive Income and accounted for in capital reserves within 'Investment holding gains and losses'.

This reserve may be available for distributions in accordance with the Company's Articles of Association. In accordance with ICAEW Technical Release 02/17BL on Guidance on Realised and Distributable Profits under the Companies Act 2006, unrealised reserves are available for distributions provided they represent readily realisable profits.

Revenue reserve

Net revenue return after taxation for the year is accounted for in the revenue reserve. This reserve is distributable by way of dividends to shareholders.

(d) Income

Dividends receivable from equity shares are included in revenue on an ex-dividend basis except where, in the opinion of the Board, the dividend is capital in nature, in which case it is included in capital.

Special dividends are looked at individually to ascertain the reason behind the payment. This will determine whether they are treated as revenue or capital.

Where the Company has elected to receive scrip dividends in the form of additional shares rather than in cash, the amount of the cash dividend foregone is recognised in revenue. Any excess in the value of the shares received over the amount of the cash dividend is recognised in capital.

Interest and similar income receivable on cash and cash equivalents is taken to revenue on an accruals basis.

(e) Expenses

All expenses are accounted for on an accruals basis. Expenses are allocated wholly to the revenue classification with the following exceptions:

- The management fee is allocated 30% to revenue and 70% to capital, in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio; and
- Expenses incidental to the purchase and sale of an investment are charged to capital and included with gains and losses on investments. These expenses are commonly referred to as transaction costs and comprise brokerage commission and stamp duty. Details of transaction costs are given in note 11 on page 76.

(f) Finance costs

Finance costs are accounted for on an accruals basis using the effective interest method.

Finance costs are allocated 30% to revenue and 70% to capital, in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio.

(g) Financial instruments

Financial instruments are recognised only when the Company becomes a party to contractual provisions of the instruments. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire or are settled. Financial liabilities are derecognised when the obligation specified in the contract is discharged, is cancelled or expires.

Cash at bank comprises demand deposits, which are short term.

Current asset investments include highly liquid short term investments that are subject to an insignificant risk of change in value. The Company invests in the JPMorgan GBP Liquidity Fund, a money market fund, which is considered a current asset investment. This investment features a low volatility net asset value, is held for short term cash management purposes as an alternative to cash, and can be readily converted into a known amount of cash.

Other debtors and creditors do not carry any interest, are short-term in nature and are accordingly stated at nominal value, with debtors reduced by appropriate allowances for estimated irrecoverable amounts.

Bank loans are classified as financial liabilities measured at amortised cost. They are initially measured at proceeds net of direct issue costs and subsequently measured at amortised cost using the effective interest rate method. Interest payable on the bank loan is accounted for on an accruals basis in the Statement of Comprehensive Income.

(h) Taxation

Current tax is provided at the amounts expected to be paid or received.

Deferred tax is provided on all timing differences that have originated but not reversed by the balance sheet date. Deferred tax liabilities are recognised for all taxable timing differences but deferred tax assets are only recognised to the extent that it is more likely than not that taxable profits will be available against which those timing differences can be utilised.

Tax relief is allocated to expenses charged to capital on the 'marginal basis'. On this basis, if taxable income is capable of being entirely offset by revenue expenses, then no tax relief is transferred to the capital column.

Deferred tax is measured at the tax rate which is expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates that have been enacted or substantively enacted at the balance sheet date and is measured on an undiscounted basis.

(i) Value added tax ('VAT')

Expenses are disclosed inclusive of the related irrecoverable VAT. Recoverable VAT is calculated using the partial exemption method based on the proportion of zero rated supplies to total supplies.

(j) Foreign currency

The Company is required to identify its functional currency, being the currency of the primary economic environment in which the Company operates.

The Board, having regard to the currency of the Company's share capital and the predominant currency in which its shareholders operate, has determined that sterling is the functional currency. Sterling is also the currency in which the financial statements are presented.

Transactions denominated in foreign currencies are converted at actual exchange rates at the date of the transaction. Monetary assets, liabilities and equity investments held at fair value, denominated in foreign currencies at the year end are translated at the rates of exchange prevailing at the year end.

Any gain or loss arising from a change in exchange rates on monetary assets and liabilities is included in the Statement of Comprehensive Income as an exchange gain or loss in revenue or capital, depending on whether the gain or loss is of a revenue or capital nature. Foreign exchange movements on equity investments are included as part of fair value gains and losses.

(k) Dividends

Dividends are included in the financial statements in the year in which they are paid or approved by shareholders.

(l) Repurchase of ordinary shares into Treasury

The cost of repurchasing ordinary shares, including related stamp duty and transaction costs, is charged to the other reserve and recorded in the Statement of Changes in Equity. Share repurchase transactions are accounted for on a trade date basis.

Where shares held in Treasury are subsequently cancelled, the nominal value of those shares is transferred out of called up share capital and into the capital redemption reserve.

Notes to the Financial Statements

1. Accounting policies (continued)

(m) Issue of ordinary shares

If shares held in Treasury are reissued, the sales proceeds will be treated as a realised capital profit up to the amount of the purchase price of those shares and allocated to capital reserves. The excess of the sales proceeds over the purchase price will be credited to the share premium account.

Direct issue costs in respect of the ordinary shares issued are recognised in the share premium account.

(n) Segmental reporting

The Board is of the opinion that the Company is engaged in a single segment of business, being investment in UK listed smaller companies and companies quoted on AIM.

2. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements on occasion requires the Directors to make judgements, estimates and assumptions that affect the reported amounts in the primary financial statements and the accompanying disclosures. These assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods, depending on circumstances.

The Directors do not believe that any accounting judgements have been applied to this set of financial statements, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities at the balance sheet date.

3. Gains/(losses) on investments held at fair value through profit or loss

	2026 £'000	2025 £'000
Realised gains on sale of investments	25,963	10,157
Net change in unrealised losses on investments	(7,703)	(22,554)
Other capital charges	(15)	(12)
Total capital gains/(losses) on investments held at fair value through profit or loss	**18,245**	**(12,409)**

4. Income

	2026			2025		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Income from investments						
UK dividends	12,802	—	12,802	13,021	—	13,021
Overseas dividends	768	—	768	547	—	547
Property income distribution	308	—	308	280	—	280
Special dividends	462	508	970	1,482	242	1,724
	14,340	**508**	**14,848**	**15,330**	**242**	**15,572**
Interest receivable and similar income						
Bank interest	3	—	3	4	—	4
Interest from JPMorgan GBP Liquidity Fund	405	—	405	518	—	518
	408	**—**	**408**	**522**	**—**	**522**
Total income	**14,748**	**508**	**15,256**	**15,852**	**242**	**16,094**

5. Management fee

	2026			2025		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Management fee	803	1,872	2,675	802	1,873	2,675

Details of the management fee are given in the Directors' Report on pages 40 and 41.

The management fee is paid by monthly instalments based on the net assets at the beginning of each month and is charged at a rate of 0.65% per annum on the first £200 million of net assets and 0.55% on net assets in excess of £200 million.

The management fee is allocated 30% to revenue and 70% to capital in accordance with the Company's allocation policy.

6. Other administrative expenses

	2026 £'000	2025 £'000
Directors' fees[1]	179	193
Other expenses	97	125
Professional fees	77	38
Marketing fees[2]	71	185
Auditor's remuneration for audit services	56	54
Broker fees	42	43
Financial Conduct Authority	41	20
Registrar fees	40	50
Depositary fees	36	62
AIC subscription	31	26
Printing and postage	27	29
	697	**825**

[1] Full disclosure is given in the Directors' Remuneration Report on pages 53 to 55. Excluding taxable benefits which are included within other expenses.

[2] The marketing budget approved for 2026 was £150,000. The amount recognised in the year reflects the timing of expenditure and the impact of accruals brought forward.

Irrecoverable VAT included in the administrative expenses above amounts to £61,000 (2025: £103,000).

All other administrative expenses are 100% charged to revenue.

7. Finance costs

	2026			2025		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Interest on bank loans	829	1,935	2,764	938	2,189	3,127
	829	**1,935**	**2,764**	**938**	**2,189**	**3,127**

Details of the bank loans are provided in note 13 on page 77.

The finance costs are allocated 30% to revenue and 70% to capital in accordance with the Company's allocation policy.

Notes to the Financial Statements

8. Taxation

(a) Analysis of tax charge for the year

	2026			2025		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Overseas withholding tax	79	—	79	74	—	74
Total tax charge for the year	**79**	**—**	**79**	**74**	**—**	**74**

(b) Factors affecting the total tax charge for the year

The tax charge for the year is lower (2025: higher) than the Company's applicable rate of corporation tax of 25.0% (2025: 25.0%).

The factors affecting the total tax charge for the year are as follows:

	2026			2025		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Net return/(loss) before taxation	12,419	14,948	27,367	13,287	(16,230)	(2,943)
Net return/(loss) before taxation multiplied by the Company's applicable rate of corporation tax of 25.0% (2025: 25.0%)	3,105	3,737	6,842	3,321	(4,057)	(736)
Effects of:						
Non taxable capital (gains)/losses	—	(4,562)	(4,562)	—	3,103	3,103
Non taxable UK dividends	(3,259)	(127)	(3,386)	(3,562)	—	(3,562)
Non taxable overseas dividends	(249)	—	(249)	(200)	(61)	(261)
Disallowed interest	—	89	89	—	151	151
Unrelieved expenses	403	863	1,266	441	864	1,305
Overseas withholding tax	79	—	79	74	—	74
Total tax charge for the year	**79**	**—**	**79**	**74**	**—**	**74**

(c) Deferred taxation

The Company has an unrecognised deferred tax asset of £15,358,000 (2025: £13,768,000) in respect of excess management expenses of £44,755,000 (2025: £41,692,000) and loan interest payable of £16,676,000 (2025: £13,379,000), based on a prospective corporation tax rate of 25.0% (2025: 25.0%) as enacted by the Finance Act 2021. The unrecognised deferred tax asset has arisen due to the cumulative excess of deductible expenses over taxable income. Given the composition of the Company's portfolio, it is not likely that this asset will be utilised in the foreseeable future and therefore no asset has been recognised in the financial statements.

Due to the Company's status as an investment trust company and the intention to continue meeting the conditions required to maintain such status in the foreseeable future, the Company has not provided for deferred tax on any capital gains or losses arising on the revaluation or disposal of investments.

9. Return/(loss) per ordinary share

	2026 £'000	2025 £'000
Revenue return	12,340	13,213
Capital return/(loss)	14,948	(16,230)
Total return/(loss)	**27,288**	**(3,017)**
Weighted average number of ordinary shares in issue during the year	125,199,395	134,449,604
Revenue return per ordinary share	9.86p	9.83p
Capital return/(loss) per ordinary share	11.94p	(12.07)p
Total return/(loss) per ordinary share	**21.80p**	**(2.24)p**

10. Dividends

(a) Dividends paid

	2026		2025	
	Pence	£'000	Pence	£'000
Dividends paid				
First quarterly interim dividend	3.63	4,684	3.76	5,167
Second quarterly interim dividend	3.63	4,560	3.76	5,167
Third quarterly interim dividend	3.63	4,541	3.76	5,036
Fourth quarterly interim dividend	3.63	4,484	3.76	4,925
Total dividends paid in the year	**14.52**	**18,269**	**15.04**	**20,295**

All dividends paid in respect of the year ended 31st July 2026 have been funded from the Revenue reserve and part of the Other reserve (2025: Revenue reserve and part of the Capital reserves).

(b) Dividend for the purposes of Section 1158 of the Corporation Tax Act 2010 ('Section 1158')

The requirements of Section 1158 are considered on the basis of dividends paid and declared in respect of the financial year. For the year ended 31st July 2026, the dividends declared were paid during the year as shown above.

The revenue available for distribution by way of dividend for the year is £12,340,000 (2025: £13,213,000).

Notes to the Financial Statements

11. Investments held at fair value through profit or loss

(i) Movements in Investments held at fair value through profit or loss

	2026 £'000	2025 £'000
Investments listed on a recognised stock exchange	498,250	511,548
Opening book cost	399,181	427,026
Opening investment holding gains	112,367	134,921
Opening valuation	511,548	561,947
Movements in the year:		
Purchases at cost	143,570	109,540
Sales proceeds	(175,128)	(147,542)
Gains/(losses) on investments held at fair value through profit & loss	18,260	(12,397)
	498,250	511,548
Closing book cost	393,586	399,181
Closing investment holding gains	104,664	112,367
Total investments held at fair value through profit or loss	**498,250**	**511,548**

Transaction costs on purchases during the year amounted to £595,000 (2025: £429,000) and on sales during the year amounted to £107,000 (2025: £73,000). These costs comprise mainly brokerage commission.

The Company received £175,128,000 (2025: £147,542,000) from investments sold in the year. The book cost of these investments when they were purchased was £149,165,000 (2025: £137,385,000). These investments have been revalued over time and until they were sold any unrealised gains/losses were included in the fair value of the investments.

(ii) Reconciliation of purchases and sales of investments to the Statement of Cash Flows

	2026 £'000	2025 £'000
Purchases at cost	143,570	109,540
Adjusted for non-cash flow movements:		
Movement in securities purchased awaiting settlement	(1,539)	324
Cash paid on purchases of investments per the Statement of Cash Flows	**142,031**	**109,864**

	2026 £'000	2025 £'000
Sales proceeds	175,128	147,542
Adjusted for non-cash flow movements:		
Movement in other capital charges	(15)	(15)
Movement in securities sold awaiting settlement	1,668	946
Cash received on sales of investments per the Statement of Cash Flows	**176,781**	**148,473**

12. Current assets

	2026 £'000	2025 £'000
Debtors		
Securities sold awaiting settlement	454	2,122
Dividends receivable	1,380	1,048
Overseas tax recoverable	53	34
Other debtors	28	40
	1,915	**3,244**

The Directors consider that the carrying amount of debtors approximates to their fair value.

13. Current liabilities

	2026 £'000	2025 £'000
Creditors: amounts falling due within one year		
Bank loan	55,000	60,000
Securities purchased awaiting settlement	3,314	1,775
Bank loan interest payable	328	412
Repurchase of the Company's own shares awaiting settlement	—	1,150
Other creditors	229	303
	58,871	**63,640**

The Directors consider that the carrying amount of creditors falling due within one year approximates to their fair value.

The Company has a borrowing facility with Bank of America for an amount of £55 million with an additional £35 million accordion facility, totalling £90 million, at a margin of 1.00% per annum on a compounded reference rate based on the Sterling Overnight Index Average (SONIA). At 31st July 2026, the Company had £55 million (2025: £60 million, including an additional £5 million accordion) drawn down on the facility. The facility may be terminated by the Company on 30 days' notice, or by the lender with a 360-day notice.

Under the £55 million revolving loan facility with Bank of America, the Company shall ensure that:

– the borrowing deficiency amount ie maximum borrowing limit less total accrued loan amount, shall not be less than zero;

– the total net borrowings shall not exceed 40% of net asset value; and

– the net asset value shall not be less than £150 million.

Also, total borrowings may not exceed the adjusted value of eligible collateral, as determined by Bank of America, N.A., London Branch.

14. Called up share capital

	2026		2025	
	Number of Shares	£'000	Number of Shares	£'000
Ordinary shares allotted and fully paid:				
Opening balance of ordinary shares of 5p each excluding shares held in Treasury	130,451,536	6,522	137,431,536	6,871
Repurchase of ordinary shares into Treasury	(9,725,250)	(486)	(6,980,000)	(349)
Closing balance of ordinary shares of 5p each excluding shares held in Treasury	120,726,286	6,036	130,451,536	6,522
Shares held in Treasury	18,414,991	921	8,689,741	435
Closing balance of shares of 5p each including shares held in Treasury	**139,141,277**	**6,957**	**139,141,277**	**6,957**

During the year 9,725,250 shares (2025: 6,980,000) were repurchased into Treasury for a total consideration of £31,558,000 (2025: £20,744,000).

Further details of transactions in the Company's shares are given in the Chair's Statement on page 11.

Notes to the Financial Statements

15. Capital and reserves

2026	Called up share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Other reserve[1,2] £'000	Capital reserves: Realised gains and losses[1] £'000	Capital reserves: Investment holding gains and losses[1] £'000	Revenue reserve[1] £'000	Total £'000
Opening balance	6,957	—	2,903	195,406	155,383	112,367	—	473,016
Costs in relation to cancellation of share premium account	—	—	—	(10)	—	—	—	(10)
Net foreign currency gains on cash at bank and current asset investments	—	—	—	—	2	—	—	2
Realised gains on sale of investments	—	—	—	—	25,963	—	—	25,963
Net change in unrealised gains and losses on investments	—	—	—	—	—	(7,703)	—	(7,703)
Repurchase of ordinary shares into Treasury	—	—	—	(31,558)	—	—	—	(31,558)
Management fee and finance costs charged to capital	—	—	—	—	(3,807)	—	—	(3,807)
Other capital charges	—	—	—	—	(15)	—	—	(15)
Capital special dividend received	—	—	—	—	508	—	—	508
Revenue for the year	—	—	—	—	—	—	12,340	12,340
Dividends paid in the year	—	—	—	(5,929)	—	—	(12,340)	(18,269)
Closing balance	**6,957**	**—**	**2,903**	**157,909**	**178,034**	**104,664**	**–**	**450,467**

2025	Called up share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Other reserve[1,2] £'000	Capital reserves: Realised gains and losses[1] £'000	Capital reserves: Investment holding gains and losses[1] £'000	Revenue reserve[1] £'000	Total £'000
Opening balance	6,957	216,150	2,903	—	153,932	134,921	2,209	517,072
Cancellation of share premium account	—	(216,150)	—	216,150	—	—	—	—
Net foreign currency losses on cash at bank and current asset investments	—	—	—	—	(1)	—	—	(1)
Realised gains on sale of investments	—	—	—	—	10,157	—	—	10,157
Net change in unrealised gains and losses on investments	—	—	—	—	—	(22,554)	—	(22,554)
Repurchase of ordinary shares into Treasury	—	—	—	(20,744)	—	—	—	(20,744)
Management fee and finance costs charged to capital	—	—	—	—	(4,062)	—	—	(4,062)
Other capital charges	—	—	—	—	(12)	—	—	(12)
Capital special dividend received	—	—	—	—	242	—	—	242
Revenue for the year	—	—	—	—	—	—	13,213	13,213
Dividends paid in the year	—	—	—	—	(4,873)	—	(15,422)	(20,295)
Closing balance	**6,957**	**—**	**2,903**	**195,406**	**155,383**	**112,367**	**—**	**473,016**

[1] These reserves form the distributable reserves of the Company and may be used to fund distribution of profits to investors. The investment holding gains portion of the Capital reserves, totalling £104,664,000 (2025: £112,367,000), are subject to fair value movements and may not be readily realisable and as such may not be entirely distributable.

[2] Other reserve was created following approval by the High Court to cancel the balance on the share premium account as at close of business on 1st August 2024. This forms part of the Company's distributable reserves.

16. Net asset value per ordinary share

	2026	2025
Net assets (£'000)	450,467	473,016
Number of ordinary shares in issue	120,726,286	130,451,536
Net asset value per ordinary share	**373.1p**	**362.6p**

17. Transactions with the Manager and related parties

Details of the management contract are set out in the Directors' Report on pages 40 and 41. The management fee payable to the Manager for the year was £2,675,000 (2025: £2,675,000) of which £nil (2025: £nil) was outstanding at the year end.

Included in administration expenses in note 6 on page 73 are safe custody fees amounting to £8,000 (2025: £10,000) payable to JPMorgan Chase of which £1,000 (2025: £1,000) was outstanding at the year end.

Other capital charges (handling charges) on dealing transactions amounting to £15,000 (2025: £12,000) were payable to JPMorgan Chase Bank N.A during the year of which £2,000 (2025: £2,000) was outstanding at the year end.

The Company also invests in the JPMorgan GBP Liquidity Fund, which is managed by JPMorgan Asset Management (Europe) S.à r.l.. At the year end this was valued at £8.8 million (2025: £21.6 million). Interest income amounting to £405,000 (2025: £518,000) was receivable during the year of which £nil (2025: £nil) was outstanding at the year end.

At the year end, total cash of £422,000 (2025: £300,000) was held with JPMorgan Chase Bank, N.A. A net amount of interest of £3,000 (2025: £4,000) was receivable by the Company during the year from JPMorgan Chase Bank, N.A of which £nil (2025: £nil) was outstanding at the year end.

18. Capital commitments and contingent liabilities

At the balance sheet date there were no contingent liabilities or capital commitments (2025: same).

19. Disclosures regarding financial instruments measured at fair value

The fair value hierarchy disclosures required by FRS 102 are given below.

The Company's financial instruments within the scope of FRS 102 that are held at fair value comprise its investment portfolio.

The investments are categorised into a hierarchy consisting of the following three levels:

Level 1: The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly

Level 3: Inputs are unobservable (i.e: for which market data is unavailable) for the asset or liability

Categorisation within the hierarchy has been determined on the basis of the lowest level input that is significant to the fair value measurement of the relevant asset.

The following table sets out the fair value measurements using the FRS 102 hierarchy at 31st July:

	2026		2025	
	Assets £'000	Liabilities £'000	Assets £'000	Liabilities £'000
Level 1	498,250	—	511,548	—
Level 2[1]	8,751	—	21,564	—
Total	**507,001**	**—**	**533,112**	**—**

[1] Consists of the current asset investment in the JPMorgan GBP Liquidity Fund.

Notes to the Financial Statements

20. Financial instruments' exposure to risk and risk management policies

As an investment trust, the Company invests in equities for the long term so as to secure its investment objective stated on the 'Key Features' page. In pursuing this objective, the Company is exposed to a variety of financial risks that could result in a reduction in the Company's net assets or a reduction in the profits available for dividends.

These financial risks include market risk (comprising interest rate risk and other price risk), liquidity risk and credit risk. The Company's exposure to foreign currency risk is insignificant and therefore not quantified below. The Directors' policy for managing these risks is set out below. The Company Secretary, in close cooperation with the Board and the Manager, coordinates the Company's risk management policy.

The objectives, policies and processes for managing the risks and the methods used to measure the risks that are set out below, have not changed from those applying in the comparative year.

The Company's financial instruments are as follows:

- investments in equity and preference shares of UK companies, which are held in accordance with the Company's investment objective;
- investment in the JPMorgan GBP Liquidity Fund;
- short-term debtors, creditors and cash arising directly from its operations; and
- loan facilities, the purpose of which are to finance the Company's operations.

(a) Market risk

The fair value or future cash flows of a financial instrument held by the Company may fluctuate because of changes in market prices. This market risk comprises two elements – interest rate risk and other price risk. Information to enable an evaluation of the nature and extent of these two elements of market risk is given in parts (i) and (ii) of this note, together with sensitivity analysis where appropriate. The Board reviews and agrees policies for managing these risks and these policies have remained unchanged from those applying in the comparative year. The Manager assesses the exposure to market risk when making each investment decision and monitors the overall level of market risk on the whole of the investment portfolio on an ongoing basis.

(i) Interest rate risk

Interest rate movements may affect the level of income receivable on cash deposits, the liquidity fund and the interest payable on variable rate borrowings when interest rates are reset.

Management of interest rate risk

The Company does not normally hold significant cash balances. Short term borrowings are used when required. The Company may finance part of its activities through borrowings at levels approved and monitored by the Board.

The possible effects on cash flows that could arise as a result of changes in interest rates are taken into account when the Company borrows on the floating rate loan facility. However, amounts drawn down on this facility are for short-term periods and therefore there is limited exposure to interest rate risk.

Interest rate exposure

The exposure of financial assets and liabilities to floating interest rates using the year end figures, giving cash flow interest rate risk when rates are reset, is shown below.

	2026 £'000	2025 £'000
Exposure to floating interest rates:		
Current asset investment in JPMorgan GBP Liquidity Fund	8,751	21,564
Cash at bank	422	300
Bank loan	(55,000)	(60,000)
Total exposure	**(45,827)**	**(38,136)**

Interest receivable on cash balances, or paid on overdrafts, is at a margin below or above Sterling Overnight Index Average (SONIA) (2025: same). The target return on the JPMorgan GBP Liquidity Fund is in line with prevailing money market rates whilst aiming to preserve capital consistent with such rates and to maintain a high degree of liquidity.

Details of the bank loan are given in note 13 on page 77.

Interest rate sensitivity

The following table illustrates the sensitivity of the return after taxation for the year and net assets to a 1% (2025: 1%) increase or decrease in interest rates in regards to the Company's monetary financial assets and financial liabilities. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's monetary financial instruments held at the balance sheet date with all other variables held constant.

	2026		2025	
	1% increase in rate £'000	1% decrease in rate £'000	1% increase in rate £'000	1% decrease in rate £'000
Statement of Comprehensive Income – return after taxation				
Revenue return	(73)	73	39	(39)
Capital return	(385)	385	(420)	420
Total return after taxation for the year	(458)	458	(381)	381
Net assets	**(458)**	**458**	**(381)**	**381**

In the opinion of the Directors, this sensitivity analysis may not be representative of the Company's future exposure to interest rate changes due to fluctuations in the level of cash balances, investment in the JPMorgan GBP Liquidity Fund and amounts drawn down on the Company's loan facility.

(ii) Other price risk

Other price risk includes changes in market prices, other than those arising from interest rate risk or foreign currency risk, which may affect the value of equity investments.

Management of other price risk

The Board meets on at least four occasions each year to consider the asset allocation of the portfolio and the risk associated with particular industry sectors. The investment management team has responsibility for monitoring the portfolio, which is selected in accordance with the Company's investment objectives and seeks to ensure that individual stocks meet an acceptable risk/reward profile. At the same time ensuring that the portfolio is in compliance with the agreed investment guidelines and policies.

Other price risk exposure

The Company's total exposure to changes in market prices at 31st July comprises its holdings in equity investments, excluding the current asset investment in the JPMorgan GBP Liquidity Fund (a money market fund that is not exposed to changes in market prices), as follows:

	2026 £'000	2025 £'000
Investments held at fair value through profit or loss	498,250	511,548

The above data is broadly representative of the exposure to other price risk during the current and comparative year.

Concentration of exposure to market price risk

An analysis of the Company's investments is given on pages 24 and 25. This shows that all of the investments' value is in the UK. Accordingly there is a concentration of exposure to that country. However, it should be noted that an investment may not be entirely exposed to the economic conditions in its country of domicile or of listing.

Notes to the Financial Statements

20. Financial instruments' exposure to risk and risk management policies (continued)

(a) Market risk (continued)

(ii) Other price risk (continued)

Other price risk sensitivity

The following table illustrates the sensitivity of the return after taxation for the year and net assets to an increase or decrease of 10% (2025: 10%) in the market value of equity investments. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's equities, adjusting for changes in the management fee but with all other variables held constant.

	2026		2025	
	10% increase in fair value £'000	10% decrease in fair value £'000	10% increase in fair value £'000	10% decrease in fair value £'000
Statement of Comprehensive Income – return after taxation				
Revenue return	(82)	82	(84)	84
Capital return	49,633	(49,633)	50,958	(50,958)
Total return after taxation	49,551	(49,551)	50,874	(50,874)
Net assets	**49,551**	**(49,551)**	**50,874**	**(50,874)**

(b) Liquidity risk

This is the risk that the Company will encounter difficulty in meeting its obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management of the risk

Liquidity risk is not significant as the Company's assets comprise mainly readily realisable securities listed on a stock exchange, which can be sold to meet funding requirements if necessary. Short-term flexibility is achieved through the use of overdraft facilities.

The Board's policy is for the Company to remain fully invested in normal market conditions and that short-term borrowings be used to manage short-term liabilities and working capital requirements and to gear the Company as appropriate.

Details of the Company's loan facility are given in note 13 on page 77.

Liquidity risk exposure

Contractual maturities of the financial liabilities, based on the earliest date on which payment can be required are as follows:

	2026			
	Three months or less £'000	More than three months but not more than one year £'000	More than one year £'000	Total £'000
Creditors:				
Securities purchased awaiting settlement	3,314	—	—	3,314
Other creditors	229	—	—	229
Bank loan including interest	969	56,090	—	57,059
	4,512	**56,090**	**—**	**60,602**

	2025			
	Three months or less £'000	More than three months but not more than one year £'000	More than one year £'000	Total £'000
Creditors:				
Securities purchased awaiting settlement	1,775	—	—	1,775
Repurchase of the Company's own shares awaiting settlement	1,150	—	—	1,150
Other creditors	303	—	—	303
Bank loan including interest	1,184	61,098	—	62,282
	4,412	**61,098**	**—**	**65,510**

The liabilities shown above represent future contractual payments and therefore may differ from the amounts shown in the Statement of Financial Position.

(c) Credit risk

Credit risk is the risk that the failure of the counterparty to a transaction to discharge its obligations under that transaction could result in loss to the Company.

Management of credit risk

Portfolio dealing

The Company invests in markets that operate Delivery Versus Payment ('DVP') settlement. The process of DVP mitigates the risk of losing the principal of a trade during the settlement process. The Manager continuously monitors dealing activity to ensure best execution, a process that involves measuring various indicators including the quality of trade settlement and incidence of failed trades. Counterparty lists are maintained and adjusted accordingly.

Cash at bank and current asset investment

Counterparties are subject to regular credit analysis by the Manager and deposits can only be placed with counterparties that have been approved by JPMAM's Counterparty Risk Group. The Board regularly reviews the counterparties used by the Manager. The JPMorgan GBP Liquidity Fund has a AAA rating.

Exposure to JPMorgan Chase Bank, N.A

JPMorgan Chase Bank, N.A. is the custodian of the Company's assets. The Company's assets are segregated from JPMorgan Chase's own trading assets. Therefore these assets are designed to be protected from creditors in the event that JPMorgan Chase Bank, N.A. were to cease trading. The Depositary, Bank of New York Mellon (International) Limited, is responsible for the safekeeping of all custodial assets of the Company and for verifying and maintaining a record of all other assets of the Company. However, no absolute guarantee can be given on the protection of all the assets of the Company.

Credit risk exposure

The amounts shown in the Statement of Financial Position under debtors and cash and cash equivalents represent the maximum exposure to credit risk at the current and comparative year ends.

(d) Fair values of financial assets and financial liabilities

All financial assets and liabilities are either included in the Statement of Financial Position at fair value or the carrying amount is a reasonable approximation of fair value.

Notes to the Financial Statements

21. Capital management policies and procedures

The Company's debt and capital structure comprises the following:

	2026 £'000	2025 £'000
Debt:		
Bank loan	55,000	60,000
Equity:		
Called up share capital	6,957	6,957
Share premium account and other reserves	443,510	466,059
Total debt and equity	**505,467**	**533,016**

The Company's capital management objectives are to ensure that it will continue as a going concern and to maximise the income and capital return to its equity shareholders through an appropriate level of gearing.

The Board's policy is to limit gearing within the range of 10% net cash to 15% geared.

	2026 £'000	2025 £'000
Investments held at fair value through profit or loss	498,250	511,548
Net assets	450,467	473,016
Gearing	**10.6%**	**8.1%**

The Company does not have any external capital requirements.

The Board, with the assistance of the Manager, monitors and reviews the broad structure of the Company's capital on an ongoing basis. This review includes:

- the planned level of gearing, which takes into account the Manager's views on the market;
- the need to buy back equity shares, either for cancellation or to hold in Treasury, which takes into account the share price discount or premium; and
- the opportunity for issues of new shares, including issues from Treasury.

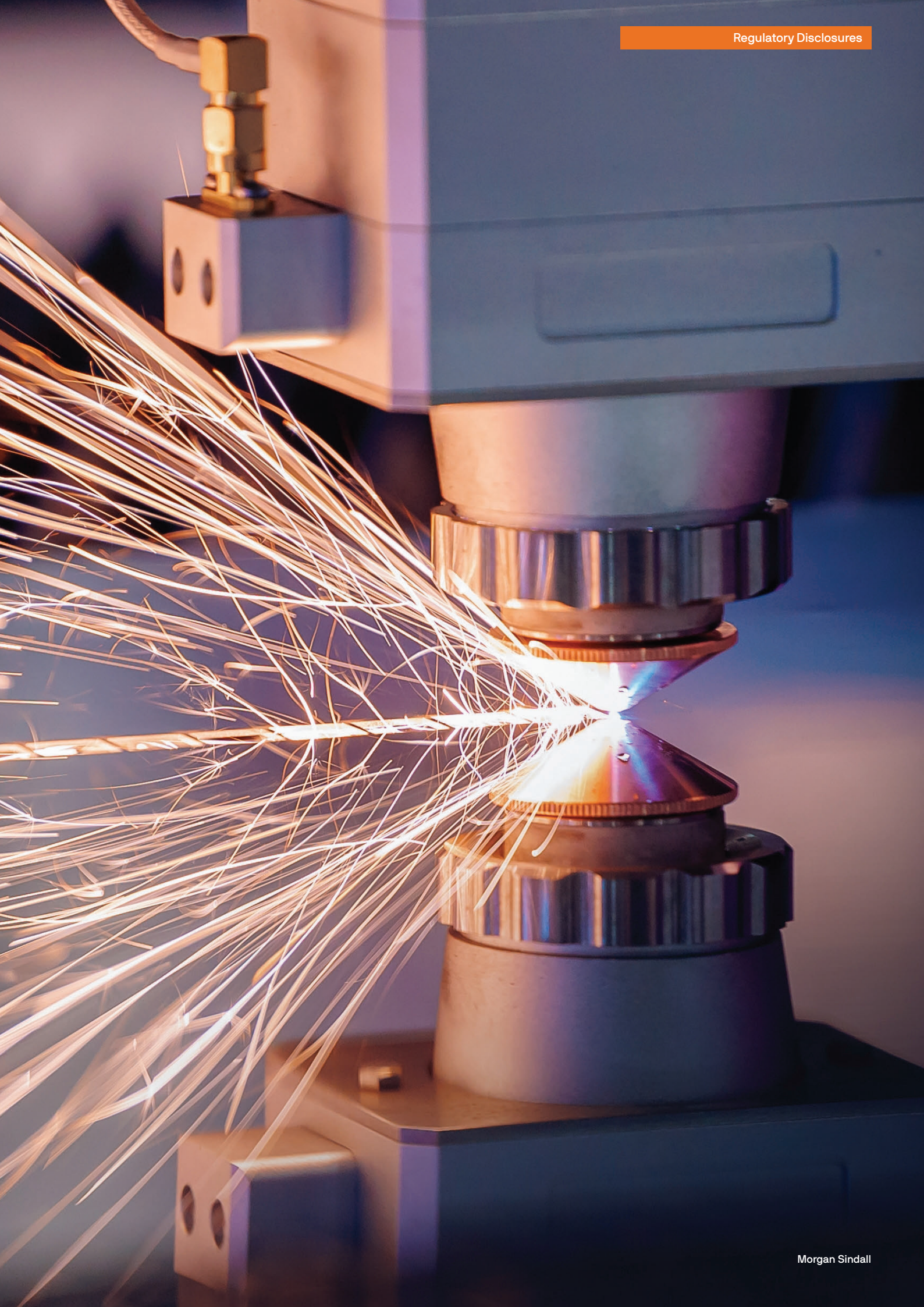
22. Analysis of change in net debt

	As at 31st July 2025 £'000	Cash flows £'000	Other non-cash charges £'000	As at 31st July 2026 £'000
Cash and cash equivalents				
Cash at bank	300	122	—	422
Current asset investments[1]	21,564	(12,813)	—	8,751
	21,864	(12,691)	—	9,173
Borrowings				
Debt due within one year	(60,000)	5,000	—	(55,000)
Net debt	**(38,136)**	**(7,691)**	**—**	**(45,827)**

[1] JPMorgan GBP Liquidity Fund, a money market fund.

23. Subsequent events

The Directors have evaluated the period since the year end and have not noted any material subsequent events, except for the announcement on 18th September 2026 that the Company had signed Heads of Terms with the board of Aberdeen UK Smaller Companies Growth Trust plc ('AUSC') in respect of the proposed transfer of certain assets of AUSC to the Company.



Morgan Sindall

Regulatory Disclosures

Alternative Investment Fund Managers Directive ('AIFMD') Disclosures (Unaudited)

Leverage

For the purposes of the Alternative Investment Fund Managers Directive ('AIFMD'), leverage is any method which increases the Company's exposure, including the borrowing of cash and the use of derivatives. It is expressed as a ratio between the Company's exposure and its net asset value and is calculated on a gross and a commitment method in accordance with AIFMD. Under the gross method, exposure represents the sum of the Company's positions without taking into account any hedging and netting arrangements. Under the commitment method, exposure is calculated after certain hedging and netting positions are offset against each other.

The Company's maximum and actual leverage levels at 31st July 2026 are shown below:

Leverage exposure	Gross Method	Commitment Method
Maximum limit	175%	175%
Actual	112%	113%

AIFMD Remuneration Disclosures

JPMorgan Funds Limited (the '**Management Company**') is the authorised manager of JPMorgan UK Small Cap Growth & Income plc (the '**Company**') and is part of the J.P. Morgan Chase & Co. group of companies. In this section, the terms 'J.P. Morgan' or 'Firm' refer to that group, and each of the entities in that group globally, unless otherwise specified.

This section of the annual report has been prepared in accordance with the Alternative Investment Fund Managers Directive (the 'AIFMD'), the European Commission Delegated Regulation supplementing the AIFMD, and the 'Guidelines on sound remuneration policies' issued by the European Securities and Markets Authority under the AIFMD. The information in this section is in respect of the most recent complete remuneration period (the '**Performance Year**') as at the reporting date.

This section has also been prepared in accordance with the relevant provisions of the Financial Conduct Authority Handbook (FUND 3.3.5).

JPMF Remuneration Policy

A summary of the Remuneration Policy currently applying to the Management Company (the 'Remuneration Policy Statement') can be found at https://am.jpmorgan.com/gb/en/asset-management/gim/per/legal/emea-remuneration-policy. This Remuneration Policy Statement includes details of how remuneration and benefits are calculated, including the financial and non-financial criteria used to evaluate performance, the responsibilities and composition of the Firm's Compensation and Management Development Committee, and the measures adopted to avoid or manage conflicts of interest. A copy of this policy can be requested free of charge from the Management Company.

The Remuneration Policy applies to all employees of the Management Company, including individuals whose professional activities may have a material impact on the risk profile of the Management Company or the Alternative Investment Funds it manages (the '**AIFMD Identified Staff**'). The AIFMD Identified Staff include members of the Board of the Management Company (the '**Board**'), senior management, the heads of relevant Control Functions, and holders of other key functions. Individuals are notified of their identification and the implications of this status on at least an annual basis.

The Board reviews and adopts the Remuneration Policy on an annual basis, and oversees its implementation, including the classification of AIFMD Identified Staff. The Board last reviewed and adopted the Remuneration Policy that applied for the 2025 Performance Year in June 2025 with no material changes and was satisfied with its implementation.

Quantitative Disclosures

The table below provides an overview of the aggregate total remuneration paid to staff of the Management Company in respect of the 2025 Performance Year and the number of beneficiaries. These figures include the remuneration of all staff of JP Morgan Asset Management (UK) Ltd (the relevant employing entity) and the number of beneficiaries, both apportioned to the Management Company on an Assets Under Management ('AUM') weighted basis.

Due to the Firm's structure, the information needed to provide a further breakdown of remuneration attributable to the Company is not readily available and would not be relevant or reliable. However, for context, the Management Company manages 24 Alternative Investment Funds (with 4 sub-funds) and 2 UCITS (with 42 sub-funds) as at 31st December 2025, with a combined AUM as at that date of £26,122 million and £21,624 million respectively.

	Fixed remuneration	Variable remuneration	Total remuneration	Number of beneficiaries
All staff of the Management Company (US$'000s)	22,376	17,212	39,588	127

The aggregate 2025 total remuneration paid to AIFMD Identified Staff was US$145,746,000 of which US$8,642,000 relates to Senior Management and US$13,710,400 relates to other Identified Staff.[1]

[1] The identified staff disclosures include employees of companies to which portfolio management has been formally delegated, in line with the latest ESMA guidance.

Regulatory Disclosures

Securities Financing Transactions Regulation ('SFTR') Disclosure (Unaudited)

The Company does not engage in Securities Financing Transactions (as defined in Article 3 of Regulation (EU) 2015/2365, securities financing transactions include repurchase transactions, securities or commodities lending and securities or commodities borrowing, buy-selling back transactions or sell-buy back transactions and margin lending transactions) or Total Return Swaps. Accordingly, disclosures required by Article 13 of the Regulation are not applicable for the year ended 31st July 2026.



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Notice of Annual General Meeting

Important information:

This document is important and requires your immediate attention. If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, it is recommended that you seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriate independent professional adviser duly authorised pursuant to the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom or, if not, from another appropriately authorised independent adviser. If you have sold or otherwise transferred all of your shares in the Company, please forward this document at once to the purchaser or transferee or to the stockbroker, banker or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. This document should not, however, be forwarded or transmitted in or into any jurisdiction in which such act would constitute a violation of the relevant laws in such jurisdiction. If you have sold or transferred only part of your holding of shares, you should retain this document.

Notice is hereby given that the thirty-sixth Annual General Meeting of JPMorgan UK Small Cap Growth & Income plc will be held at 60 Victoria Embankment, London EC4Y 0JP at 3.00 p.m. on Monday, 23rd November 2026 for the following purposes.

1. To receive the Directors' Report, the Annual Financial Statements and the Independent Auditor's Report for the year ended 31st July 2026.
2. To approve the Directors' Remuneration Policy.
3. To approve the Directors' Remuneration Report for the year ended 31st July 2026.
4. To reappoint Katrina Hart as a Director of the Company.
5. To reappoint Gordon Humphries as a Director of the Company.
6. To reappoint Lisa Gordon as a Director of the Company.
7. To reappoint Hannah Philp as a Director of the Company.
8. To appoint David Docherty as a Director of the Company.
9. To reappoint Ernst & Young LLP as Auditor of the Company and to authorise the Directors to determine their remuneration.

Special Business

To consider the following resolutions:

Continuation Vote – Ordinary Resolution

10. THAT the Company continue in existence as an investment trust for a further three year period.

Authority to allot new shares – Ordinary Resolution

11. THAT the Directors of the Company be and they are hereby generally and unconditionally authorised (in substitution of any authorities previously granted to the Directors) pursuant to and in accordance with Section 551 of the Companies Act 2006 (the 'Act') to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 551 of the Act) up to an aggregate nominal amount of £602,031, (or if different, the number representing 10% of the aggregate nominal value of issued share capital (excluding Treasury shares) as at the date of the passing of this resolution) provided that this authority shall expire at the conclusion of the AGM of the Company to be held in 2027, or the date occurring 15 months from the date on which this Resolution is passed, whichever is the earlier, unless renewed at a general meeting prior to such time, save that the Company may before such expiry make offers, agreements or arrangements which would or might require relevant securities to be allotted after such expiry and so that the Directors of the Company may allot relevant securities in pursuance of such offers, agreements or arrangements as if the authority conferred hereby had not expired.

Authority to disapply pre-emption rights on allotment of new shares – Special Resolution

12. THAT subject to the passing of Resolution 11 set out above, the Directors of the Company be and they are hereby empowered pursuant to Sections 570 and 573, of the Companies Act 2006 (the 'Act') to allot equity securities (within the meaning of Section 560 of the Act) pursuant to the authority conferred by Resolution 11 or by way of a sale of Treasury shares as if Section 561(1) of the Act did not apply to any such allotment or sale, provided that this power shall be limited to the allotment or sale of equity securities for cash up to an aggregate nominal amount of £602,031, (or if different, the number representing 10% of the aggregate nominal value of issued share capital (excluding Treasury shares) as at the date of the passing of this resolution) at a price of not less than the net asset value per share and shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2027, or the date occurring 15 months from the date on which this Resolution is passed, unless renewed at a general meeting prior to such time, save that the Company may before such expiry make offers, agreements or arrangements which would or might require equity securities to be allotted after such expiry and so that the Directors of the Company may allot equity securities in pursuance of such offers, agreements or arrangements as if the power conferred hereby had not expired.

Authority to repurchase the Company's shares – Special Resolution

13. THAT the Company be generally and subject as hereinafter appears unconditionally authorised in accordance with Section 701 of the Companies Act 2006 (the 'Act') to make market purchases (within the meaning of Section 693 of the Act) of its issued shares on such terms and in such manner as the Directors may from time to time determine.

Notice of Annual General Meeting

PROVIDED ALWAYS THAT

(i) the maximum number of ordinary shares hereby authorised to be purchased shall be 18,048,902, or if different, that number of Ordinary shares which is equal to 14.99% of the Company's issued share capital (excluding Treasury shares) as at the date of the passing of this resolution;

(ii) the minimum price which may be paid for an Ordinary share shall be 5 pence;

(iii) the maximum price which may be paid for a share shall be an amount equal to the highest of: (a) 105% of the average of the middle market quotations for an Ordinary share taken from and calculated by reference to the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Share is purchased; or (b) the price of the last independent trade; or (c) the highest current independent bid;

(iv) any purchase of shares will be made in the market for cash at prices below the prevailing net asset value per share (as determined by the Directors);

(v) the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company to be held in 2027 or the date occurring 15 months from the date on which this Resolution is passed, whichever is the earlier, or at any other general meeting prior to such time; and

(vi) the Company may make a contract to purchase shares under the authority hereby conferred prior to the expiry of such authority which contract will or may be executed wholly or partly after the expiry of such authority and may make a purchase of shares pursuant to any such contract.

Approval of dividend policy – Ordinary Resolution

14. To approve the Company's dividend policy to continue to pay four quarterly interim dividends during the year.

Authority to hold general meetings – Special Resolution

15. THAT, a general meeting, other than an Annual General Meeting, may be called on not less than 14 clear days' notice.

By order of the Board
Graham Fenwick, for and on behalf of JPMorgan Funds Limited,
Secretary

15th October 2026

Registered office: 60 Victoria Embankment, London EC4Y 0JP

Notes

These notes should be read in conjunction with the notes on the reverse of the proxy form.

1. If law or Government guidance so requires at the time of the Meeting, the Chair of the Meeting will limit, in his sole discretion, the number of individuals in attendance at the Meeting. In addition, the Company may still impose entry restrictions on certain persons wishing to attend the AGM in order to secure the orderly and proper conduct of the Meeting.
2. A member entitled to attend and vote at the Meeting may appoint another person(s) (who need not be a member of the Company) to exercise all or any of his rights to attend, speak and vote at the Meeting. A member can appoint more than one proxy in relation to the Meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by them.
3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Your proxy could be the Chair, another director of the Company or another person who has agreed to attend to represent you. Details of how to appoint the Chair or another person(s) as your proxy or proxies using the proxy form are set out in the notes to the proxy form. If a voting box on the proxy form is left blank, the proxy or proxies will exercise his/their discretion both as to how to vote and whether he/they abstain(s) from voting. Your proxy must attend the Meeting for your vote to count. Appointing a proxy or proxies does not preclude you from attending the Meeting and voting in person.
4. Any instrument appointing a proxy, to be valid, must be lodged in accordance with the instructions given on the proxy form no later than 10.00 a.m. two business days prior to the meeting (ie. excluding weekends and bank holidays).
5. You may change your proxy instructions by returning a new proxy appointment. The deadline for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same Meeting, the one which is last received (regardless of its date or the date of its signature) shall be treated as replacing and revoking the other or others as regards that share; if the Company is unable to determine which was last received, none of them shall be treated as valid in respect of that share.

Notice of Annual General Meeting

6. To be entitled to attend and vote at the Meeting (and for the purpose of the determination by the Company of the number of votes they may cast), members must be entered on the Company's register of members as at 6.30 p.m. two business days prior to the Meeting (the 'specified time'). If the Meeting is adjourned to a time not more than 48 hours after the specified time applicable to the original Meeting, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned Meeting. If however the Meeting is adjourned for a longer period then, to be so entitled, members must be entered on the Company's register of members as at 6.30 p.m. two business days prior to the adjourned Meeting or, if the Company gives notice of the adjourned Meeting, at the time specified in that notice. Changes to entries on the register after this time shall be disregarded in determining the rights of persons to attend or vote at the Meeting or adjourned Meeting.
7. Entry to the Meeting will be restricted to shareholders and their proxy or proxies, with guests admitted only by prior arrangement.
8. A corporation, which is a shareholder, may appoint an individual(s) to act as its representative(s) and to vote in person at the Meeting (see instructions given on the proxy form). In accordance with the provisions of the Companies Act 2006, each such representative(s) may exercise the same powers as the corporation could exercise if it were an individual member of the Company, provided that they do not do so in relation to the same shares. It is therefore no longer necessary to nominate a designated corporate representative.

   Representatives should bring to the Meeting evidence of their appointment, including any authority under which it is signed.
9. Members that satisfy the thresholds in Section 527 of the Companies Act 2006 can require the Company to publish a statement on its website setting out any matter relating to: (a) the audit of the company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the AGM; or (b) any circumstances connected with an auditor of the company ceasing to hold office since the previous AGM; which the members propose to raise at the meeting. The Company cannot require the members requesting the publication to pay its expenses. Any statement placed on the website must also be sent to the Company's Auditor no later than the time it makes its statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required to publish on its website pursuant to this right.
10. Pursuant to Section 319A of the Companies Act 2006, the Company must cause to be answered at the AGM any question relating to the business being dealt with at the AGM which is put by a member attending the Meeting except in certain circumstances, including if it is undesirable in the interests of the Company or the good order of the Meeting or if it would involve the disclosure of confidential information.
11. Under Sections 338 and 338A of the 2006 Act, members meeting the threshold requirements in those sections have the right to require the Company: (i) to give, to members of the Company entitled to receive notice of the Meeting, notice of a resolution which those members intend to move (and which may properly be moved) at the Meeting; and/or (ii) to include in the business to be dealt with at the Meeting any matter (other than a proposed resolution) which may properly be included in the business at the Meeting. A resolution may properly be moved, or a matter properly included in the business unless: (a) (in the case of a resolution only) it would, if passed, be ineffective (whether by reason of any inconsistency with any enactment or the Company's constitution or otherwise); (b) it is defamatory of any person; or (c) it is frivolous or vexatious. A request made pursuant to this right may be in hard copy or electronic form, must identify the resolution of which notice is to be given or the matter to be included in the business, must be accompanied by a statement setting out the grounds for the request, must be authenticated by the person(s) making it and must be received by the Company not later than the date that is six clear weeks before the Meeting, and (in the case of a matter to be included in the business only) must be accompanied by a statement setting out the grounds for the request.
12. A copy of this Notice of Meeting has been sent for information only to persons who have been nominated by a member to enjoy information rights under Section 146 of the Companies Act 2006 (a 'Nominated Person'). The rights to appoint a proxy cannot be exercised by a Nominated Person: they can only be exercised by the member. However, a Nominated Person may have a right under an agreement between him and the member by whom he was nominated to be appointed as a proxy for the Meeting or to have someone else so appointed. If a Nominated Person does not have such a right or does not wish to exercise it, he may have a right under such an agreement to give instructions to the member as to the exercise of voting rights.

Notice of Annual General Meeting

13. In accordance with Section 311A of the Companies Act 2006, the contents of this notice of meeting, details of the total number of shares in respect of which members are entitled to exercise voting rights at the AGM, the total voting rights members are entitled to exercise at the AGM and, if applicable, any members' statements, members' resolutions or members' matters of business received by the Company after the date of this notice will be available on the Company's website www.jpmorganuksmallcapgrowthandincomeplc.com
14. The register of interests of the Directors and connected persons in the share capital of the Company is available for inspection at the Company's registered office during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted). It will also be available for inspection at the AGM. No Director has any contract of service with the Company.
15. You may not use any electronic address provided in this Notice of Meeting to communicate with the Company for any purposes other than those expressly stated.
16. As an alternative to completing a hard copy Form of Proxy, you can appoint a proxy or proxies electronically by visiting www.investorcentre.co.uk/eproxy. You will need the Control Number, Shareholder Reference Number and PIN which are set out on your proxy form or the electronic broadcast you received from Computershare.
17. As at 14th October 2026 (being the latest business day prior to the publication of this Notice), the Company's issued share capital (excluding Treasury shares) consists of 120,406,286 Ordinary shares of 5 pence each, carrying one vote each. Therefore the total voting rights in the Company are 120,406,286.

Electronic appointment – CREST members

CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the Company's Registrar (CREST ID is 3RA50) by the latest time(s) for receipt of proxy appointments specified in the notice of the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Application Host) from which the Company's agent is liable to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

If you are an institutional investor you may be able to appoint a proxy electronically via the Proxymity platform. For further information regarding Proxymity, please go to www.proxymity.io. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy.

Glossary of Terms and Alternative Performance Measures ('APMs') (Unaudited)

Alternative Performance Measures

Alternative Performance Measures (APMs) are numerical measures of current, historical or future financial performance, financial position or cash flow that are not GAAP measures. APMs are intended to supplement the information in the financial statements, providing useful industry-specific information that can assist shareholders to better understand the performance of the Company.

Where a measure is labelled as an APM, a definition and reconciliation to a GAAP measure is set out below:

Return on Net Assets (APM)

Total return on net asset value ('NAV') per ordinary share, on a bid value to bid value basis, assuming that all dividends paid out by the Company were reinvested, without transaction costs, into the shares of the Company at the NAV per ordinary share at the time the shares were quoted ex-dividend.

Total return calculation	Page	Year ended 31st July 2026	Year ended 31st July 2025	
Opening cum-income NAV per ordinary share with debt at par value (p)	7	362.6	376.2	(a)
Closing cum-income NAV per ordinary share with debt at par value (p)	7	373.1	362.6	(b)
Total dividend adjustment factor[1]		1.041416	1.044149	(c)
Adjusted closing cum-income NAV per ordinary share (p) (d = b x c)		388.6	378.6	(d)
Total return on net assets with debt at par value (e = (d/a) – 1)		**+7.2%**	**+0.6%**	(e)

[1] The dividend adjustment factor is calculated on the assumption that the dividends paid out by the Company are reinvested into the shares of the Company at the cum-income NAV at the ex-dividend date.

Return on Share Price (APM)

Total return on share price, on a last traded price to last traded price basis, assuming that all dividends received were reinvested, without transaction costs, into the shares of the Company at the time the shares were quoted ex-dividend.

Total return calculation	Page	Year ended 31st July 2026	Year ended 31st July 2025	
Opening share price (p)	7	328.0	372.0	(a)
Closing share price (p)	7	342.5	328.0	(b)
Total dividend adjustment factor[1]		1.045270	1.048383	(c)
Adjusted closing share price (p) (d = b x c)		358.0	343.9	(d)
Total return on share price (e = (d/a) – 1)		**+9.1%**	**–7.6%**	(e)

[1] The dividend adjustment factor is calculated on the assumption that the dividends paid out by the Company are reinvested into the shares of the Company at the last traded price quoted at the ex-dividend date.

Benchmark total return

Total return on the benchmark, on a closing-market value to closing-market value basis, assuming that all dividends received were reinvested, without transaction costs, in the shares of the underlying companies at the time the shares were quoted ex-dividend.

The benchmark is a recognised index of stocks which should not be taken as wholly representative of the Company's investment universe. The Company's investment strategy does not follow or 'track' this index and consequently, there may be some divergence between the Company's performance and that of the benchmark.

Glossary of Terms and Alternative Performance Measures ('APMs') (Unaudited)

Share Price Discount or Premium to Net Asset Value ('NAV') per Ordinary Share (APM)

If the share price of an investment trust is lower than the NAV per ordinary share, the shares are said to be trading at a discount. The discount is shown as a percentage of the NAV per ordinary share. The opposite of a discount is a premium. It is more common for an investment trust's shares to trade at a discount than at a premium.

	Page	At 31st July 2026	At 31st July 2025	
Share price (p)	7	342.5	328.0	(a)
Net asset value with debt at par value (p)	7	373.1	362.6	(b)
Share price discount to net asset value with debt at par value (c = (a–b)/b)		**(8.2)%**	**(9.5)%**	(c)

Gearing/(Net Cash) (APM)

Gearing represents the excess amount above shareholders' funds of total investments, expressed as a percentage of the shareholders' funds. If the amount calculated is negative, this is shown as a 'net cash' position.

Gearing calculation	Page	At 31st July 2026 £'000	At 31st July 2025 £'000	
Investments held at fair value through profit or loss	67	498,250	511,548	(a)
Net assets	67	450,467	473,016	(b)
Gearing (c = (a/b) – 1)		**10.6%**	**8.1%**	(c)

Ongoing Charges (APM)

The ongoing charges represent the Company's management fee and all other operating expenses excluding finance costs payable, expressed as a percentage of the average of the daily cum-income net assets during the year and is calculated in accordance with guidance issued by the Association of Investment Companies.

Ongoing charges calculation	Page	Year ended 31st July 2026 £'000	Year ended 31st July 2025 £'000	
Management fee due		2,675	2,764	(a)
Less: Management fee waived[1]		—	(89)	(b)
Management fee	66	2,675	2,675	(c)
Other administrative expenses	66	697	825	(d)
Total management fee and other administrative expenses		3,372	3,500	(e)
Average daily cum-income net assets		448,619	460,831	(f)
Ongoing charges including management fee waiver (g = (c+d)/f)		**0.75%**	**0.76%**	(g)
Ongoing charges excluding management fee waiver (h = (a+d)/f)		**0.75%**	**0.78%**	(h)

[1] A six-month management fee waiver was applied on the assets contributed from JMF, as part of the cost contribution from the Manager towards the Combination. Of this waiver, one month was applied in 2025.

Glossary of Terms and Alternative Performance Measures ('APMs') (Unaudited)

Performance attribution

Analysis of how the Company achieved its recorded performance relative to its benchmark.

Performance Attribution Definitions:

Stock selection/Sector allocation

Measures the effect of investing in securities/sectors to a greater or lesser extent than their weighting in the benchmark, or of investing in securities which are not included in the benchmark.

Gearing/(net cash)

Measures the impact on returns of borrowings or cash balances on the Company's relative performance.

Management fee and Other expenses

The payment of fees and expenses reduces the level of total assets, and therefore has a negative effect on relative performance.

Repurchase of ordinary shares

Measures the enhancement to net asset value per share of buying back the Company's ordinary shares for cancellation, or repurchases into Treasury, at a price which is less than the Company's net asset value per share.

Investing in the Company

You can invest in the Company and other J.P. Morgan investment trusts through the following:

1. Via a third party provider

Third party providers include:

AJ Bell Investcentre
Barclays Smart Investor
Charles Stanley Direct
Close Brothers A.M. Self Directed Service
Fidelity Personal Investing
Halifax Share Dealing
Hargreaves Lansdown
Interactive Investor

2. Through a professional adviser

Professional advisers are usually able to access the products of all the companies in the market and can help you to find an investment that suits your individual circumstances. An adviser will let you know the fee for their service before you go ahead. You can find an adviser at www.unbiased.co.uk.

You may also buy investment trusts through stockbrokers, wealth managers and banks.

To familiarise yourself with the Financial Conduct Authority adviser charging and commission rules, visit www.fca.org.uk.

3. Dividend reinvestment plan

The Company operates a dividend reinvestment plan. For further information please contact the Registrars, platform provider or a professional adviser.

4. Voting on Company Business and Attending its Annual General Meeting

The Board encourages all of its Shareholders to exercise their rights and notes that many specialist platforms provide Shareholders with the ability to receive company documentation, to vote their shares and to attend general meetings, at no cost. Please refer to your investment platform for more details, or visit the Association of Investment Companies' ('AIC') website at www.theaic.co.uk/how-to-attend-an-AGM for information on which platforms support these services and how to utilise them.

Investment and pension scams are often sophisticated and difficult to spot

FCA FINANCIAL CONDUCT AUTHORITY

Be a ScamSmart Investor

Be a ScamSmart investor and spot the warning signs

Fraudsters will often:

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



How to avoid investment and pension scams

1 **Reject unexpected offers**
Scammers usually cold call, but contact can also come by email, post, word of mouth or at a seminar. If you've been offered an investment out of the blue, chances are it's a high risk investment or a scam.

2 **Check the FCA Warning List**
Use the FCA Warning List to check the risks of a potential investment – you can also search to see if the firm is known to be operating without our authorisation.

3 **Get impartial advice**
Get impartial advice before investing – don't use an adviser from the firm that contacted you.

If you're suspicious, report it

You can report the firm or scam to us by contacting our **Consumer Helpline** on **0800 111 6768** or using our reporting form using the link below.

If you've lost money in a scam, contact Action Fraud on 0300 123 2040 or www.actionfraud.police.uk



Be ScamSmart and visit www.fca.org.uk/scamsmart

Information About the Company

Financial Conduct Authority ('FCA') Regulation of 'non-mainstream pooled investments' and MiFID II 'complex investments'

The Company currently conducts its affairs so that the shares issued by the Company can be recommended by independent financial advisers to ordinary retail investors in accordance with the FCA's rules in relation to non-mainstream investment products and intends to continue to do so for the foreseeable future. The shares are excluded from the FCA's restrictions which apply to non-mainstream investment products because they are shares in an investment trust. The Company's ordinary shares are not considered to be 'complex investments' under the FCA's 'Appropriateness' rules and guidance in the Conduct of Business sourcebook.

Consumer Duty Value Assessment

The Manager has conducted an annual value assessment on the Company in line with FCA rules set out in the Consumer Duty regulation. The assessment focuses on the nature of the product, including benefits received and its quality, limitations that are part of the product, expected total costs to clients and target market considerations. Within this, the assessment considers quality of services, performance of the trust (against both benchmark and peers), total fees (including management fees and entry and exit fees as applicable to the Company), and also considers whether vulnerable consumers are able to receive fair value from the product. The Manager has concluded that the Company is providing value based on the above assessment.

Task Force on Climate-related Financial Disclosures

The Company, as a closed ended investment fund, is currently exempt from complying with the Task Force on Climate-related Financial Disclosures (TCFD). However, in accordance with the requirements of the TCFD, in June 2026, the Investment Manager published its UK TCFD Report for the Company in respect of the year ended 31st December 2025.

The report discloses estimates of the portfolio's climate-related risks and opportunities according to the FCA Environmental, Social and Governance Sourcebook and the TCFD Recommendations. The report is available on the Company's website under the ESG documents section.
https://am.jpmorgan.com/content/dam/jpm-am-aem/emea/regional/en/regulatory/esg-information/jpm-uk-smaller-companies-investment-trust-plc-fund-tcfd-report.pdf?_gl=1*j50sah*_up*MQ..*_gs*MQ..&gclid=EAIaIQobChMIhqqWnJiIlwMVgUdBAh1zDiTVEAAYASAAEgJsoPD_BwE&gclsrc=aw.ds&gbraid=0AAAACraTPnjazUrbkKclcEVHZNMaY4HS

Information About the Company

History

The Company was formed in June 1990 as River & Mercantile Smaller Companies Trust plc and raised £25 million by a public offer of shares. Its original policy was to invest in a diversified portfolio of investments in UK and foreign smaller companies. Its name was changed to The Fleming Smaller Companies Investment Trust plc in April 1996, and again in November 2002 to JPMorgan Fleming Smaller Companies Investment Trust plc and JPMorgan Smaller Companies Investment Trust plc in 2006 and JPMorgan UK Smaller Companies Investment Trust plc in 2021. The Company adopted its present name, JPMorgan UK Small Cap Growth & Income plc, on 27th February 2024, following completion of the Company's Combination with JPMorgan Mid Cap Investment Trust plc.

Directors

Katrina Hart (Chair of the Board, Nomination Committee and Management Engagement Committee)
Lisa Gordon
Gordon Humphries (Chair of the Audit Committee)
Hannah Philp
Alice Ryder (Chair of the Remuneration Committee and Senior Independent Director)
David Docherty

Company Numbers

Company registration number: 2515996
LEI: 549300PXALXKUMU9JM18
London Stock Exchange SEDOL: 0741600
Bloomberg code: JUGI LN
ISIN: GB00BF7L8P11

Market Information

The Company's unaudited net asset value ('NAV') is published daily, via the London Stock Exchange.

The Company's shares are listed on the London Stock Exchange. The market price is shown daily in the Financial Times and on the JPMorgan website at www.jpmorganuksmallcapgrowthandincomeplc.com, where the share price is updated every 15 minutes during trading hours.

Website

www.jpmorganuksmallcapgrowthandincomeplc.com

Share Transactions

The Company's shares may be dealt in directly through a stockbroker or professional adviser acting on an investor's behalf.

aic
The Association of Investment Companies

A member of the AIC

Manager and Company Secretary

JPMorgan Funds Limited

Company's Registered Office

60 Victoria Embankment
London EC4Y 0JP
Telephone: 0800 20 40 20 or +44 1268 44 44 70
email: jpmam.investment.trusts@jpmorgan.com

For Company Secretarial and administrative matters please contact Graham Fenwick at the above address.

Depositary

The Bank of New York Mellon (International) Limited
160 Queen Victoria Street
London EC4V 4LA

The Depositary has appointed JPMorgan Chase Bank, N.A. as the Company's custodian.

Custodian

J.P. Morgan Chase Bank, National Association
25 Bank Street
Canary Wharf
London E14 5JP

Registrar

Computershare Investor Services PLC
The Pavilions
Bridgwater Road
Bristol
BS99 6ZZ
United Kingdom
Telephone + 44 (0) 370 707 1405

Lines open 8.30 a.m. to 5.30 p.m. Monday to Friday
Shareholders can manage their shareholding online by visiting the Investor Centre at www.investorcentre.co.uk, Shareholders just require their Shareholder Reference Number, which can be found on any communications previously received from Computershare.

Independent Auditor

Ernst & Young LLP
25 Churchill Place,
London,
E14 5EY

Broker

Panmure Liberum
Ropemaker Place
Level 12
25 Ropemaker Street
London
EC2Y 9LY

CONTACT

60 Victoria Embankment
London
EC4Y 0JP
Freephone: 0800 20 40 20
Calls from outside the UK: +44 1268 44 44 70
Website: www.jpmorganuksmallcapgrowthandincomeplc.com

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