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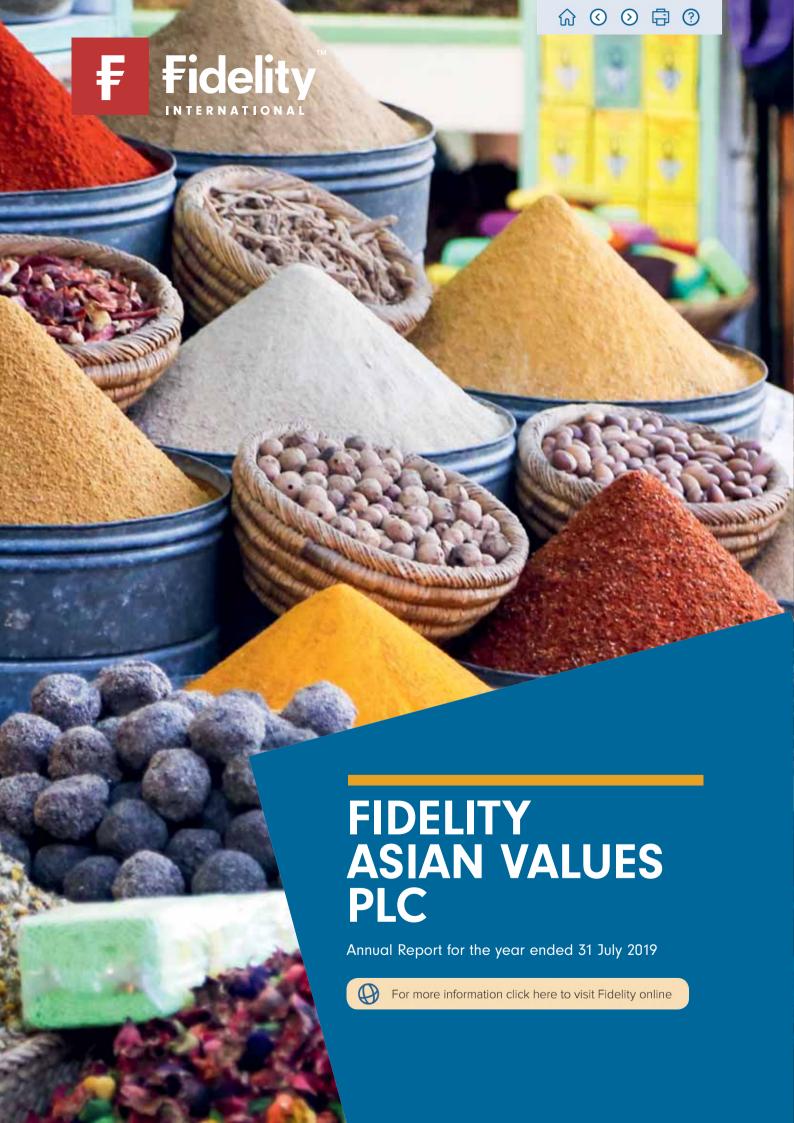
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## Investment Objective and Overview

The Company's objective is to achieve capital growth principally from the stockmarkets of the Asian Region excluding Japan.

"Fidelity Asian Values PLC provides shareholders with a differentiated equity exposure to Asian markets. The Portfolio Manager, Nitin Bajaj, achieves this differentiation by favouring undervalued small and medium sized companies as this allows him to find mispriced businesses, the "winners of tomorrow", before they become well known.

Asia is the world's fastest-growing economic region and the Portfolio Manager looks to capitalise on this by finding strong businesses, run by trustworthy people and buying them at a sensible price."

Kate Bolsover, Chairman, Fidelity Asian Values PLC



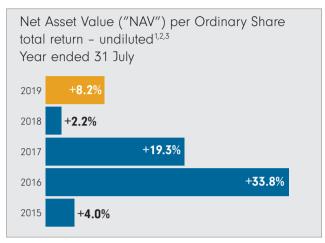


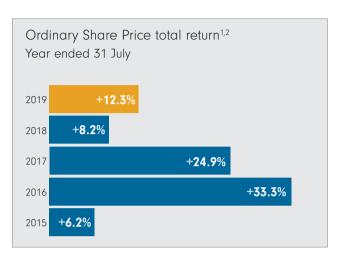


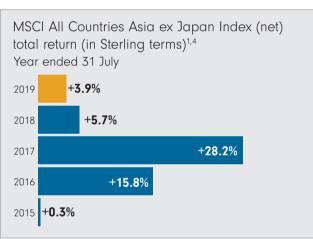


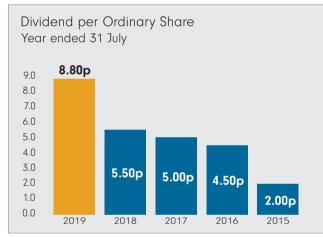


## At a Glance









- 1 Includes reinvested income.
- 2 Alternative Performance Measures. See Note 20 on page 70.
- 3 See "Summary of Results" for the diluted Net Asset Value per Ordinary Share.
- 4 The Company's Comparative Index.

#### As at 31 July 2019

#### Total Shareholders' Funds

£323.0m

#### **Market Capitalisation**

£334.9m

#### **Capital Structure**

Ordinary Shares of 25 pence each in issue

72,233,453

Subscription Shares of 0.001 pence each in issue

## Summary of the key aspects of the Investment Policy

The Portfolio Manager invests in securities of companies which he considers to have fundamental value that has not been recognised by the market.

The Company is not restricted in terms of size or industry of companies included in the portfolio and may invest in unlisted securities.

The Company may also invest into other transferable securities, collective investment schemes, money market instruments, cash and deposits and is also able to use derivatives for efficient portfolio management and investment purposes.

The Company operates a variable management fee arrangement which is calculated by referencing performance relative to the MSCI All Countries Asia ex Japan Index in Sterling terms.

11,103,030



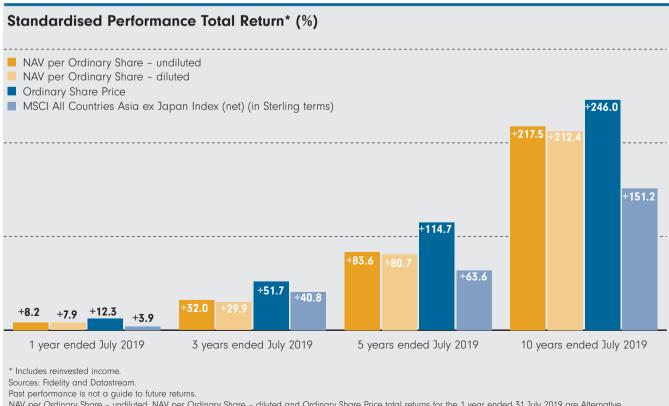




# Summary of Results

	2019	2018
Assets as at 31 July		
Gross Asset Exposure <sup>1</sup>	£347.4m	£285.2m
Total Shareholders' Funds	£323.0m	£288.0m
NAV per Ordinary Share - undiluted	447.16p	419.36p
NAV per Ordinary Share – diluted <sup>2</sup>	439.91p	413.64p
Gearing/(net cash position) <sup>3</sup>	7.5%	(1.0%)
Share Price and Discount data at 31 July		
Ordinary Share Price at year end	455.50p	412.00p
Year high	457.00p	415.00p
Year low	356.00p	361.00p
Premium/(Discount) to NAV per Ordinary Share at year end - undiluted	1.9%	(1.8%)
Premium year high	5.7%	2.3%
(Discount) year high	(4.8%)	(9.6%)
Premium/(Discount) to NAV per Ordinary Share at year end - diluted	3.5%	(0.4%)
Subscription Share Price at year end	53.00p	23.50p
Results for the year ended 31 July		
Revenue Return per Ordinary Share	10.70p	5.70p
Capital Return per Ordinary Share	23.71p	4.23p
Total Return per Ordinary Share	34.41p	9.93p
Ongoing Charges for the year ended 31 July <sup>4</sup>	0.98%	1.17%

- 1 The value of the portfolio exposed to market price movements.
- 2 The NAV per Ordinary Share assuming that all remaining Subscription Share rights are exercised.
- 3 Gross Asset Exposure less Total Shareholders' Funds expressed as a percentage of Total Shareholders' Funds.
- 4 Ongoing Charges (excluding finance costs and taxation) as a percentage of average net asset values for the year (prepared in accordance with methodology recommended by the Association of Investment Companies).



NAV per Ordinary Share – undiluted, NAV per Ordinary Share – diluted and Ordinary Share Price total returns for the 1 year ended 31 July 2019 are Alternative Performance Measures. See Note 20 on page 70.

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Ordinary Share Price as at 31 July			
2019	455.50p		
2018	412.00p		
2017	386.00p		
	Year Record more page 25		

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## Chairman's Statement



in presenting the Annual Report

£323.0m

(As at 31 July 2019) Total Shareholders' Funds

+8.2%

(Year ended 31 July 2019) Net Asset Value per Ordinary Share undiluted (total return)

+12.3%

(Year ended 31 July 2019) Ordinary Share Price (total return)

+39%

(Year ended 31 July 2019) Comparative Index (total return)

Fidelity Asian Values PLC provides shareholders with a differentiated equity exposure to Asian markets. The Portfolio Manager, Nitin Bajaj, achieves this differentiation by favouring undervalued small and medium sized companies as this allows him to find mispriced businesses, the "winners of tomorrow", before they become well known. Asia is the world's fastestgrowing economic region and the Portfolio Manager looks to capitalise on this by finding strong businesses, run by trustworthy people and buying them at a sensible price.

#### **Investment Review**

I am happy to report that both the Company's NAV and its share price strongly outperformed the MSCI All Countries Asia ex Japan Index ("Comparative Index") in the last 12 months, at a time when small cap stocks significantly underperformed their larger cap peers. This was a headwind given Nitin's small cap bias. Nonetheless, the Company's NAV and the share price rose 8.2% and 12.3% respectively, in Sterling terms, compared with the 3.9% gain for the Comparative Index mentioned above.

Nitin focuses on generating absolute returns, ignoring the Comparative Index while he constructs the portfolio stock by stock using fundamental bottom-up research. This is evident from the high level of active money in the Company (98.5% as at 31 July 2019).

#### **Economic and Market Review**

Over the last 12 months, Asian equity markets as well as those of the rest of the world became increasingly volatile as investors reacted to mixed news flows around trade negotiations between the US and China. The MSCI All Countries Asia ex Japan Index remained volatile but finished in positive territory, in Sterling terms, as at 31 July 2019.

Investors have become increasingly risk averse due to growing concerns around a potential slowdown in global economic growth. Towards the end of the review period, investors were also disappointed after the US Federal Reserve indicated that its latest interest rate cut was not the start of an aggressive monetary policy easing cycle. In this context, Asian currencies depreciated versus the US dollar over the 12-month period, while the price of gold, which is seen as a safe-haven, rose sharply.

#### Gearing

Increased volatility and risk aversion in the market has created stock picking opportunities and Nitin has been able to add new holdings and increase existing positions at more attractive valuations. As a result, the Company's net equity exposure has increased from 89.6% at the end of July 2018 to 98.7% at the end of July 2019. To date, Nitin has not felt the need to use gearing extensively during his tenure as the Company's Portfolio Manager. He continues to believe that the main driver of the Company's performance will be stock picking.

#### Outlook

The long-term outlook for Asian equities is generally positive and, in a low growth world, the region's relatively higher growth prospects should continue to attract investors. Also, at a time when the world is becoming more protectionist, Asia's robust domestic demand from an expanding middle class supports the outlook for the region. Nonetheless, the region remains vulnerable



to a global slowdown and the sudden tightening of global financial conditions.

China is expected to slow moderately this year as the US-China relationship is expected to worsen in the medium-term. Trade-related disputes are only one aspect, and there are many other contentious issues between the two countries, including those relating to transfer of technology and intellectual property, as well as social and geopolitical issues. Key policy options for China to deal with external uncertainties are either to boost domestic demand or use currency flexibility to help exporters mitigate the impact from the tariffs. Given this, the Chinese economy should continue to rebalance towards domestic consumption. Meanwhile, the increasing weight of Chinese A-shares in the MSCI Indices should see an increase in foreign participation and accelerate the development of China's domestic capital market.

India remains a strong growth story, given sustainable prospects for domestic consumption. Recent economic and policy initiatives from the government suggest that it intends to kick-start the economy by attracting more foreign capital and boosting manufacturing and infrastructure development, while remaining fiscally prudent. However, a lot will depend on execution. In the short-term, earnings and growth are likely to remain under pressure, but the recent correction has brought valuations down to a more reasonable level giving rise to stock specific investment opportunities.

In Australia, the country's low-cost resources, modest population growth, high dividend yields and healthy dividend growth, as well as disciplined capital management should continue to attract investor interest.

Overall, Asian equities continue to trade at attractive valuations compared to long-term historical averages and developed markets. The region has more than 18,000 listed companies, and the opportunity to find hidden gems remains compelling. The Company will continue to focus on finding attractive long-term investment opportunities across the region based on strong fundamental research. The depth and quality of research provided by Fidelity is amongst the best in Asia and is currently undertaken by 53 analysts and 33 portfolio managers. Nitin draws extensively on this pool of talent in making his investment decisions and we remain convinced that this is one of the key points of distinction for your Company.

#### **OTHER MATTERS**

#### **Comparative Index**

The Board has, in conjunction with the Manager and the Company's Broker, been reviewing the Company's Comparative Index. The Company uses a Comparative Index against which the variable management fee is calculated, and which is one of the indices against which performance is illustrated in various reports published by the Company. Currently this is the MSCI All Countries Asia ex Japan Index (net) total return (in Sterling terms). This benchmark is extensively used by the Company's current peers and is effectively a mid- to mega-cap index.

The Company is able to invest in companies of any size of capitalisation and its objective is "to achieve long term capital growth principally from the stockmarkets of the Asian Region

excluding Japan". As previously mentioned, Nitin looks to find strong businesses, run by trustworthy people and to buy them at a sensible price. The universe of possible investment is not constrained by size of company or by its weighting in any benchmark index. However, smaller companies are favoured as they provide an opportunity to find mispriced businesses, the "winners of tomorrow", before they become well known.

The Board has therefore been considering adopting a smaller companies Comparative Index and has identified the MSCI All Countries Asia ex Japan Small Cap Index (net) total return (in Sterling terms) as a suitable benchmark.

The intention remains that smaller companies are only favoured in order to achieve the Company's objective of long-term capital growth principally from the stockmarkets of the region. Other reference points, such as achieving long-term capital growth and outperforming all-cap markets in the region generally would continue to be relevant measures for the Board and for investors.

## Association of Investment Companies ("AIC") Sector Classification

With effect from 28 May 2019, the AIC Asia Pacific sector has been subdivided into Asia Pacific, Asia Pacific Smaller Companies and Asia Pacific Income sub-sectors. The AIC automatically included the Company in the Asia Pacific sub-sector. However, in light of the considerations discussed above, the Board feels that for simplicity and consistency it would be more appropriate for the Company to be included in the Asia Pacific Smaller Companies sub-sector.

#### Summary

There will be no change at all in the way the portfolio is managed. A change is only proposed to the AIC sector classification and the Comparative Index against which its performance can be measured. The Board has consulted with its largest investors on this matter and feedback from the consultation process was overwhelmingly in favour of making these changes.

#### Shareholder consent

The Comparative Index is not part of the Investment Objective of the Company, nor its stated Investment Policy. Nor does it drive the Portfolio Manager's choice of investments. A change of Comparative Index therefore of itself does not represent a material change of Investment Policy, which would require shareholder consent. However, the regulatory direction of the FCA and European regulators is clear that benchmarks, where used, should be clearly stated. The Board therefore proposes to take the opportunity to incorporate the new Comparative Index in the formal Investment Policy of the Company. For this reason, and also for the sake of good order in the light of the relationship between the variable management fee and the Comparative Index, the Board wishes voluntarily to seek shareholder approval for the change at the AGM on 6 December 2019. Subject to the vote being approved, the change of Comparative Index would take effect from 1 February 2020 (the start of the second half of the Company's reporting year).

The detailed proposed Investment Policy is set out in the Appendix to the Notice of Meeting on pages 75 and 76.









## Chairman's Statement continued

#### **Brexit**

Operationally, the Board believes that the Company should be relatively unaffected by Brexit. However, as the Company holds investments denominated in currencies other than Sterling, investors should note that exchange rates may cause the value of these investments, and the income from them, to rise or fall commensurate to the volatility in the value of Sterling.

#### **Management Fee**

This is the first full year that the new variable fee arrangement with FIL Investment Services (UK) Limited, the Company's Alternative Investment Fund Manager (the "Manager") has been in place. The base management fee is 0.70% of net assets per annum. In addition, and effective from 1 November 2018, there is a +/- 0.20% variation fee based on the Company's NAV per share performance relative to the Company's Comparative Index. The maximum fee that the Company will now pay is 0.90% of net assets, but if the Company underperforms against the Comparative Index, then the overall fee could fall as low as 0.50% of net assets. The revised management fee arrangement has provided an overall reduction this year from the previous tiered management fee structure. The fee to 31 July 2019 was \$2,262,000 (2018: \$2,626,000). This represented 0.78% of net assets throughout the period (2018: 0.93%).

Assuming that shareholders vote in favour of the resolution to amend the Investment Policy and the MSCI All Countries Asia ex Japan Small Cap Index (in Sterling terms) is adopted as the new Comparative Index, there will be no impact to any fees accrued until the date of the change; however over or under performance will be measured against the new Comparative Index with effect from 1 February 2020 (the start of the second half of the Company's reporting year). The performance of the portfolio is expected to correspond more closely to the proposed new Comparative Index over time, which should lead to reduced volatility in the amount of the variable management fee.

The Company issued 1,213,003 ordinary shares of 25 pence on

#### **Bonus Issue of Subscription Shares**

30 November 2018 following the second exercise date of the conversion rights attached to the subscription shares. The bonus issue of subscription shares on the basis of one subscription share for every five ordinary shares held by qualifying investors was approved at the Company's Annual General Meeting on 2 December 2016. As at the date of this Annual Report, there are 11,103,030 subscription shares remaining. The final date for exercising the subscription rights will be on 29 November 2019 but notice to exercise may be given in the 25 business days preceding 29 November 2019. The exercise price is 392.75 pence per share which is equal to the published NAV of 366.88 pence per ordinary share on 2 December 2016 plus a premium of 7% (rounded to the nearest quarter penny). Further details can be found on the Company's website as well as on page 77 of this report.

#### Shares Issued

I am pleased to say that in the reporting year the Company's shares have traded at a sustained level of premium since December 2018. Therefore, in order to issue shares, the Board applied for a block listing authority for 6,866,940 ordinary shares which is the maximum allowed under the Company's current

authority as approved by shareholders at the Annual General Meeting on 13 December 2018. The block listing was effective on 8 February 2019. Since 11 February 2019 and as at the date of this report, 2,617,029 shares have been issued from this block listing. Issuing shares increases the size of the Company, making it more liquid and allowing for costs to be spread out over a larger asset base.

#### **Share Repurchases and Treasury Shares**

Repurchases of ordinary shares and subscription shares are made at the discretion of the Board and within guidelines set by it from time to time and in light of prevailing market conditions. Shares will only be repurchased when it results in an enhancement to the NAV of the ordinary shares for the remaining shareholders. In order to assist in managing the discount, the Board has shareholder approval to hold in Treasury any ordinary shares repurchased by the Company, rather than cancelling them. Any shares held in Treasury would only be re-issued at NAV per share or at a premium to NAV per share. Any subscription shares repurchased would be cancelled.

No ordinary shares were repurchased for cancellation or for holding in Treasury and no subscription shares were repurchased for cancellation in the year under review. No shares have been repurchased since the end of the reporting period and as at the date of this report.

#### Dividend

Subject to shareholders' approval at the Annual General Meeting ("AGM") on 6 December 2019, the Directors recommend a dividend of 8.80 pence per ordinary share which represents an increase of 60% over the 5.50 pence paid in 2018. This dividend will be payable on 11 December 2019 to shareholders on the register at close of business on 25 October 2019 (ex-dividend date 24 October 2019). The dividend has increased significantly this year, however Shareholders should be reminded that as the Company's objective is long-term capital growth; the level of dividend is a function of a particular year's income and it should not be assumed that dividends will continue to be paid in the future.

#### **Board of Directors**

I am pleased to welcome Clare Brady as a new member of the Board with effect from 1 August 2019. Clare is a governance professional with 30 years' experience in banking and financial services. In the private sector, she has headed audit and oversight functions at Barclays Capital, HSBC and Republic National Bank of New York and was also a Managing Director at Deutsche Bank in London and Singapore. In the public sector, Clare was the Head of Audit at the Bank of England representing the UK on the European Systems of Central Banks ("ESCB") and also at the G10 meetings of Central Banks. She held the position of Auditor General at the World Bank, based in Washington D.C., where she was a Non-Executive Director of the Institute of Internal Auditors ("IIA"). More recently, she has been a Director of the International Monetary Fund ("IMF"), also based in Washington D.C.

The Board will be refreshing its membership over the course of the next two years. Following Clare's appointment there are currently six Directors on the Board. The objective of the



Board refreshment process is to bring new talent and skills to the Board but not at the cost of losing market knowledge, fund management expertise, as well as knowledge of the Company and its relationship with the Manager. However, the Directors have concluded that over time the Board should revert to a membership of five and it is expected that Philip Smiley will retire in the coming year.

All Directors, with the exception of Clare Brady, are subject to annual re-election at the forthcoming AGM. Clare Brady being newly appointed is subject to election at the AGM on 6 December 2019. The Directors' biographies are on page 28, and between them, they have a wide range of appropriate skills and experience to form a balanced Board of the Company.

#### **Annual General Meeting**

The AGM of the Company will be held at 11.00 am on 6 December 2019 at Fidelity's offices at 4 Cannon Street, London EC4M 5AB (nearest tube stations are St Paul's or Mansion House). Full details of the meeting are given on pages 72 to 76.

This is our opportunity to meet as many shareholders as possible and I hope, therefore, that you will be able to join us. In addition to the formal business of the meeting, Nitin will be making a presentation on the year's results and the prospects for the Company for the year to come.

**Kate Bolsover** 

Chairman 14 October 2019









## Portfolio Manager's Review



Nitin Bajaj was appointed as the Portfolio Manager of Fidelity Asian is also the Portfolio Manager for the took over the Fidelity India Special Fund. He managed these funds until November 2012, when Fidelity decided to sell its India business.

What has the market environment been like in the year under review?

Stock markets have been choppy globally over the last year as investors try to balance prospects of declining interest rates and fiscal stimulus with an ongoing slowdown in economic growth. This has created volatility which is not uncommon late in the business cycle.

In this environment, the Comparative Index returned 3.9% (including dividends) relative to a long-term average return of 7-10%. Against this, the MSCI All Countries Asia ex Japan Small Cap Index (net) total return declined by around 4.2% (including dividends).

Within this, performance of larger companies and specially those perceived as growth companies was better than smaller companies and value stocks. This was also the case globally, with the MSCI World Value Index performing materially worse than the MSCI World Growth Index. The result is that several well known value managers have had a tough time recently.

These trends between growth and value are part and parcel of investing in the stock market and can capture the imagination of both the media and investors from time-to-time before fading away. It is not possible to forecast the duration or magnitude of these swings but historically they always reverse. To use Howard Marks' pendulum analogy: "the pendulum always swings one way and then the other, rarely settling at an equilibrium".



#### Why Small Cap Value? It works in the long-term!

MSCI All Countries Asia Pacific ex Japan Index - Returns by Style and Market cap (in Sterling terms)



Source: Refinitiv DataStream, MSCI All Countries Asia Pacific ex Japan Total Returns Indices (in Sterling terms).

## Can you comment on the Company's performance over the last year?

My comments regarding performance refer to the NAV of the Company rather than the share price. Over the long-term, the share price will approximate the underlying NAV, but in the shortterm, the share price can (and will) often diverge from the NAV.

Over my tenure, the NAV has grown by 14.1% p.a., outperforming both the small and large cap indices in Asia over this period.

Similarly, the NAV appreciated by 8.2% versus 3.9% for the large cap index and -4.2% for the small cap index over the year under review.

#### Performance - Fund NAV versus indices and peer group

	Fidelity Asian Values PLC (undiluted) NAV	Large Cap Index <sup>1</sup>	Small Cap Index <sup>2</sup>	Average of Asian Investment Trusts <sup>3</sup>
1 August 2015 - 31 July 2016	+33.8%	+15.8%	+13.4%	+17.6%
1 August 2016 - 31 July 2017	+19.3%	+28.2%	+15.9%	+23.8%
1 August 2017 - 31 July 2018	+2.2%	+5.7%	+5.0%	+4.8%
1 August 2018 - 31 July 2019	+8.2%	+3.9%	-4.2%	+1.9%
Total Returns over Tenure	+71.4%	+52.6%	+21.8%	+53.5%
Annualised Returns over Tenure	+14.1%	+10.9%	+5.2%	+10.8%

Source: Fidelity International, 31 July 2019.

- Large Cap Index is the MSCI All Countries Asia ex Japan Index.
- Small Cap Index is the MSCI All Countries Asia ex Japan Small Cap Index (net) total return.
- Morningstar Direct, Association of Investment Companies (AIC) sector Asia Pacific ex Japan peer group ex income funds.

Performance figures are net of fees in GBP.

<sup>\*</sup>Returns from 31 December 1996 to 31 July 2019.











As our investment philosophy is based on owning undervalued stocks, I have always had a significant share of funds invested

in value stocks, and more specifically small and mid cap value stocks.

#### Fund and Index split by Market Cap and Style (as at 31 July 2019)

	Fund weight %	Large Cap Index <sup>1</sup> Weight %	Small Cap Index <sup>2</sup> weight %
Large Growth	5.5	48.4	-
Large Value	14.2	38.5	-
Mid Growth	0.4	7.4	_
Mid Value	11.5	5.7	-
Not Classified	0.6	-	0.1
Small Growth	14.7	-	54.8
Small Value	51.7	-	45.1
Cash	1.4	-	-

Sources: Fidelity International, Factset, 31 July 2019.

- 1 Large Cap Index is the MSCI All Countries Asia ex Japan Index.
- 2 Small Cap Index is the MSCI All Countries Asia ex Japan Small Cap Index (net) total return.

Over the last 4 years, small companies have been out of favour. Despite this we have been able to outperform broad indices over this period. This is due to the hard work and diligence of Fidelity's small cap research team in Asia. The team is both motivated and excellent at what it does. I would like to thank them for their support as this performance would not have been possible without them.

If we analyse the performance in a bit more detail, the biggest driver of performance has been our ability to avoid big losses in situations where our investment thesis was incorrect.

As you can see from the table below, our losses from stocks where we got it wrong and suffered a material loss (stock dropping more than 30%) have been far lower than our profits from stocks where we have got it right and made material gains. Avoiding a big loss when we are wrong is key to our investment process. To achieve this, we need to:

- own good businesses;
- that are run by competent and honest managers;
- with well-financed balance sheets and ensure that;
- our buying price leaves enough margin of safety for mistakes and bad luck.

#### Stock level performance (as on 31 July 2019)

Profit/(Loss) as % of Fund NAV	Cumulative over 4 Years	Last Year
Stocks which dropped > 30%	(11.7%)	(3.4%)
Stocks which appreciated more than 30%	54.3%	10.4%

Source: Fidelity International, 31 July 2019.

Finally, I would also like to highlight that a weak Sterling helped both the NAV and Index returns by around 4% p.a. over the last 4 years. This was primarily due to the prevailing economic and

political uncertainty currently in the UK. This may or may not reverse in coming years.



#### Question

How concerned should investors be about the impact of heightened political risk on trade and growth?

#### Answer

The world has been becoming polarised and tense. Uncertainty increased a notch with intensifying friction between China and the USA, tensions between Korea and Japan, confusion around possible Brexit scenarios, Hong Kong protests and increased pressures from serious issues like climate change, a reducing water table and polarised electorates.

Political climate and economic policy impacts businesses in different forms which are not often easy to understand. The first order impacts are generally transparent – for example, a ban on Huawei is bad for Huawei and its suppliers. This is obvious. However, there will be knock on effects like increased Chinese investments in technology which over time will change the industry as well as the demand-supply equation in many other sectors. This changes gradually over years and is much harder to analyse.

I made the same point last year. The world economy is a complex system and we need to be careful about drawing knee jerk conclusions.

That said, we as investors need to remain alert to the implications of political crosswinds. My framework for considering the potential impact of changing policy focuses on two elements:

- (1) Avoiding businesses where either the risk of policy impact is high or where the stock market has failed to understand the unintended consequences of policy change.
- (2) Not allowing myself to become frozen with fear, instead remaining vigilant for new opportunities. Markets sometimes punish stocks in the eye of the storm of a policy decision. I am especially interested in these scenarios as they can throw up wonderful businesses going through challenging circumstances which are likely to improve with time. These sorts of companies can be excellent investments for the patient investor.

#### Question

Have there been any major changes to your strategy?

#### Answer

There has been no change in my investment philosophy. It has been built over years of practice, observation and empirical evidence. I do not feel the need to change it. And our returns over the coming five years will largely be driven by the hard work of the team and the consistency of application of our investment philosophy.

The investment philosophy is straight forward. What we are trying to do is buy *good businesses* run by *competent and honest management teams* and *buy them at prices that make sense.* To accomplish this, my main areas of focus have always been:

#### The business

Understanding the business is the first and the most critical step. We are trying to understand key drivers of the business, its industry structure, its management, its history, its competitive advantage and its durability.

We start by analysing financial statements for the last 15-20 years to understand the returns on capital that the business is able to generate through an economic cycle.

This is followed up with numerous meetings which range from the management team of the business, to its vendors, customers, ex-employees, competitors, industry experts and regulators. Whoever can help us understand the business better.

Gauging the management team on skill and integrity is important as we only want to invest in companies with honest and competent management teams. An incompetent management will destroy your capital and a dishonest one will steal it.

Getting a holistic picture of the business, its environment, management and challenges allows us to understand opportunities and risks associated with the business. Without doing this, we would be flying blind.

#### **Valuation**

Buying a good business which is overvalued can undo many years of hard work. The valuation point at which we enter a stock is important for two reasons:

- a. It determines the base price for compounding capital.
- It determines our margin of safety. We will make mistakes.
   Starting with a margin of safety allows us to limit our losses when we are wrong.

The exact valuation metric to use varies by industry and situation. For example, I may look at the price-earnings ("P/E") ratio for a low capital intensity business with moats based on intangible assets like brand or trademarks, or I may look at Enterprise Value to replacement cost for a short cycle standardised product business. The idea being that we want to use the most logical metric for any given situation.

While the metric may vary, what is important is to have margin of safety.

#### **Downside protection**

As I mentioned earlier, key to our process is avoiding big losses. In my experience, material downside in a stock arises when one or more of the following situations exist:

- Untested business model.
- High financial leverage.









## Portfolio Manager's Review continued

- Over paying for a good business.
- Paying a reasonable price for a bad business.
- Getting the cycle wrong whether it is the broad economic cycle or an industry specific down cycle.

We pay a lot of attention to avoid these situations. Our philosophy is that return of capital is as important as return on capital.

#### Question

What have been the major changes to the portfolio over the period?

There have been two changes from last year which I would like to discuss.

First, I have deployed a lot more capital during the last year. As investors have paid greater attention to larger growth companies, I found several small companies which were being ignored and hence available on attractive prices. As a result, we have moved from a substantial cash position at the end of last year to a small amount of leverage now.

Our deployment of capital in these attractively valued businesses is represented through the aggregate P/E ratio of our holdings which now stands between 8-9x (substantially lower compared to the market average and our own past).

Such a P/E ratio is often associated with distressed or troubled situations. However, on aggregate, our holdings demonstrate robust balance sheets and high as well as stable returns on equity.

To put this in context, the MSCI All Countries Asia ex Japan Index trades at around 14x P/E ratio, S&P 500 at around 17x and FTSE at around 12-13x.

I understand that the businesses we are buying are out of fashion with little investor interest. But I remain as convinced as ever that owning good businesses, run by able management teams and buying them at attractive prices has to be a sound way to invest.

The graph below is a comparison between the Company and the SICAV fund that I also manage.

#### P/E Ratio and Return on Equity ("RoE")



Source: Fidelity International, Factset, July 2019

The other change has been, an increased allocation to nonbanking finance companies ("NBFC") in India. Over the last 12-18 months there has been a crisis building in this sector with some prominent names in substantial financial difficulty.

This has led to extreme risk aversion and attractive valuations for the whole sector. These businesses are an essential part of the credit delivery mechanism in India as large parts of the economy are either under banked or 'unbankable' by traditional banks. Hence, NBFCs that survive will emerge stronger and will operate in an industry with substantially less competition.



We have done a lot of work on this sector and backed the companies we think have the best business models, management teams, credit underwriting skills and funding availability. Our entry price leaves enough margin of safety. We are confident and time will tell if we are right.

#### Question

# What is your outlook over the next 12 months?

#### Answei

I will say exactly what I said last year, "forecasts tell you more about the forecaster than the future." I try to spend my time understanding businesses that I invest in rather than forecasting the direction of the economy or the stock market.

The world is uncertain, and I expect it to be a bumpy ride over the next 3 years. However, I also feel that the stock market has become very polarised and hence we have bought many excellent businesses at attractive prices over the last 12 months. This should serve us well in the coming three to five years.

The ride might be bumpy but given the quality of the businesses the Company owns, I feel confident about the destination.

#### Nitin Bajaj

Portfolio Manager 14 October 2019









## Top 10 Holdings

as at 31 July 2019

(based on Gross Asset Exposure expressed as a percentage of Total Shareholders' Funds)



#### **Power Grid Corporation of** India

#### Position size

Headquartered in Gurugram, India, Power Grid is the country's largest electric power transmission utility, transmitting around 50% of the total power generated in India.

The state-owned company's transmission network spans the length and breadth of the country, and as at 31 July 2019, the company owned and operated 154,692 circuit kms of transmission lines. It also provides transmission related consultancy and operates a telecom business known as POWERTEL.

#### **Industry** Materials



#### **Fufeng Group**

#### Position size

Fufeng Group, the largest monosodium glutamate and xanthan gum producer in the world, is headquartered in the Shandong province of China.

The corporation's products are divided into four broad categories - food additives (for example, monosodium glutamate, compound seasoning, starch sweeteners and corn oil); animal nutrition (including threonine, tryptophan and corn refined products); colloid (including xanthan gum, welan gum, pectin); and amino acid products (for example, valine, leucine, isoleucine, glutamine, hyaluronic acid).

#### **Industry** Financials



### **LIC Housing Finance**

#### Position size

LIC Housing Finance is the fourth largest housing finance company in India. It is promoted by Life Insurance Corporation of India (100% owned by Government of India), which is the largest insurance company in India. It primarily offers loans to those seeking to buy their own houses or flats, but also offers loans on existing properties. The company is registered in Mumbai, with several other offices across India and owns around 280 marketing offices.

#### **Industry** Information Technology

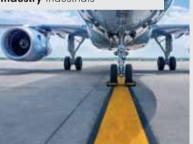


#### **Redington India**

#### Position size

Redington is the largest distributor of technology and electronic goods in India and serves as a supply chain manager to many leading branded goods companies. Established in 1993, the company caters to over 220 international technology, telecom, lifestyle, health care and solar brands, and now has more than 195 warehouses, 60 owned service centres and over 200 partner service centres. It also has operations in the Middle East and Africa.

#### **Industry** Industrials



#### **BOC Aviation**

#### Position size

BOC Aviation is a global aircraft operating leasing company. It offers a wide range of services to airlines and aircraft owners, including direct operating leases, sale and leaseback facilities and third party asset management. The company also provides comprehensive aircraft remarketing, structured finance and technical management services to airlines, banks and other investors. It was founded in 1993, but was acquired by the Bank of China in 2006, at which point its name was changed to BOC Aviation.















#### **Shriram Transport Finance**

#### Position size

1.8%

Shriram Transport is the largest used commercial vehicles finance company in India with about 25% market share in an industry dominated by a number of unorganised lenders. The company also offers new commercial vehicle financing and other loans such as accidental repair loans, tyre loans and working capital finance. Headquartered in Chennai, India, the company is a part of the Shriram Group. It was founded in 1976 and has a pan-India presence with a network of over 1200 branches.

#### **Industry** Industrials



#### Cebu Air

#### Position size

1.7%

Cebu is a Philippine budget airline which entered the aviation industry in March 1996. The company is the largest carrier in the Philippine air transportation industry. It currently offers flights to 37 Philippine and 26 international destinations, including Asia, Australia, the Middle East and the USA. Cebu runs a 66-strong fleet of 48 Airbus and 18 ATR aircraft.

#### **Industry** Financials



## Housing Development Finance Corporation ("HDFC")

#### Position size

1.79

HDFC is the largest provider of housing finance in India. It was founded in 1977 and pioneered the housing finance industry in India. Since then, it has financed 6.2 million cumulative units and managed over 1.8 million deposit accounts. HDFC also operates a broad range of financial services, including banking, insurance, asset management, and more. HDFC and its associate and subsidiary companies (including HDFC Bank) hold significant market share in their respective sectors.

#### **Industry** Consumer Discretionary



## Xingda International Holdings

#### Position size

.6%

Xingda is focused on the manufacture and trading of radial cords used to make tires for trucks and passenger vehicles. It also makes bead wires and other wires. About 80% of its sales are in China, where it has about 33% market share. It also operates in India, Korea, the USA and Germany. The company was founded in 2005 and is headquartered in Shanghai, China.

#### **Industry** Information Technology



#### **SK Hynix**

#### Position size

1.6%

SK Hynix is a leading producer of semiconductors, such as DRAM and NAND flash and System IC including CMOS Image Sensors. It has four production facilities in Wuxi and Chongqing, China as well as domestic business sites in Icheon and Cheongju. It also operates sales subsidiaries in ten countries including the USA, the UK, Germany, Singapore, Hong Kong, India, Japan, Taiwan and China, and four R&D corporate bodies in Italy, the USA. Taiwan and Belarus.











The Directors have pleasure in presenting the Strategic Report of the Company. The Chairman's Statement and the Portfolio Manager's Review on pages 2 to 11 form part of the Strategic Report.

#### **Business and Status**

The Company carries on business as an investment company and has been accepted as an approved investment trust by HM Revenue & Customs under Sections 1158 and 1159 of the Corporation Tax Act 2010, subject to the Company continuing to meet eligibility conditions. The Directors are of the opinion that the Company has conducted its affairs in a manner which will satisfy the conditions for continued approval.

The Company is registered as an investment company under Section 833 of the Companies Act 2006 and its ordinary shares are listed and traded on the London Stock Exchange. It is not a close company and has no employees.

#### Objective

The Company's objective is to achieve long-term capital growth principally from the stockmarkets of the Asian Region\* excluding lapan

#### Strategy

In order to achieve this objective, the Company operates as an investment company and has an actively managed portfolio of investments. As an investment company, it is able to gear the portfolio and the Board takes the view that long-term returns for shareholders can be enhanced by the use of gearing in a carefully considered and monitored way.

As part of the strategy, the Board has delegated the management of the portfolio and certain other services to Fidelity. The Portfolio Manager, Nitin Bajaj, aims to achieve a total return on the Company's net assets over the longer-term in excess of the equivalent return on the MSCI All Countries Asia ex Japan Index, the Company's Comparative Index. The stock selection approach adopted by the Portfolio Manager is considered to be well suited to achieving this objective.

As mentioned in the Chairman's Statement on page 3, the Board is seeking to amend the above investment objective. Details of the revised objective and the consequential changes to the investment policy can be found in the Appendix in the Notice of Meeting on pages 75 and 76.

#### Investment Management Philosophy, Style and Process

The portfolio is built on a stock by stock basis following the Portfolio Manager's assessment of the fundamental value available in individual securities, with geographical weightings the result of stock selection, rather than macroeconomic considerations. The portfolio's geographical weightings may vary significantly from the weightings within its Comparative Index and the concentration on the identification of fundamental value in individual stocks within the Asian Region\* excluding Japan may result in investments made against prevalent trends and local conventions. The Portfolio Manager invests in securities of companies which he considers to have fundamental value.

#### **Investment Policy**

The Company seeks to meet its investment objective through investment in a diversified portfolio of securities and instruments issued by or related to companies listed on the stockmarkets in the Asian Region\* excluding Japan but investments may be made in companies listed elsewhere which, in the opinion of the Portfolio Manager, have significant interests in the Asian Region\*, excluding Japan.

In order to diversify the Company's portfolio, the Board has set broad guidelines for the Manager, which the Board reserves the right to amend as it sees fit, in respect of the country weightings of the portfolio. The Company may invest directly in the shares of companies or indirectly through equity related instruments (such as derivative contracts, warrants or convertible bonds) and in debt instruments. The Company may also invest in unquoted securities and in other investment funds, subject to the investment restrictions set out below.

No material change will be made to the investment policy without shareholder approval.

#### **Investment Restrictions**

The Company will invest and manage its assets with an objective of spreading risk with the following investment restrictions:

- No single or aggregate investment in any one company or other investment entity shall represent more than 10% of its Gross Assets, measured at the time of any investment.
- Up to 5% of its Gross Assets, at the time of investment, in securities which are not listed on any stock exchange. However the Portfolio Manager will not normally make any such investment, except where it is expected that the securities will become listed on a stock exchange in the foreseeable future.
- Up to 15% of its Gross Assets, at the time of investment, in other investment funds (whether listed or unlisted) where such funds offer the only practicable means of gaining exposure to a particular market in the Asian Region\* excluding Japan. Within this limit, no more than 10% of Gross Assets, at the time of investment, may be invested in funds that do not have stated policies to invest more than 15% of their Gross Assets in other listed closed-ended funds.
- Up to 5% of its Gross Assets, at the time of investment, in securities which are not listed or domiciled in the Asian Region\*, provided the investments have a strong Asian Region\* rationale.

The Company is permitted to invest in Non-Voting Depositary Receipts, American Depositary Receipts, Global Depositary Receipts and Equity Linked Notes. Any such investment will be included in the relevant aggregate country weighting.

<sup>\*</sup> Asian Region means the continent of Asia (including Hong Kong, South Korea, Thailand, Singapore, Malaysia, Taiwan, Indonesia, Philippines, China, India, Pakistan and Sri Lanka, but excluding Japan, the countries comprising the former U.S.S.R. and the Middle East), together with Australasia.



#### **Use of Derivative Instruments**

In order to meet its investment objective, the Company may utilise derivative instruments, including index-linked notes, futures, contracts for differences ("CFDs"), call options (including covered calls), put options and other equity related derivative instruments.

Derivatives usage will focus on, but will not be limited to the following investment strategies:

- As an alternative form of gearing to bank loans. The Company can enter into long CFDs which would achieve an equivalent effect to buying an asset financed by bank borrowing but often at lower financing costs. The Company does not currently use bank borrowings for gearing purposes.
- To hedge equity market risks where suitable protection can be purchased to limit the downside of a falling market at reasonable costs.
- To enhance the investment returns by taking short exposures on stocks that the Portfolio Manager considers to be overvalued.

The Board has created strict policies and exposure limits and sublimits to manage derivatives.

Derivative use is limited in terms of the value of the total portfolio to which the Company is exposed, whether through direct or indirect investment. The Board adopts the policy that:

- Net Market Exposure will not exceed the NAV of the Company by more than 30%; and
- Gross Asset Exposure will not exceed the NAV of the Company by more than 40%.

Notwithstanding the Board's intention in the medium to long-term to maintain a Net Market Exposure within a range of between 90%–115%, in the short-term the Net Market Exposure may fall outside of this range from time to time, having regard to the Portfolio Manager's investment style and philosophy as well as the markets he operates in. The sum of all short exposures of the Company under derivatives, excluding hedges, will not exceed 10% of total net assets.

The majority of the Company's exposure to equities will be through direct investment and not through derivatives. In addition, the limits on exposure to individual companies and groups are calculated after translating all derivative exposures into economically equivalent amounts of the underlying assets.

#### **Dividend Policy**

In order to continue to qualify as an investment company, the Company is required by Section 1159 of the Corporation Tax Act 2010 to distribute sufficient net income so that it retains no more than 15% of its income in any reporting year. The Company currently only pays dividends out of revenue reserves.

#### Performance

The Company's performance for the year ended 31 July 2019, including a summary of the year's activities, and details on

trends and factors that may impact the future performance of the Company, are included in the Chairman's Statement and the Portfolio Manager's Review on pages 2 to 11. The Forty Largest Holdings, the Distribution of the Portfolio, the Ten Year Record and the Summary of Performance Charts are on pages 19 to 27.

The Board recognises that investing in equities is a long-term process and the Company's returns will vary from year to year.

#### **Results and Dividends**

The Company's results for the year ended 31 July 2019 are set out in the Income Statement on page 48. The revenue return was 10.70 pence and the capital return was 23.71 pence, giving a total return of 34.41 pence per ordinary share.

The Directors recommend that a final dividend of 8.80 pence (2018: 5.50 pence) per ordinary share be paid on 11 December 2019 to shareholders who appear on the share register as at the close of business on 25 October 2019 (ex-dividend date 24 October 2019).

#### **Key Performance Indicators**

The key performance indicators ("KPIs") used to describe the performance of the Company and which are comparable to those reported by the other investment companies are set out below.

	Year ended 31 July 2019 %	Year ended 31 July 2018 %
NAV per Ordinary Share total return <sup>1</sup> – undiluted	+8.2	+2.2
Ordinary Share Price total return <sup>1</sup>	+12.3	+8.2
MSCI All Countries Asia ex Japan Index (net) total return (in Sterling terms)	+3.9	+5.7
Premium/(Discount) to NAV <sup>1</sup>	1.9	(1.8)
Ongoing Charges <sup>1,2</sup>	0.98	1.17

- 1 Alternative Performance Measures. See Note 20 on page 70.
- 2 The Board has a policy of ensuring that the costs of running the Company are reasonable and competitive.

Sources: Fidelity and Datastream.

In addition to the KPIs set out above, the Board also monitors the Company's performance against its peer group of investment companies. Long-term performance is also monitored and the Ten Year Record and the Summary of Performance charts on pages 25 to 27 show this performance.

#### Principal Risks and Uncertainties and Risk Management

As required by provision C.2.1 of the 2016 UK Corporate Governance Code, the Board has a robust ongoing process for identifying, evaluating and managing the principal risks and uncertainties faced by the Company. The Board, with the assistance of the Alternative Investment Fund Manager (FIL Investment Services (UK) Limited/the "Manager"), has developed a risk matrix which, as part of the risk management and internal









## Strategic Report continued

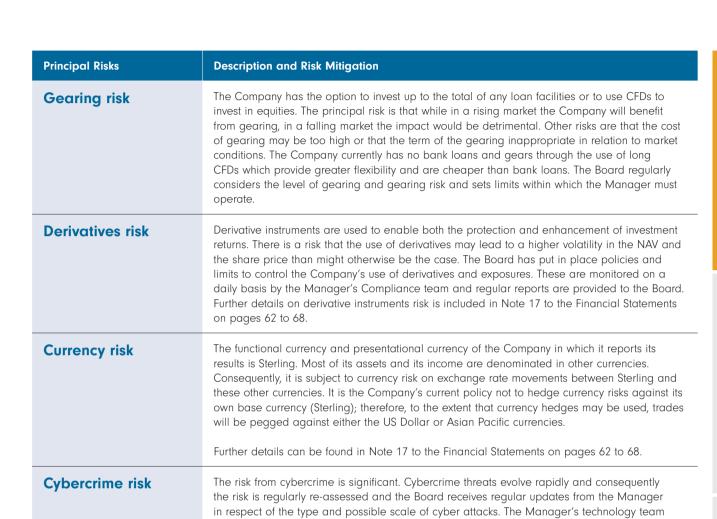
controls process, identifies the key risks that the Company faces. The risks identified are placed on the Company's risk matrix and graded appropriately. Procedures are in place to identify emerging risks which might impact the Company. These include industry trends, economic/political risk, regulatory developments, technological changes and threats to the Company's strategy and business model. These are reviewed and assessed in terms of impact, likelihood and timescale of potential threats.

This process, together with the policies and procedures for the mitigation of risks, is updated and reviewed regularly in the form of comprehensive reports considered by the Audit Committee. The Board determines the nature and extent of any risks it is willing to take in order to achieve its strategic objectives.

The Manager also has responsibility for risk management for the Company. It works with the Board to identify and manage the principal risks and uncertainties and to ensure that the Board can continue to meet its UK corporate governance obligations.

The Board considers the following as the principal risks and uncertainties faced by the Company. The risks are unchanged from those reported in the prior year apart from updating the "Market risk" to include "Economic and Political risk" and the addition of the "Key Person risk" and the classification of the "Cybercrime risk" as a principal risk.

Principal Risks	Description and Risk Mitigation
Market, Economic and Political risk	The Company's assets consist mainly of listed securities and the principal risks are therefore market related such as market downturn, interest rate movements, and exchange rate movements. Political change or protectionism can also impact the Company's assets, such as a US-led trade war, North Korean conflict, political tensions in the Eurozone and Brexit risks. Further commentary on these risks is contained in the Portfolio Manager's Review and his success or failure to protect and increase the Company's assets against this background is core to the Company's continued success.  Risks to which the Company is exposed in the market risk category, are included in Note 17 to the Financial Statements on pages 62 to 68 together with summaries of the policies for managing these risks.
Investment Performance risk	The achievement of the Company's performance objective relative to the market requires the taking of risk, such as strategy, asset allocation and stock selection, and may lead to underperformance of the Comparative Index. The Board reviews the performance of the portfolio against the Comparative Index and that of its competitors and the outlook for the markets with the Portfolio Manager at each Board meeting. It considers the asset allocation of the portfolio and a range of risk measures within the parameters of the investment objective and strategy. The Portfolio Manager is responsible for actively managing and monitoring the portfolio selected in accordance with the asset allocation parameters and seeks to ensure that individual stocks meet an acceptable risk/reward profile. The emphasis is on long-term performance as the Company risks volatility of performance in the shorter-term.
Key Person risk	There is a risk that the Manager has an inadequate succession plan for the Portfolio Manager given the importance of his profile and differentiated style in relation to the Company's investment philosophy and strategy. The Manager identifies key dependencies which are then addressed through succession plans. Fidelity has succession plans in place for portfolio managers which have been discussed with the Board.
Discount Control risk	The price of the Company's shares and its premium or discount to NAV are factors which are not within the Company's total control. Some short-term influence over the discount may be exercised by the use of share repurchases at acceptable prices within the parameters set by the Board. The Company's share price, NAV and discount volatility are monitored daily by the Manager and considered by the Board regularly.



reporting it receives from the Manager.

Other risks facing the Company include:

#### Tax and Regulatory risks

A breach of Section 1158 of the Corporation Tax Act 2010 could lead to a loss of investment trust status resulting in the Company being subject to tax on capital gains.

The Board monitors tax and regulatory changes at each Board meeting and through active engagement with regulators and trade bodies by the Manager.

#### Operational risks

The Company relies on a number of third party service providers, principally the Manager, Registrar, Custodian and Depositary. It is dependent on the effective operation of the Manager's control systems and those of its service providers with regard to the security of the Company's assets, dealing procedures, accounting records and the maintenance of regulatory and legal requirements. The Registrar, Custodian and Depositary are all subject to a risk-based programme of internal audits by the Manager. In addition, service providers' own internal control reports are received by the Board on an annual basis and any concerns investigated.

#### **Continuation Vote**

has developed a number of initiatives and controls in order to provide enhanced mitigating protection to this ever increasing threat and the Board is updated on these as part of the

A continuation vote takes place every five years. There is a risk that shareholders do not vote in favour of continuation during periods when performance is poor. The next continuation vote will be at the AGM in 2021.

#### **Viability Statement**

In accordance with provision C.2.2 of the 2016 UK Corporate Governance Code, the Directors have assessed the prospects of the Company over a longer period than the twelve month period required by the "Going Concern" basis. The Company is an investment trust with the objective of achieving long-term capital growth. The Board considers long-term to be at least five years, and accordingly, the Directors believe that five years is an appropriate investment horizon to assess the viability of the Company, although the life of the Company is not intended to be limited to this or any other period.

 The ongoing relevance of the investment objective in prevailing market conditions;









## Strategic Report continued

- The Company's NAV and share price performance;
- The principal risks and uncertainties facing the Company, as set out above, and their potential impact;
- The future demand for the Company's shares;
- The Company's share price relative to the NAV;
- The liquidity of the Company's portfolio;
- The level of income generated by the Company; and
- Future income and expenditure forecasts.

The Company's performance has been strong over the five year reporting period to 31 July 2019, with a NAV total return of 83.6%, a share price total return of 114.7% and a Comparative Index return of 63.6%. The Board regularly reviews the investment policy and considers it to be appropriate. The Board has concluded that there is a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the next five years based on the following considerations:

- The Manager's compliance with the Company's investment objective, its investment strategy and asset allocation;
- The fact that the portfolio comprises sufficient readily realisable securities which can be sold to meet funding requirements if necessary;
- The Board's discount management policy; and
- The ongoing processes for monitoring operating costs and income which are considered to be reasonable in comparison to the Company's total assets.

In addition, the Directors' assessment of the Company's ability to operate in the foreseeable future is included in the Going Concern Statement in the Directors' Report on page 29. The Company is also subject to a continuation vote at the AGM in 2021 and the Board expect that the vote, when due, will be approved.

#### **Board Diversity**

The Board carries out any candidate search against a set of objective criteria on the basis of merit, with due regard for the benefits of diversity on the Board, including gender. As at the date of this Annual Report, there were four male Directors and two female Directors on the Board. This will change to three male Directors and two female Directors when Philip Smiley steps down from the Board in the coming year.

#### **Employees, Social, Community and Human Rights Issues**

The Company has no employees. All its Directors are non-executive and its day-to-day activities are carried out by third parties. There are therefore no disclosures to make in respect of employees.

The Fidelity group of companies (including the Manager, FIL Investment Services (UK) Limited and FIL Investments

International) encourages Environmental, Social and Governance ("ESG") factors in its investment decision making process. It has been a signatory to the United Nations Principles for Responsible Investment (UNPRI) since 2012 and submits an annual report detailing how it incorporates ESG into its investment analysis.

The Company has not adopted a policy on human rights as it has no employees and its operational processes are delegated. As an investment company, the Company does not provide goods and services in the normal course of business and has no customers. Accordingly, the Board considers that the Company is not within the scope of the Modern Slavery Act 2015.

The Company's financial reports are printed by a company which has won awards for its environmental awareness and further details of this may be found on the back cover of this report.

#### Greenhouse Gas Emissions

The Company has no premises, consumes no electricity, gas or diesel fuel and consequently does not have a measureable carbon footprint. FIL Investment Services (UK) Limited and FIL Investments International are registered with the Carbon Reduction Commitment Energy Efficiency Scheme administered by the Environment Agency.

#### **Socially Responsible Investment**

The Manager's primary objective is to produce superior financial returns for the Company's shareholders. It believes that high standards of corporate social responsibility ("CSR") make good business sense and have the potential to protect and enhance investment returns. Consequently, its investment process takes social, environmental and ethical issues into account when, in the Manager's view, these have a material impact on either investment risk or return.

#### **Corporate Engagement**

The Board believes that the Company should, where appropriate, take an active interest in the affairs of the companies in which it invests and that it should exercise its voting rights at their general meetings. It delegates the responsibility for corporate engagement and shareholder voting to the Manager who updates the Board on any issues and activities. These activities are reviewed regularly by the Manager's corporate governance team. Further details of the Manager's policy on corporate engagement can be found at www.fidelity.co.uk.

#### **Future Developments**

Some trends likely to affect the Company in the future are common to many investment companies together with the impact of regulatory change. The factors likely to affect the Company's future development, performance and positions are set out in the Chairman's Statement and the Portfolio Manager's Review on pages 2 to 11.

By order of the Board

#### **FIL Investments International**

Secretary

14 October 2019

# Forty Largest Holdings as at 31 July 2019

The Gross Asset Exposures shown below measure exposure to market price movements as a result of owning shares and derivative instruments. The Balance Sheet Value is the actual value of the portfolio. Where a contract for difference ("CFD") is held, the Balance Sheet Value reflects the profit or loss on the contract since it was opened and is based on how much the share price of the underlying share has moved.

	Gross Asse	t Exposure %1	Balance Sheet Value £'000
Long Exposures – shares unless otherwise stated			
Power Grid Corporation of India Operator of the Indian national electricity grid	12,807	4.0	12,807
Fufeng Group Bio-fermentation products manufacturer	8,804	2.7	8,804
LIC Housing Finance Provider of long term finance for construction & renovation of houses & flats for residential purposes	8,082	2.5	8,082
Redington India Distributor of information technology products, mobile handsets and accessories	7,119	2.2	7,119
BOC Aviation Global aircraft operating leasing company	6,181	1.9	6,181
Shriram Transport Finance Provider of hire purchase and lease finance for medium and heavy commercial vehicles	5,941	1.8	5,941
Cebu Air Airline operator	5,527	1.7	5,527
Housing Development Finance Corporation Provider of housing finance to individual households and corporates in India	5,435	1.7	5,435
Xingda International Holdings  Manufacturer and producer of radial tire cords, bead wires and other wires	5,243	1.6	5,243
SK Hynix  Memory semiconductor supplier of dynamic random-access memory chips and flash memory chips	5,235	1.6	5,235
Cromwell European Real Estate Investment Trust Real estate investment company	5,169	1.6	5,169
Tianneng Power International Manufacturer of storage batteries	5,099	1.6	5,099
Cikarang Listrindo Electric power distribution company	5,051	1.5	5,051
Convenience Retail Asia Convenience store chain operator	4,615	1.4	4,615
Dream International Toy designer, manufacturer and seller	4,431	1.4	4,431
Cognizant Technology Solutions (shares and written put option) Provider of IT, digital and technical services	4,384	1.4	3,150
Tempo Scan Pacific Pharmaceuticals, health care and cosmetic products manufacturer and distributor	4,268	1.3	4,268
Arwana Citramulia Ceramics manufacturer	4,203	1.3	4,203
Sebang Global Battery Battery manufacturer	4,185	1.3	4,185



# Forty Largest Holdings continued

	Gross Asse £'000	t Exposure %1	Balance Sheet Value £'000
LT Group Banking, beverages, spirits, tobacco and property development group	4,145	1.3	4,145
Fast Food Indonesia Operator of a fast food chain of restaurants	4,026	1.3	4,026
Taiwan Semiconductor Manufacturing Company Developer, manufacturer and distributor of semiconductor related products	3,901	1.2	3,901
PTC India Provider of power trading solutions in India	3,832	1.2	3,832
Shriram City Union Finance Financial service provider specialising in retail finance	3,661	1.1	3,661
China Mobile (long CFD) Provider of telecommunication services in China	3,594	1.1	(625)
Daewon Pharmaceutical Manufacturer and seller of pharmaceutical products	3,324	1.0	3,324
Gudang Garam Cigarette manufacturer and distributor	3,258	1.0	3,258
Korean Reinsurance Company Provider of reinsurance	3,213	1.0	3,213
HDFC Bank Private sector bank	3,144	1.0	3,144
First Resources Palm oil producer	3,138	1.0	3,138
Sinopec Kantons Holdings Operator of crude oil loading and unloading, storage and transportation facilities, oil and petrochemical trading	3,116	1.0	3,116
GIC Housing Finance Provider of housing finance	3,096	1.0	3,096
China Yongda Automobiles Services Holdings Investment holding company engaged in the sale of passenger vehicles and provision of related services	3,056	1.0	3,056
Supalai Developer of residential properties and real estate	3,048	1.0	3,048
Chaowei Power Manufacturer and seller of lead-acid motive batteries	3,031	0.9	3,031
Shinhan Financial Group Financial holding company	3,020	0.9	3,020
Wah Lee Industrial Developer and supplier of industrial materials	3,020	0.9	3,020
PNB Housing Finance Housing finance company	2,996	0.9	2,996
KASIKORNBANK Commercial bank	2,919	0.9	2,919
Manila Water Company Provider of water and wastewater services	2,856	0.9	2,856
Top forty long exposures	181,173	56.1	175,720
Other long exposures	138,263	42.8	135,758
Total long exposures before futures and hedges (140 holdings)	319,436	98.9	311,478

	Const. Asset	Gross Asset Exposure				
	£'000	%1	£'000			
Add: Long futures						
MSCI All Countries Asia ex Japan Index Future September 2019	13,532	4.2	(330)			
Less: hedging exposures						
Forward Currency Contracts	(69)	-	(69)			
Total long exposures after the netting of hedges	332,899	103.1	311,079			
Add: short exposures						
Short CFDs (14 holdings)	13,055	4.0	862			
Short Futures August 2019 (2 holdings)	1,401	0.4	85			
	14,456	4.4	947			
Gross Asset Exposure <sup>2</sup>	347,355	107.5				
Portfolio Fair Value <sup>3</sup>			312,026			
Net current assets (excluding derivative assets and liabilities)			10,973			
Total Shareholders' Funds/Net assets			322,999			

- Gross Asset Exposure is expressed as a percentage of Total Shareholders' Funds.
- Gross Asset Exposure comprises market exposure to investments of £312,681,000 (per Note 10: Investments on page 58) plus market exposure to derivative instruments of £34,674,000 (per Note 11: Derivative instruments on page 59).
- Portfolio Fair Value comprises Investments of £312,681,000 plus derivative assets of £1,537,000 less derivative liabilities of £2,192,000 (per the Balance Sheet on page 50).

A full list of the Company's holdings as at 31 July 2019 is available on the Company's page of the Manager's website at www.fidelityinvestmenttrusts.com



## Distribution of the Portfolio

as at 31 July 2019

(Gross Asset Exposure expressed as a percentage of Total Shareholders' Funds)

			South				2019	2019	2018
Portfolio	India %	China %	Korea %	Taiwan %	Singapore %	Other %	Total %	Index*	Total %
Financials	70	70	70	70	70	70	70	70	70
Banks	7.0	_	0.9	_	_	2.2	10.1	13.8	8.1
Diversified Financial Services	3.2	_	_	_	_	0.8	4.0	1.7	6.5
Insurance	_	_	2.4	_	_	_	2.4	6.4	3.0
Real Estate Management & Development	_	_	_	_	0.2	2.0	2.2	5.4	3.5
Real Estate Investment Trusts (REITs)	_	_	-	-	2.1	_	2.1	0.9	
Capital Markets	_	_	0.4	_	_	_	0.4	2.0	0.3
	10.2	_	3.7	_	2.3	5.0	21.2	30.2	21.4
Consumer Discretionary									
Auto Components	-	4.1	1.3	_	_	1.3	6.7	0.6	4.7
Textiles, Apparel & Luxury Goods	-	1.0	-	0.6	_	2.6	4.2	1.3	3.1
Leisure Equipment & Products	_	0.7	_	0.7	_	1.4	2.8	1.9	1.9
Diversified Consumer Services	-	-	-	-	_	2.3	2.3	0.6	2.3
Specialty Retail	-	1.6	_	_	_	0.6	2.2	0.3	1.7
Media	0.8	-	-	-	_	_	0.8	0.9	1.4
Multiline Retail	-	-	-	-	-	0.4	0.4	0.1	0.4
Internet & Catalogue Retail	-	0.3	-	-	-	-	0.3	6.6	_
Automobiles	-	-	-	-	-	-	-	2.0	1.4
Distributors	-	-	-	-	-	-	-	0.1	-
	0.8	7.7	1.3	1.3	_	8.6	19.7	14.4	16.9
Industrials									
Transportation	-	0.6	-	-	2.3	2.2	5.1	1.3	3.4
Industrial Conglomerates	-	-	-	-	-	3.3	3.3	2.6	3.0
Commercial & Professional Services	-	-	_	1.2	-	0.9	2.1	0.2	2.5
Construction & Engineering	_	_	0.3	-	_	0.9	1.2	0.9	1.8
Electrical Equipment	-	-	-	0.8	-	-	0.8	0.2	0.1
Transportation Infrastructure	-	0.5	-	-	-	0.1	0.6	0.8	1.7
Machinery	0.2					0.3	0.5	1.0	0.5
	0.2	1.1	0.3	2.0	2.3	7.7	13.6	7.0	13.0

**() ()** 

	India	China	South Korea	Taiwan Si	200000	Othor	2019 Total	2019 Index	2018 Total
Portfolio	inaia %	China %	Korea %	Taiwan Si	ngapore %	Other %	10tai %	inaex %	10tai %
Information Technology									
Electronic Equipment & Instruments	2.2	_	0.4	3.5	_	0.8	6.9	8.1	4.0
Semiconductor Equipment & Products	_	_	2.0	1.2	_	_	3.2	6.5	3.9
Internet Software & Services	0.7	_	_		_	1.4	2.1	9.4	1.5
Software	0.2	_	_		_	_	0.2	0.1	_
	3.1	_	2.4	4.7	_	2.2	12.4	24.1	9.4
 Utilities									
Electric Utilities	4.0	_	_	_	-	0.3	4.3	1.3	4.2
Other Utilities	1.2	0.7	_	-	-	1.8	3.7	0.7	3.2
Water Utilities	-	-	_	-	-	0.9	0.9	0.2	0.9
Gas Utilities	-	-	-	-	-	-	-	1.2	1.0
	5.2	0.7	-	-	-	3.0	8.9	3.4	9.3
Consumer Staples									
Food Products	-	0.8	-	-	2.2	1.4	4.4	2.2	4.9
Food & Staples Retailing	-	-	-	-	-	2.0	2.0	0.8	2.1
Tobacco	-	-	-	-	-	1.0	1.0	0.6	0.8
Beverages	-	-	-	-	-	0.8	0.8	0.5	1.0
Household Products	-	-	-	-	-	-	-	0.5	0.7
Personal Products	-	-	-	-	-	-	-	0.7	0.3
	-	0.8	-	-	2.2	5.2	8.2	5.3	9.8
Health Care									
Health Care Providers & Services	_	2.0	0.5	_	0.9	_	3.4	0.7	3.1
	0.4	_	1.0	_	_	1.8	3.2	1.2	3.0
Biotechnology	-	-	0.5	-	_	-	0.5	0.6	1.5
Life Sciences Tools & Services	-	_	_	-	_	0.2	0.2	0.3	0.1
	0.4	2.0	2.0	-	0.9	2.0	7.3	2.8	7.7
Materials									
Chemicals	-	3.1	0.2	-	-	-	3.3	1.9	2.1
Metals & Mining	_	_	-	_	-	1.0	1.0	1.3	0.5
Containers & Packaging	0.5	0.4	-	-	-	-	0.9	-	1.1
Construction Materials	-	0.8	-	-	_	-	0.8	1.2	0.7
	0.5	4.3	0.2	_	_	1.0	6.0	4.4	4.4



## Distribution of the Portfolio continued

as at 31 July 2019

(Gross Asset Exposure expressed as a percentage of Total Shareholders' Funds)

			South				2019	2019	2018
Portfolio	India %	China %	Korea %	Taiwan Sir %	ngapore %	Other %	Total %	Index*	Total %
Energy	70	70	70	70	70	70	70	70	70
Oil, Gas & Consumable Fuels	1.6	1.0	_	-	-	1.4	4.0	4.3	4.5
	1.6	1.0	-	-	-	1.4	4.0	4.3	4.5
Telecommunications Services									
Wireless Telecommunication Services	-	1.1	-	-	-	0.4	1.5	2.2	3.4
Diversified Telecommunication Services	-	-	-	-	-	0.5	0.5	1.9	0.9
	-	1.1	-	-	-	0.9	2.0	4.1	4.3
Exposure before long futures and hedging	22.0	18.7	9.9	8.0	7.7	37.0	103.3		
Add: long futures	-	-	-	-	-	4.2	4.2		-
Less: hedging exposures	-	-	-	-	-	-	_		(1.7)
Gross Asset Exposure - 2019	22.0	18.7	9.9	8.0	7.7	41.2	107.5		
Index - 2019	10.1	37.3	13.8	13.1	4.0	21.7		100.0	
Gross Asset Exposure - 2018	16.5	22.5	9.7	8.2	6.2	35.9	_		99.0

<sup>\*</sup> MSCI All Countries Asia ex Japan Index (net) total return in Sterling terms, the Company's Comparative Index.

## Ten Year Record

For the year ended 31 July	2019	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
Gross Asset Exposure (£m) <sup>1</sup>	347.4	285.2	273.7	232.0	162.9	192.3	167.4	123.8	146.2	121.8	98.1
Shareholders' Funds (£m)	323.0	288.0	280.2	237.5	178.9	172.8	155.8	117.1	141.3	117.2	92.1
NAV per Ordinary Share – undiluted (p)	447.16	419.36	415.17	351.98	265.14	255.99	230.24	195.40	229.21	192.19	151.18
NAV per Ordinary Share – diluted (p)	439.91 <sup>2</sup>	413.642	407.772	n/a	n/a	n/a	n/a	194.70³	223.20 <sup>3</sup>	191.99³	n/a
Ordinary Share Price (p)	455.50	412.00	386.00	313.00	236.88	224.00	204.50	176.00	202.63	175.75	142.25
Subscription Share Price (p)	53.00	23.50	29.50	n/a	n/a	n/a	n/a	6.75	27.13	19.00	n/a
Premium/(Discount) - undiluted (%)	1.9	(1.8)	(7.0)	(11.1)	(10.7)	(12.5)	(11.2)	(9.9)	(11.6)	(8.6)	(5.9)
Premium/(Discount) - diluted (%)	3.5 <sup>2</sup>	$(0.4)^2$	(5.3)2	n/a	n/a	n/a	n/a	(9.6)3	(9.2)3	(8.5)3	n/a
Revenue return per Ordinary Share (p)	10.70	5.70	6.08	5.36	2.26	1.14	1.05	1.45	0.85	0.27	1.49
Dividend per Ordinary Share (p)	8.80	5.50	5.00	4.50	2.00	1.10	1.10	1.00	1.00	nil	1.00
Cost of running the Company (ongoing charges) (%)	0.98	1.17	1.22	1.33	1.42	1.50	1.55	1.46	1.47	1.52	1.65
Gearing (%) <sup>4</sup>	7.5	(1.0)	(2.3)	(2.3)	(9.0)	11.3	7.4	5.7	3.5	3.9	6.5
NAV total return - undiluted (%)	+8.2	+2.2	+19.3	+33.8	+4.0	+11.7	+18.4	-14.3	+19.3	+27.8	+15.7
NAV total return - diluted (%)	+7.92	+2.72	+17.22	n/a	n/a	n/a	n/a	-12.3 <sup>3</sup>	+16.33	+27.73	n/a
Ordinary Share Price total return (%)	+12.3	+8.2	+24.9	+33.3	+6.2	+10.1	+16.8	-12.6	+15.3	+24.3	+20.6
Comparative Index total return (%) <sup>5</sup>	+3.9	+5.7	+28.2	+15.8	+0.3	+5.4	+12.0	-6.6	+16.3	+19.8	+11.0

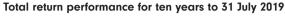
- The value of the portfolio exposed to market price movements. The values prior to 2013 represent total assets less current liabilities, excluding bank loans.
- The dilution relates to the subscription shares that were issued on 2 December 2016 (per Note 16 on page 61).
- The dilution relates to the subscription share offer that closed in June 2013.
- Gross Asset Exposure (less than)/in excess of Total Shareholders' Funds expressed as a percentage of Total Shareholders' Funds (see Note 18 on page 69).
- The Company's Comparative Index since 1 August 2015 is the MSCI All Countries Asia ex Japan Index (net) in Sterling terms. Prior to that date, it was the MSCI All Countries Far East ex Japan Index (net) in Sterling terms.

Sources: Fidelity and Datastream.

Past performance is not a guide to future returns.



# Summary of Performance Charts





- NAV per ordinary share - undiluted

Ordinary share price

 MSCI All Countries Asia ex Japan Index (net) in Sterling terms; and MSCI All Countries Far East ex Japan Index (net) (prior to 1 August 2015, in Sterling terms)

Prices rebased to 100 Sources: Fidelity and Datastream

#### NAV and ordinary share price for ten years to 31 July 2019



Sources: Fidelity and Datastream





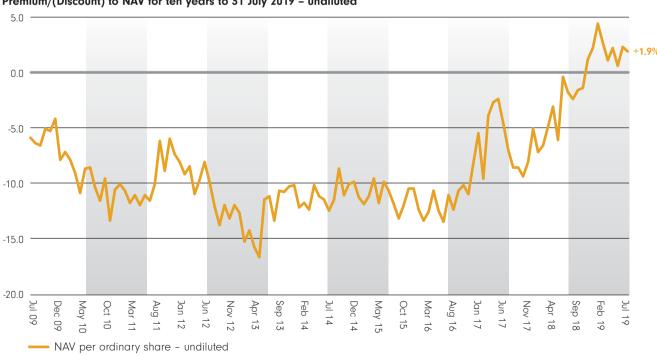
NAV per ordinary share - undiluted

Ordinary share price

 MSCI All Countries Asia ex Japan Index (net) in Sterling terms; and MSCI All Countries Far East ex Japan Index (net) (prior to 1 August 2015, in Sterling terms)

Prices rebased to 100. Sources: Fidelity and Datastream.

#### Premium/(Discount) to NAV for ten years to 31 July 2019 - undiluted



Source: Fidelity.













Kate Bolsover Chairman (since 9 December 2014) Appointed 1 January 2010



Kate Bolsover is a non-executive Director of Montanaro UK Smaller Companies Investment Trust PLC, Baillie Gifford and Company Limited and TR Property Investment Trust PLC. She is also Chairman of Invesco Perpetual Enhanced Income Limited and was the Chairman of Tomorrow's People Trust Limited and a Director of a number of affiliated companies. She worked for Cazenove Group plc and J.P. Morgan Cazenove between 1995 and 2005 where she was Managing Director of the mutual fund business, and latterly Director of Corporate Communications. Prior to this, her work involved business development and mutual funds experience covering countries in the Far East.



**Clare Brady** Director Appointed 1 August 2019



Clare Brady is a governance professional with 30 years' experience in banking and financial services. In the private sector, she headed audit and oversight functions at Barclays Capital, HSBC and Republic National Bank of New York. She was a Managing Director at Deutsche Bank in London and Singapore. In the public sector, she was the Head of Audit at the Bank of England representing the UK on the European Systems of Central Banks ("ESCB") and also at the G10 meetings of Central Banks. She was Auditor General at the World Bank and held the position of Non-Executive Director of the Institute of Internal Auditors ("IIA") and also was a Director of the International Monetary Fund ("IMF"), both in Washington D.C.



**Timothy Scholefield\*** Director Appointed 30 September 2015



Timothy Scholefield is a non-executive Director of BMO Capital and Income Investment Trust PLC, Jupiter Unit Trust Managers Ltd and Standard Life UK Smaller Companies plc. He is Chairman of City Merchants High Yield Trust Ltd and of the Investment Management Certificate Panel. He is also a consultant to Gresham House Asset Management Ltd (formerly known as Livingbridge LLP). He has over thirty years' experience in investment management, latterly as Head of Equities at Baring Asset Management until April 2014. Prior to Baring, he was Head of International Equities at Scottish Widow Investment Partnership Limited. He spent 15 years at Royal & Sun Alliance Investments and rose to the position of Head of Worldwide Equities.



**Philip Smiley** Senior Independent Director (since 30 November 2015) Appointed 1 January 2010



Philip Smiley is Chairman of the PXP Vietnam Emerging Equity Fund Limited and also of the Advisory Board of the Emerging Beachfront Land Investment Fund G.P. Limited. He has 31 years of experience of working in the Asia Pacific region, including several years with the Hong Kong Government (Civil Service Branch and the Economic Services Branch) followed by five years with the W.I. Carr Group, latterly as Managing Director of W.I. Carr (Far East) Limited in Hong Kong and group Director of Finance in London. Between 1991 and 2001 he was Managing Director and country Head of Jardine Fleming in Korea, where he was also elected Chairman of the British Chamber of Commerce, and then in Singapore, where he was appointed to the Stock Exchange Review Committee. From 2001 to 2005 he was group country Chairman of Jardine Matheson in Thailand and Indochina.



**Grahame Stott** Appointed 24 September 2013



Grahame Stott is Chairman of the Management Board of the Institute and Faculty of Actuaries. He is also a non-executive Director and Chairman of the Audit Committee and the Remuneration Committee of China Motor Bus Company Limited. He is a Fellow of the Institute and Faculty of Actuaries and an Affiliate of the ACCA. He has considerable consultancy experience and insight into the intermediary market. He spent 20 years at Watson Wyatt in Hong Kong, during which time he became the regional Director for 12 countries across Asia Pacific. He also served as the Head of Watson Wyatt's Global Investment Consulting Business. His background is in working with fast growing listed companies.



Michael Warren\* Director Appointed 29 September 2014



Michael Warren is a non-executive Director of Carrington Investments and an advisor to Gresham House Asset Management Ltd (formerly known as Livingbridge LLP). He is also expected to join the board of Rathbones Unit Trust Management Ltd from 1 October 2019. He is a past non-executive Director of Liontrust Panthera, Alquity Investment Management Ltd and Vindependents. He worked for Thames River Capital from 2007 until 2012 as Investment Director. Prior to that he worked at HSBC Investments, where he was responsible for Institutional and Retail distribution, and before that at Deutsche Asset Management, where he was a main board member. Latterly, he has served as Managing Director of the UK mutual fund business, DWS.

All Directors are non-executive Directors and all are independent.

\* Timothy Scholefield and Michael Warren both currently hold senior positions at Gresham House Asset Management Ltd.

#### Committee membership key















## Directors' Report

The Directors have pleasure in presenting their report and the audited Financial Statements of the Company for the year ended 31 July 2019.

The Company was incorporated in England and Wales as a public limited company on 2 April 1996 under the registered number 3183919 and commenced business as an investment trust on 13 June 1996.

#### **Management Company**

FIL Investment Services (UK) Limited ("FISL") is the Company's appointed Alternative Investment Fund Manager (the "AIFM"/"Manager"). FISL, as the Manager, has delegated the portfolio management of assets and the role of the company secretary to FIL Investments International.

The Alternative Investment Fund Management and Secretarial Services Agreement (the "Management Agreement") will continue unless and until terminated by either party giving to the other not less than six months' notice in writing. However, it may be terminated without compensation if the Company is liquidated, pursuant to the procedures laid down in the Articles of Association of the Company. It may also be terminated forthwith as a result of a material breach of the Management Agreement or on the insolvency of the Manager or the Company. In addition, the Company may terminate the Management Agreement by sixty days' notice if the Manager ceases to be a subsidiary of FIL Limited.

The Board reviews the Management Agreement at least annually and details are included in the Corporate Governance Statement on page 34.

#### **Fee Arrangement**

The Company adopted a new variable fee arrangement which was effective on 1 August 2018 and provides an overall reduction from the previous tiered fee structure.

The new fee replaced the previous tiered fee structure which was 0.90% on the first £200 million of gross assets and 0.85% on gross assets over £200 million. The headline base management fee of 0.90%/0.85% of gross assets reduced to 0.70% of net assets per annum with a +/- 0.20% variation based on performance relative to the MSCI All Countries Asia ex Japan Index (net) (in Sterling terms) which is the Company's current Comparative Index. The variable element of the fee was effective from 1 November 2018 so that a three month performance history could be established on which the variable fee can be calculated. The performance history will in time build up to a period of three years, after which the performance period will start to roll. The variable element of the fee will increase or decrease 0.033% for each percentage point of 3 year NAV per share outperformance or underperformance over the Comparative Index to a maximum of +0.20% or a minimum of -0.20%. Therefore, the maximum fee that the Company will now pay is 0.90% of net assets, but if the Company underperforms against the Comparative Index, then the overall fee could fall as low as 0.50% of net assets.

Assuming that shareholders vote in favour of the resolution to amend the Investment Policy and the MSCI All Countries Asia Ex Japan Small Cap Index (net) (in Sterling terms) is adopted as the new Comparative Index, there will be no impact to any fees accrued until the date of the change; however thereafter over or under performance will be measured against the new Comparative Index with effect from 1 February 2020 (the start of the second half of the Company's reporting year). The performance of the portfolio is expected to correspond more closely to the proposed new Comparative Index over time, which should lead to reduced volatility in the amount of the variable management fee.

There are no limitations or restrictions on the Board's ability to buy back shares and any increase to NAV (performance attribution) from the repurchase or issue of shares will be removed from the fee calculation, so that the Manager cannot benefit from performance outside of portfolio management

There is no change in the investment process as a result of the new fee arrangement.

In addition, the Company pays the Manager a secretarial and administration fee of £75,000 per annum.

#### The Board

All Directors, with the exception of Clare Brady, served on the Board throughout the year ended 31 July 2019 and up to the date of this report. Clare Brady was appointed to the Board on 1 August 2019. A brief description of all serving Directors is shown on page 28 and indicates their qualifications for Board membership.

#### Directors' and Officers' Liability Insurance

In addition to the benefits under the Manager's global Directors' and Officers' liability insurance arrangements, the Company maintains additional insurance cover for its Directors under its own policy as permitted by the Companies Act 2006.

#### **Going Concern Statement**

The Directors have considered the Company's investment objective, risk management policies, liquidity risk, credit risk, capital management policies and procedures, the nature of its portfolio (being mainly securities which are readily realisable) and its expenditure and cash flow projections, and have concluded that the Company has adequate resources to continue to adopt the going concern basis for at least twelve months from the date of this Annual Report. The prospects of the Company over a period longer than twelve months can be found in the Viability Statement on pages 17 and 18.

#### **Auditor's Appointment**

A resolution to reappoint Ernst & Young LLP as Auditor to the Company will be proposed at the AGM on 6 December 2019.

#### Disclosure of Information to the Company's Auditor

As required by Section 418 of the Companies Act 2006, each Director in office as at the date of this report confirms that:

- (a) so far as each Director is aware, there is no relevant audit information of which the Company's Auditor is unaware; and
- (b) each Director has taken all the steps that ought to have been taken as a Director to make himself/herself aware of any audit information, and to establish that the Company's Auditor is aware of that information.











# Directors' Report continued

#### **Corporate Governance**

The Corporate Governance Statement forms part of this report and can be found on pages 32 to 35.

#### Registrar, Custodian and Depositary Arrangements

The Company has appointed Link Asset Services as its Registrar to manage the Company's share register, JPMorgan Chase Bank as its Custodian, which is primarily responsible for safeguarding the Company's assets, and J.P. Morgan Europe Limited, under a tri-partite agreement, as its Depositary, which is primarily responsible for the oversight of the custody of investment funds and the protection of investors' interests. Fees paid to these service providers are disclosed in Note 5 on page 55.

#### **Share Capital**

The Company's share capital comprises ordinary shares of 25 pence each and subscription shares of 0.001 pence each, both of which are fully listed on the London Stock Exchange. As at 31 July 2019, the issued share capital of the Company was 72,233,453 ordinary shares (2018: 68,669,402) and 11,103,030 subscription shares (2018: 12,316,033). No shares are held in Treasury.

Each ordinary share in issue carries one vote. The subscription shares do not carry voting rights.

#### Premium/Discount Management: Enhancing Shareholder Value

The Board recognises the importance of the relationship between the Company's share price and the NAV per share and monitors this closely. It seeks authority from shareholders each year to issue shares at a premium or to repurchase shares at a discount to the NAV, either for cancellation or for holding in Treasury. The Board will only exercise these authorities if deemed to be in the best interests of shareholders at the time.

#### **Bonus Issue of Subscription Shares**

1,213,003 ordinary shares were issued on 30 November 2018, as a result of the second exercise of the rights attached to the subscription shares (2018: 1,181,189). No further subscription shares have been issued since then. As at the date of this report, there are 11,103,030 subscription shares remaining to be exercised (2018: 12,316,033); notice to exercise may be given in the 25 business days prior to the final date which is on 29 November 2019. The final exercise price is 392.75 pence per share (made up of the published NAV of 366.88 pence per ordinary share on 2 December 2016 plus a premium of 7%, rounded to the nearest quarter penny). Further details can be found on the Company's website and on page 77 of this report.

#### **Ordinary Share Issues**

The Company's shares were trading at a sustained level of premium since December 2018, therefore the Board applied for a block listing authority for 6,866,940 ordinary shares which was the maximum allowed under the Company's current authority as approved by shareholders at the Annual General Meeting on 13 December 2018. The block listing was effective on 8 February 2019. Since then and up to 31 July 2019, 2,351,048 ordinary shares have been issued from this block listing. Since the end of the reporting year and as at the date of this Annual Report, a further 265,981 ordinary shares have been issued from the block listing. The authorities to issue ordinary shares and to disapply pre-emption rights and to issue shares from Treasury expire at this year's AGM, therefore resolutions renewing these authorities will be put to shareholders at the AGM on 6 December 2019.

#### **Ordinary Share Repurchases**

No ordinary shares were repurchased for cancellation or for holding in Treasury during the year ended 31 July 2019 (2018: nil) and none have been repurchased since then and as at the date of this report.

The authority to repurchase ordinary shares expires at the forthcoming AGM and a special resolution to renew the authority to purchase shares for cancellation, or to hold them in Treasury, will therefore be put to shareholders at the AGM on 6 December 2019.

#### **Subscription Share Repurchases**

No subscription shares were repurchased for cancellation during the year ended 31 July 2019 (2018: nil) and up to the date of this report.

#### **Substantial Share Interests**

As at 31 July 2019 and 31 August 2019, the shareholders listed below held more than 3% of the issued ordinary share capital of the Company.

#### Additional Information required in the Directors' report

Information on proposed dividends, financial instruments and greenhouse emissions is set out in the Strategic Report on pages 14 to 18.

Shareholders	31 July 2019 %	31 August 2019 %
Fidelity Platform Investors	15.42	15.36
Hargreaves Lansdown	7.91	7.86
Charles Stanley	6.51	6.60
Rathbones	4.00	4.18
Interactive Investor	3.57	3.49
Alliance Trust Savings	3.15	3.07



#### **ANNUAL GENERAL MEETING**

## THIS SECTION IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the action you should take, you should seek your own personal financial advice from your stockbroker, bank manager, solicitor or other financial adviser authorised under the Financial Services and Markets Act 2000.

#### Fidelity Platform Investors - Voting at AGMs

If you hold your shares in the Company through the Fidelity Platform, then Fidelity passes on to you the right to attend and vote at the Company's AGM on the proposed resolutions. Investors may vote online and register their intention to attend the AGM via the Broadridge Service (a company that specialises in investor voting facilities) as explained in previous correspondence from Fidelity. Investors can sign up to this facility via their Fidelity Investor Account. Those Platform Investors who are unable to vote online are very welcome to attend the AGM and vote in person.

#### **Paperless Proxy Voting**

Link Asset Services also provide an online process for voting on the resolutions to be proposed at the Company's AGM. Details of how this works are included in the Notes to the Notice of Meeting on pages 73 and 74. There is an option to contact the Registrar to receive a paper proxy should this be preferred or required.

If you have sold, transferred or otherwise disposed of all your shares in the Company, you should pass this document, together with any accompanying documents, as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for onward transmission to the purchaser or transferee.

At the AGM on 6 December 2019, resolutions will be proposed relating to the items of business set out in the Notice of Meeting on pages 72 and 73, including the items of special business summarised below.

#### **Authority to Allot Shares**

Resolution 12 is an ordinary resolution and provides the Directors with a general authority to allot securities in the Company up to an aggregate nominal value of £1,812,486. If passed, this resolution will enable the Directors to allot a maximum of 7,249,943 ordinary shares which represents approximately 10% of the issued ordinary share capital of the Company (including Treasury shares) as at 14 October 2019, and to impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with Treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter. The Directors would not intend to use this power unless they considered that it was in the interests of shareholders to do so. Any shares issued would be at no less than NAV per share or at a premium to NAV per share.

#### **Authority to Disapply Pre-emption Rights**

Resolution 13 is a special resolution disapplying pre-emption rights and granting authority to the Directors, without the need

for further specific shareholder approval, to make allotments of equity securities or sale of Treasury shares for cash up to an aggregate nominal value of £1,812,486 (including Treasury shares) (approximately 10% of the issued ordinary share capital of the Company as at 14 October 2019 and equivalent to 7,249,943 ordinary shares).

#### **Authority to Repurchase Ordinary Shares**

Resolution 14 is a special resolution which renews the Company's authority to purchase up to 14.99% (10,867,665) of the ordinary shares in issue (excluding Treasury shares) on 14 October 2019, either for immediate cancellation or for retention as Treasury shares, at the determination of the Directors. Once shares are held in Treasury, the Directors may only dispose of them in accordance with the relevant legislation by subsequently selling the shares for cash or by cancelling the shares. Purchases of ordinary shares will be made at the discretion of the Directors and within guidelines set from time to time by them in the light of prevailing market conditions. Purchases will only be made in the market at prices below the prevailing NAV per share.

## Changes to the Company's Investment Objective, Investment Policy, Comparative Index and Peer Group

Resolution 15 is an ordinary resolution which, if approved, allows changes to the Company's Investment Objective, Investment Policy, Comparative Index and the Peer Group. Details of the proposed changes can be found in the Chairman's Statement and also in the Appendix to the Notice of Meeting on pages 75 and 76.

Recommendation: The Board considers that each of the resolutions is likely to promote the success of the Company and is in the best interests of the Company and its shareholders as a whole. The Directors unanimously recommend that you vote in favour of the resolutions as they intend to do in respect of their own beneficial holdings.

By Order of the Board **FIL Investments International**Secretary

14 October 2019









# Corporate Governance Statement

The Corporate Governance Statement forms part of the Directors' Report. The Company is committed to maintaining high standards of corporate governance. Accordingly, the Board has put in place a framework for corporate governance which it believes is appropriate for an investment company.

#### **Corporate Governance Codes**

The Board follows the principles of the UK Corporate Governance Code (the "UK Code") issued by the Financial Reporting Council (the "FRC") in 2016 and the AlC's Code of Corporate Governance (the "AlC Code") issued by the Association of Investment Companies (the "AlC") in 2016. The FRC has confirmed that investment companies which report against the AlC Code and which follow the AlC Guide on Corporate Governance will meet their obligations under the UK Code and paragraph 9.8.6 of the Listing Rules. This statement, together with the Statement of Directors' Responsibilities on page 39, set out how the principles have been applied.

The AIC Code and the AIC Guide can be found on the AIC's website at **www.theaic.co.uk** and the UK Code can be found on the FRC's website at **www.frc.org.uk**.

### **Statement of Compliance**

The Company has complied with the recommendations of the AIC Code and the relevant provisions of the UK Code for the year under review and up to the date of this report, except in relation to the UK Code provisions relating to the role of the chief executive; executive directors' remuneration; and the need for an internal audit function. For the reasons set out in the AIC Guide, and as explained in the UK Code, the Board considers that these provisions are not relevant to the position of the Company as it is an externally managed investment company and has no executive directors, employees or internal operations.

### THE BOARD

### **Board Composition**

The Board, chaired by Kate Bolsover, consists of six non-executive Directors as at the date of this Annual report. The Directors believe that, between them, they have good knowledge and wide experience of business in Asia and of investment companies and that the Board has an appropriate balance of skills, experience, independence and knowledge of the Company and length of service to discharge its duties and provide effective strategic leadership and proper governance of the Company.

Philip Smiley is the Senior Independent Director and fulfils the role of sounding board for the Chairman, intermediary for the other Directors as necessary and he acts as a channel of communication for shareholders in the event that contact through the Chairman is inappropriate.

Biographical details of all the Directors are on page 28.

#### **Board Responsibilities and Board Meetings**

The Board has overall responsibility for the Company's affairs and for promoting the long-term success of the Company. All matters which are not delegated to the Company's Manager under the Management Agreement are reserved for the Board's decision. Matters reserved for the Board and considered at meetings include decisions on strategy, management, structure, capital, share issues, share repurchases, gearing, financial reporting, risk management, investment performance, share price discount, corporate governance, Board appointments and the appointments of the Manager and the Company Secretary. The Board also considers shareholder issues including communication and investor relations.

All Directors are independent of the Manager and considered to be free from any relationship which could materially interfere with the exercise of their independent judgement. The Board follows a procedure of notification of other interests that may arise as part of considering any potential conflicts and is satisfied that none have arisen in the year under review.

All Directors are able to allocate sufficient time to the Company to discharge their responsibilities fully and effectively. Each Director is entitled to take independent professional advice, at the Company's expense, in the furtherance of their duties.

The Board considers that it meets sufficiently regularly to discharge its duties effectively and the table on page 33 gives the attendance record for the meetings held during the reporting year. The Portfolio Manager and key representatives of the Manager are in attendance at these meetings. Between these meetings there is regular contact with the Manager and other meetings are arranged as necessary. Additionally, Board Committees and sub-groups meet to pursue matters referred to them by the Board and the Chairman is in contact with the other Directors regularly without representatives of the Manager being present.

In addition to the formal Board and Committee meetings, the Board undertakes a due diligence trip to Asia every other year. During this trip, the Board meets with the management of existing and potential investee companies alongside the Portfolio Manager. The Board also meets with Fidelity's research and analyst teams. The next due diligence trip will take place in March 2020. The Board also holds a regular strategy meeting every alternate year that it is not in Asia for the due diligence trip. This allows an opportunity for the Board to focus on specific strategic matters.



	Regular Board Meetings	Audit Committee Meetings	Management Engagement Committee Meetings	Nomination Committee Meetings
Kate Bolsover <sup>1</sup>	4/4	1/1	1/1	1/1
Clare Brady <sup>2</sup>	n/a	n/a	n/a	n/a
Timothy Scholefield	4/4	3/3	1/1	1/1
Philip Smiley	4/4	3/3	1/1	1/1
Grahame Stott	4/4	3/3	1/1	1/1
Michael Warren	4/4	3/3	1/1	1/1

- 1 Stepped down as a member of the Audit Committee on 19 September 2018.
- 2 Appointed on 1 August 2019.

Figures indicate those meetings for which each Director was eligible to attend and attended in the year. Regular Board meetings exclude ad hoc meetings for formal approvals as well as the due diligence trip to Asia.

Since the end of the reporting period, the Directors have also had a Management Engagement Committee meeting at which they reviewed the performance of the Manager and the terms of the Company's Management Agreement.

### **Company Secretary**

The Board has access to the advice and services of the Company Secretary. The Company Secretary is responsible to the Board for ensuring Board procedures are followed and that applicable rules and regulations are complied with.

## Changes to the Board

Changes to the Board take place in accordance with the Companies Act 2006, the Company's Articles of Association and the AIC Code. The Nomination Committee is responsible for identifying possible candidates. However, any proposal for a new Director is discussed and approved by the entire Board.

### **Director Training**

Upon appointment, each Director is provided with all relevant information regarding the Company and receives training on the investment operations and administration functions of the Company, together with a summary of their duties and responsibilities to the Company. Directors also receive regular briefings from, amongst others, the AIC, the Company's Auditor and the Company Secretary, regarding any proposed developments or changes in law or regulations that affect the Company and/or the Directors.

### **Election and Re-Election of Directors**

All newly appointed Directors stand for election by the shareholders at the AGM following their appointment by the Board. All other Directors are subject to annual re-election. Directors standing for election and re-election at this year's AGM are accompanied by sufficient biographical details on page 28 to enable shareholders to make an informed decision. The terms and letters of appointment of Directors are available for inspection at the registered office of the Company and will be available prior to the AGM.

### **Board Evaluation**

An annual evaluation of the Board, its Directors and its Committees is undertaken and takes the form of written auestionnaires and discussions. The performance of the Chairman is evaluated by the other Directors. The results of these evaluations are discussed by the Board and the process is considered to be constructive in terms of identifying areas for improving the functioning and performance of the Board and its Committees and action is taken on the basis of these results. The Board considers tenure as one of the matters under review during the evaluation process. A Director may serve for more than nine years, provided that the Director is considered by the Board to continue to be independent. The Board has a policy that a Chairman must step down after nine years in that role but may remain thereafter as a Director, subject to annual re-election. As mentioned in the Chairman's Statement the Board will be refreshing its membership and it is expected that Philip Smiley will retire in the coming year.

### **Directors' Remuneration and Share Interests**

Details of Directors' remuneration and share interests are disclosed in the Directors' Remuneration Report on pages 37 and 38.

## **BOARD COMMITTEES**

The Board has three Committees through which it discharges certain of its corporate governance responsibilities. These are the Audit Committee, the Management Engagement Committee and the Nomination Committee. Terms of reference of each Committee can be found on the Company's pages of the Manager's website at **www.fidelityinvestmenttrusts.com**.

### **Audit Committee**

The Audit Committee is chaired by Grahame Stott and consists of all of the Directors, except for Kate Bolsover who stepped down as a member on 19 September 2018. This is in line with the recommendation of the 2018 UK Corporate Governance Code that a chairman of a board should not be a member of an audit committee. Mrs Bolsover will generally be invited to attend









# Corporate Governance Statement continued

the Audit Committee meetings. Full details are disclosed in the Report of the Audit Committee on pages 40 to 42.

### **Management Engagement Committee**

### Composition

The Management Engagement Committee is chaired by Timothy Scholefield and consists of all of the Directors.

### **Role and Responsibilities**

The Committee is charged with reviewing and monitoring the performance of the Manager and ensuring that the terms of the Company's Management Agreement remain competitive and reasonable for shareholders. It meets at least once a year and reports to the Board, making recommendations where appropriate.

### **Manager's Reappointment**

Ahead of the AGM, the Committee has reviewed the performance of the Manager and the current fee structure and also that of its peers. The Committee noted the Company's good long term performance and the commitment, quality and continuity of the team responsible for the Company and concluded that it was in the interests of shareholders that the appointment of the Manager should continue. Details of the fee structure for the year ended 31 July 2019 is in the Directors' Report on page 29.

### **Nomination Committee**

### Composition

The Nomination Committee is chaired by Kate Bolsover and consists of all of the Directors.

### **Role and Responsibilities**

The Committee is charged with nominating new Directors for consideration by the Board, and in turn for approval by shareholders. The search for a candidate is carried out against a set of objective criteria, with due regard for the benefits of diversity on the Board, including gender. New Directors are appointed on the basis of merit and this process has led to a diverse Board membership. External consultants may be used to identify potential candidates and this was the case for the appointment of Clare Brady for whom the services of Fletcher Jones, who have no connection with the Company, were engaged to assist the Board in recruiting a new independent non-executive director.

The Committee meets at least once a year and reviews the composition, size and structure of the Board and makes recommendations to the Board as appropriate. It is also responsible for succession planning and for Directors' appointments.

The Committee also considers the election and re-election of Directors ahead of each AGM. For the forthcoming AGM, it has considered the performance and contribution to the Company of each Director subject to re-election and concluded that each Director has been effective and continues to demonstrate commitment to their role. Accordingly, the Committee has recommended their continued service to the Board. Clare Brady, being newly appointed, is subject to election by the shareholders at the forthcoming AGM.

### **ACCOUNTABILITY AND AUDIT**

### **Financial Reporting**

Set out on page 39 is a statement by the Directors of their responsibilities in respect of the preparation of the Annual Report and Financial Statements. The Independent Auditor has set out its reporting responsibilities within its Report on pages 43 to 47.

The Board has a responsibility to present a fair, balanced and understandable assessment of annual and half-yearly financial statements, other price sensitive public reports and reports to regulators, and to provide information required to be presented by statutory requirements. All such reports are reviewed by the Audit Committee and approved by the Board prior to their issue to ensure that this responsibility is fulfilled.

### **Risk Management and Internal Controls**

The Board is responsible for the Company's systems of risk management and internal controls and for reviewing their effectiveness. The review takes place at least once a year. Such systems are designed to manage rather than eliminate risk of failure to achieve business objectives and can only provide reasonable, but not absolute, assurance against material misstatement or loss.

The Board determines the nature and extent of any risks it is willing to take in order to achieve its strategic objectives. It is responsible for the design, implementation and maintenance of controls and procedures to safeguard the assets of the Company although these tasks have been delegated on a day-to-day basis to the Manager. The system extends to operational and compliance controls and risk management. Clear lines of accountability have been established between the Board and the Manager. The Manager provides regular reports on controls and compliance issues to the Audit Committee and the Board. In carrying out its review, the Audit Committee has regard to the activities of the Manager, the Manager's compliance and risk functions and the work carried out by the Company's Auditor. The review also includes consideration of similar internal controls reports issued by other service providers.

The Board, assisted by the Manager, has undertaken a rigorous risk and controls assessment. It confirms that there is an effective ongoing process in place to identify, evaluate and manage the Company's principal business and operational risks, and that it has been in place throughout the year ended 31 July 2019 and up to the date of this report. This process is in accordance with the FRC's "Risk Management, Internal Control and Related Financial Business Reporting" guidance.

The Board has reviewed the need for an internal audit function and has determined that the systems and procedures employed by the Manager, which are subject to inspection by the Manager's internal and external audit processes, provide sufficient assurance that a sound system of internal controls is maintained to safeguard shareholders' investments and the Company's assets. An internal audit function, specific to the Company, is therefore considered unnecessary. The Audit Committee meets the Manager's internal audit representative at least once a year. It receives a summary of the Manager's externally audited internal controls report on an annual basis.



### Whistle-Blowing Procedure

Part of the Manager's role in ensuring the provision of a good service, pursuant to the Management Agreement, includes the ability for employees of Fidelity to raise concerns through a workplace concerns escalation policy (or "whistle-blowing procedure"). Fidelity has advised the Board that it is committed to providing the highest level of service to its customers and to applying the highest standards of quality, honesty, integrity and probity. The aim of the policy is to encourage employees and others working for Fidelity to assist the Company in tackling fraud, corruption and other malpractice within the organisation and in setting standards of ethical conduct. This policy has been endorsed accordingly by the Board.

### **Bribery Act 2010**

The Company is committed to carrying out business fairly, honestly and openly. The Board recognises the benefits this has to reputation and business confidence. The Board, the Manager, the Manager's employees and others acting on the Company's behalf, are expected to demonstrate high standards of behaviour when conducting business.

The Board acknowledges its responsibility for the implementation and oversight of the Company's procedures for preventing bribery, and the governance framework for training, communication, monitoring, reporting and escalation of compliance together with enforcing action as appropriate. The Board has adopted a zero tolerance policy in this regard.

### **Criminal Finances Act 2017**

The Company is subject to the Criminal Finances Act 2017 and follows a zero tolerance policy to tax evasion and its facilitation. The Directors are fully committed to complying with all legislation and appropriate guidelines designed to prevent tax evasion and the facilitation of tax evasion in the jurisdictions in which the Company, its service providers, counterparties and business partners operate.

### Responsibility as an Institutional Shareholder

The Board has adopted the Manager's Principles of Ownership in relation to investments. These Principles include the pursuit of an active investment policy through portfolio management decisions, voting on resolutions at general meetings and maintaining a continuing dialogue with the management of investee companies. Fidelity is a signatory to the UK Stewardship Code setting out the responsibilities of institutional shareholders and agents. Further details of the Manager's Principles of Ownership and voting may be found at www.fidelity.co.uk.

### **Relations with Shareholders**

Communication with shareholders is given a high priority by the Board and it liaises with the Manager and the Company's broker who are in regular contact with the Company's major institutional investors to canvass shareholder opinion and to communicate its views to shareholders. All Directors are made aware of shareholders' concerns and the Chairman, the Senior Independent Director and, where appropriate, other Directors, are available to meet with shareholders to discuss strategy and governance. The Board regularly monitors the shareholder profile of the Company and receives regular reports from the Manager on meetings attended with shareholders and any

concerns raised in such meetings. The Board aims to provide the maximum opportunity for dialogue between the Company and shareholders. If any shareholder wishes to contact a member of the Board directly they should either email the Company Secretary at <code>investmenttrusts@fil.com</code> or write to the address provided on page 79. The Company Secretary will attend to any enquiries promptly and ensure that they are directed to the Chairman, Senior Independent Director or the Board as a whole, as appropriate.

The Board encourages all shareholders to attend the AGM on 6 December 2019 at which they will have the opportunity to meet and address questions to the Chairman and other members of the Board, the Portfolio Manager and representatives of the Manager. Fidelity Platform investors who attend the AGM will be able to vote in person.

The Notice of Meeting on pages 72 to 76 sets out the business of the AGM and the special business resolutions are explained more fully on page 31 of the Directors' Report. A separate resolution is proposed on each substantially separate issue including the Annual Report and Financial Statements. The Notice of Meeting and related papers are sent to shareholders at least 20 working days before the Meeting.

### Voting rights in the Company's shares

Every person entitled to vote on a show of hands has one vote. On a poll every shareholder who is present in person or by proxy or representative has one vote for every ordinary share held. At general meetings all proxy votes are counted and, except where a poll is called, proxy voting is reported for each resolution after it has been dealt with on a show of hands. The proxy voting results are disclosed on the Company's pages of the Manager's website at **www.fidelityinvestmenttrusts.com**.

### Articles of Association

Changes to the Company's Articles of Association must be made by special resolution.

On behalf of the Board

Kate Bolsover

**Kate Bolsover** Chairman 14 October 2019









# Directors' Remuneration Report

#### **Chairman's Statement**

The Directors' Remuneration Report for the year ended 31 July 2019 has been prepared in accordance with the Large & Medium-sized Companies & Groups (Accounts & Reports) (Amendment) Regulations 2013 (the "Regulations"). As the Board is comprised entirely of non-executive Directors and has no chief executive officer and employees, many parts of the Regulations, in particular those relating to chief executive officer pay and employee pay, do not apply and are therefore not disclosed in this report.

An ordinary resolution to approve the Directors' Remuneration Report (excluding the Remuneration Policy) will be put to shareholders at the AGM on 6 December 2019. The Company's Auditor is required to audit certain sections of this report and where such disclosures have been audited, the specific section has been indicated as such. The Auditor's opinion is included in its report on pages 43 to 47.

#### **Directors' Remuneration**

The fee structure with effect from 1 August 2019 is as follows: Chairman: £36,000 (2018: £34,000); Chairman of the Audit Committee: £30,000 (2018: £28,000); and Directors: £26,000 (2018: £25,000). Increases in Directors' remuneration are made to ensure that fees remain competitive and sufficient to attract and retain the quality of Directors needed to manage the Company successfully.

### The Remuneration Policy

The Remuneration Policy is subject to a binding vote, in the form of an ordinary resolution, at every third AGM. A binding vote means that if it is not successful the Board will be obliged to revise the policy and seek further shareholder approval at a General Meeting specially convened for that purpose. The current policy, was last approved at the AGM in 2017 and is set out below.

The Company's Articles of Association limit the aggregate fees payable to each Director to £50,000 per annum. Subject to this overall limit, it is the Board's policy to determine the level of Directors' fees having regard to the time spent by them on the Company's affairs; the level of fees payable to non-executive directors in the industry generally; the requirement to attract and retain individuals with suitable knowledge and experience; and the role that individual Directors fulfil. Other than fees and reasonable out-of-pocket expenses incurred in attending to the affairs of the Company, the Directors are not eligible for any performance related pay or benefits, pension related benefits, share options, long-term incentive schemes or other taxable benefits. The Directors are not entitled to exit payments and are not provided with any compensation for loss of office. Directors fees are paid monthly in arrears. Directors do not serve a notice period if their appointment were to be terminated.

The level of Directors' fees is determined by the whole Board. Directors do not vote on their own individual fees. The Board reviews the Company's Remuneration Policy and implementation on an annual basis. Reviews are based on information provided by the Company's Manager and research from third parties and it includes information on the fees of other similar investment trusts.

No Director has a service contract with the Company. New Directors are provided with a letter of appointment which, amongst other things, provides that their appointment is subject to the Companies Act 2006 and the Company's Articles of Association. Copies of the Directors' letters of appointment are available at each of the Company's AGM and can be obtained from the Company's registered office.

The Company's Remuneration Policy will apply to new Board members, who will be paid at the equivalent amount of fees as current Board members.

### **Voting on the Remuneration Policy**

The Remuneration Policy (the "Policy"), as set out above, was approved at the AGM on 7 December 2017 with 98.72% of votes cast in favour, 0.90% of votes cast against and 0.38% of votes withheld. The next vote will be put to shareholders at the AGM in 2020. The Policy has been followed throughout the year ended 31 July 2019 and up to the date of this report.

### **Voting on the Directors' Remuneration Report**

At the AGM held on 13 December 2018, 99.76% of votes were cast in favour of the Directors' Remuneration Report for the year ended 31 July 2018, 0.24% of votes were cast against and no votes were withheld.

The Director's Remuneration Report for the year ended 31 July 2019 will be put to shareholders at the AGM on 6 December 2019, and the votes cast will be disclosed on the Company's pages of the Manager's website at:

www.fidelityinvestmenttrusts.com

### Single Total Figure of Remuneration

The single total aggregate Directors' remuneration for the year under review was £138,409 (2018: £131,545). This includes expenses incurred by Directors in attending to the affairs of the Company and which are considered by HMRC to be a taxable expense. Information on individual Directors' fees and taxable Directors' expenses are shown in the table on the next page.

	2020	2019	2019	2019	2018	2018	2018
			Taxable			Taxable	
	Projected	Fees	Expenses	Total	Fees	Expenses	Total
	Total	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
	$(\mathfrak{Z})$	(£)	(£)	(£)	(£)	(£)	(£)
Remuneration of Directors							
Kate Bolsover	36,000	34,000	780	34,780	32,000	509	32,509
Clare Brady <sup>1</sup>	26,000	n/a	n/a	n/a	n/a	n/a	n/a
Timothy Scholefield	26,000	25,000	238	25,238	24,000	-	24,000
Philip Smiley	26,000	25,000	391	25,391	24,000	337	24,337
Grahame Stott	30,000	28,000	-	28,000	26,500	-	26,500
Michael Warren	26,000	25,000	-	25,000	24,000	199	24,199
Total	170,000	137,000	1,409	138,409	130,500	1,045	131,545
1 1 111 111							

<sup>1</sup> Appointed 1 August 2019.

# Expenditure on Remuneration and Distributions to Shareholders

The table below shows the total amount paid out in Directors' remuneration and distributions to shareholders. The projected Directors' remuneration for the year ending 31 July 2020 is disclosed in the table opposite.

	31 July 2019 £	31 July 2018 £
Expenditure on Directors' Remuneration:		
Fees and taxable expenses	138,409	131,545
Distribution to Shareholders:		
Dividend payments	3,777,000	3,374,000

# Total return performance for ten years to 31 July 2019



NAV per ordinary share - undiluted

Ordinary share price

MSCI All Countries Asia ex Japan Index (net) in Sterling terms; and
 MSCI All Countries Far East ex Japan Index (net) (prior to 1 August 2015, in Sterling terms)

Prices rebased to 100 Sources: Fidelity and Datastream



# Directors' Remuneration Report continued

#### **Performance**

The Company's objective is to achieve long-term capital growth principally from the stockmarkets of the Asian Region excluding Japan. The Company's performance is measured against the return of the MSCI All Countries Asia ex Japan Index (net) (in Sterling terms) as this is considered to be the most appropriate Comparative Index in respect of its asset allocation. The graph on page 37 shows performance over ten years to 31 July 2019.

### Directors' Interest in the Company's Ordinary Shares and Subscription Shares

Although there is no requirement for the Directors to hold shares in the Company, shareholdings by Directors is encouraged. The table below shows the interests of the Directors in the ordinary and subscription shares of the Company. All of the shareholdings are beneficial

### **Directors' Shareholdings (Audited)**

34, 31, 34,			
	31 July 2019	31 July 2018	Change during year
Oudin and Change	2017	2010	
Ordinary Shares			
Kate Bolsover <sup>1</sup>	15,452	15,250	202
Clare Brady <sup>2</sup>	n/a	n/a	
Timothy Scholefield	10,000	10,000	_
Philip Smiley	2,500	2,500	_
Grahame Stott	20,000	20,000	-
Michael Warren <sup>3</sup>	6,000	4,000	2,000
Subscription Shares			
Kate Bolsover	3,049	3,049	-
Clare Brady <sup>2</sup>	n/a	n/a	-
Timothy Scholefield	2,000	2,000	_
Philip Smiley	500	500	_
Grahame Stott	11,000	11,000	
Michael Warren	800	800	-

- 1 Dividend reinvestment plus sale and purchase of ordinary shares.
- 2 Appointed 1 August 2019.
- 3 Purchase of ordinary shares.

The Portfolio Manager also holds shares in the Company.

Clare Brady has purchased 2,500 ordinary shares in the Company since the end of the reporting year.

On behalf of the Board

Kate Bolsover

Chairman

14 October 2019



# Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual Report and the 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 they have elected to prepare the Financial Statements in accordance with UK Generally Accepted Accounting Practice, including FRS 102: The Financial Reporting Standard applicable in the UK and Republic of Ireland. The Financial Statements are required by law to give a true and fair view of the state of affairs of the Company and of the profit or loss for the period.

In preparing these Financial Statements the Directors are required to:

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

The Directors are responsible for ensuring that adequate accounting records are kept which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the Financial Statements 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.

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

The Directors have delegated responsibility to the Manager for the maintenance and integrity of the corporate and financial information included on the Company's pages of the Manager's website at **www.fidelityinvestmenttrusts.com** to the Manager. Visitors to the website need to be aware that legislation in the UK governing the preparation and dissemination of the Financial Statements may differ from legislation in their jurisdictions.

The Directors confirm that to the best of their knowledge:

- The Financial Statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit of the Company; and
- The Annual 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 it faces.

The Directors consider that the Annual Report and Financial Statements, taken as a whole, are fair, balanced and understandable and provide the information necessary for shareholders to assess the Company's performance, business model and strategy.

Approved by the Board on 14 October 2019 and signed on its behalf by:

Kate Bolsover

Kate Bolsover



# Report of the Audit Committee

I am pleased to present the formal report of the Audit Committee (the "Committee") to shareholders.

The primary responsibilities of the Committee are to ensure the integrity of the Company's financial reporting, the appropriateness of the risk management and internal controls processes and the effectiveness of the independent audit process and how this has been assessed for the year ended 31 July 2019.

#### Composition

The members of the Committee are myself as Chairman, Timothy Scholefield, Philip Smiley and Michael Warren. Clare Brady is also a member with effect from 1 August 2019. The Committee considers that collectively its members have sufficient recent and relevant financial experience to discharge their responsibilities fully.

The Committee's performance is evaluated annually as part of the overall Board evaluation process.

### Role and Responsibilities

The Committee's authority and duties are clearly defined in its terms of reference which are available on the Company's pages of the Manager's website at **www.fidelityinvestmenttrusts.com**. These duties include:

 Establishing with the Auditor the nature and scope of the audit, reviewing the Auditor's quality control procedures and reporting, the effectiveness of the audit process and the Auditor's independence and objectivity with particular regard to the provision of non-audit services;

- Responsibility for making recommendations on the appointment, reappointment and removal of the Auditor;
- Reviewing the effectiveness of the Company's risk management and internal control systems (including financial, operational and compliance controls), considering the scope of work undertaken by the Manager's internal audit department\* and reviewing the Company's procedures for detecting fraud;
- Monitoring the integrity of the Company's half-yearly and annual Financial Statements to ensure they are fair, balanced and understandable;
- Reviewing the existence and performance of all controls operating in the Company, including the review of internal controls reporting of its service providers; and
- Reviewing the relationship with and the performance of third party service providers (such as the Registrar, Custodian and Depositary).
- \* The Committee, on behalf of the Board, has reviewed the work undertaken by the Manager's internal audit team and has sufficient reassurance that a sound system of internal controls is maintained to safeguard shareholders' investments and the Company's assets.

### **Meetings and Business Considered**

Since the date of the last Annual Report (27 September 2018), the Committee has met three times and the Auditor has attended the June 2019 and October 2019 meetings.

The following matters were reviewed at each Committee meeting:

- The Company's risk management and internal controls framework;
- The Company's compliance with its investment policy limits;
- The fair value process of investments;
- The Depositary's oversight report;
- The Company's revenue and expenses forecasts and its Balance Sheet; and
- The Committee's Terms of Reference.



In addition, the following matters were also dealt with at these meetings:

April 2019	<ul> <li>The Half-Yearly Report and Financial Statements and recommendation of its approval to the Board</li> <li>The Going Concern Statement</li> </ul>
June 2019	<ul> <li>The Auditor's engagement letter and audit plan for the Company's year ending 31 July 2019</li> <li>Internal Audit reporting, including review of the internal audit plan</li> <li>Review of outsourced third party service providers and their control reports</li> </ul>
October 2019	<ul> <li>The Auditor's findings from the audit of the Company</li> <li>The Auditor's performance, independence and reappointment</li> <li>Compliance with Corporate Governance and regulatory requirements</li> <li>The Annual Report and Financial Statements and recommendation of its approval to the Board</li> <li>The Viability, the Fair, Balanced and Understandable and the Going Concern Statements</li> <li>The final dividend payment to be recommended to the Board for approval</li> </ul>

### **Annual Report and Financial Statements**

The Annual Report and Financial Statements are the responsibility of the Board and the Statement of Directors' Responsibilities is on page 39. The Committee advises the Board on the form and content of the Annual Report and Financial Statements, and on any issues which may arise in relation to these and on any specific areas which require judgement. The Committee members apply their expertise and knowledge in reviewing disclosures made in order to ensure that the Financial Statements are fair, balanced and understandable.

### Significant Issues considered by the Audit Committee

Summarised below are the most significant issues considered by the Committee in respect of these Financial Statements and how these were addressed.

Recognition of Investment Income	Investment income is recognised in accordance with accounting policy Note 2(e) on page 51. The Manager provided detailed revenue forecasts which the Committee reviewed and sought explanations for any significant variances to these forecasts. The Committee reviewed the internal audit, AAF Internal Controls and compliance monitoring reports received from the Manager to satisfy itself that adequate systems were in place for properly recording the Company's investment income. Investment income was also tested and reported on by the Auditor.
Valuation, existence and ownership of investments (including derivatives)	The valuation of investments (including derivatives) is in accordance with accounting policy Notes 2(k) and 2(l) on pages 52 and 53. The Committee took comfort from the Depositary's regular oversight reports that investment related activities are conducted in accordance with the Company's investment policy. The Committee received reports from the Manager and the Depositary that the valuation, existence and ownership of investments had been verified. In addition, the Committee received confirmation from the Auditor that it has tested at the year end the valuation of the Company's investments and derivatives by reference to independent sources and had also confirmed the existence and ownership of the Company's investments with the Company's Custodian and that of the derivatives with the Company's counterparties. The valuation of two investments subject to fair value oversight by the Manager's Fair Value Committee ("FVC") was reviewed by the Committee. It receives reporting from the FVC and it reviews the proposed valuation methodology to be adopted.
Management fee calculation	A new fee structure was effective from 1 August 2018.  At each Committee meeting, the Manager reports on the accruals for the variable part of the fee that have been included in the Company's NAV and confirms that it has been calculated in accordance with the Management Agreement. These variable management fee accruals are reviewed by the Committee. It also receives reporting on the work carried out by the Auditor

terms of the Management Agreement.

that the Company's variable management fee has been calculated in accordance with the



# Report of the Audit Committee continued

#### Independence and Effectiveness of the Audit Process

Ernst & Young LLP acted as the Company's Auditor for the year ended 31 July 2019. Fees paid to the Auditor for the audit of the Company's Financial Statements is disclosed in Note 5 on page 55.

With regard to the independence of the Auditor, the Committee reviewed:

- The audit plan for the year, including the audit team and approach to significant risks;
- The Auditor's arrangements for managing any conflicts of interest;
- The extent of any non-audit services\*; and
- The statement by the Auditor that it remains independent within the meaning of the regulators and their professional standards.
- \* There were no non-audit services provided to the Company during the reporting year and up to the date of this Annual Report.

With regard to the effectiveness of the audit process, the Committee reviewed:

- The fulfilment by the Auditor of the agreed audit plan;
- The audit findings report issued by the Auditor on the audit of the Annual Report and Financial Statements for the year ended 31 July 2019; and
- Feedback from the Manager on the audit of the Company.

The Committee concluded that the Auditor continues to remain independent and the audit process remains effective.

#### **Auditor's Appointment and Audit Tenure**

Ernst & Young LLP was appointed as the Company's Auditor on 30 November 2015 following a formal audit tender process. The Committee has reviewed the Auditor's independence and the effectiveness of the audit process prior to recommending its reappointment for a further year. The Auditor is required to rotate audit partners every five years and this is the fourth year that the audit partner, Matthew Price, has been in place. The Committee will continue to review the Auditor's appointment each year to ensure that the Company continues to receive an optimal level of service. There are no contractual obligations which restrict the Company's choice of auditor.

#### **Grahame Stott**

Chairman of the Audit Committee 14 October 2019

# Independent Auditor's Report to the Members of Fidelity Asian Values PLC

### Opinion

We have audited the Financial Statements of Fidelity Asian Values PLC for the year ended 31 July 2019 which comprise the Income Statement, the Statement of Changes in Equity, the Balance Sheet and the related Notes 1 to 20, 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 31 July 2019 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 below. 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.

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

# Conclusions relating to principal risks, going concern and viability statement

We have nothing to report in respect of the following information in the Annual Report, in relation to which the ISAs (UK) require us to report to you whether we have anything material to add or draw attention to:

- the disclosures in the Annual Report set out on pages 16 and 17 that describe the principal risks and explain how they are being managed or mitigated;
- the Directors' confirmation set out on pages 15 and 16
  in the Annual Report that they have carried out a robust
  assessment of the principal risks facing the entity, including
  those that would threaten its business model, future
  performance, solvency or liquidity;
- the Directors' statement set out on page 29 in the Financial Statements about whether they considered it appropriate to adopt the going concern basis of accounting in preparing them, and their identification of any material uncertainties to the entity's ability to continue to do so over a period of at least twelve months from the date of approval of the Financial Statements;
- whether the Directors' Statement in relation to going concern required under the Listing Rules in accordance with Listing Rule 9.8.6R(3) is materially inconsistent with our knowledge obtained in the audit; or
- the Directors' explanation set out on pages 17 and 18 in the Annual Report as to how they have assessed the prospects of the entity, over what period they have done so and why they consider that period to be appropriate, and their statement as to whether they have a reasonable expectation that the entity will be able to continue in operation and meet its liabilities as they fall due over the period of their assessment, including any related disclosures drawing attention to any necessary qualifications or assumptions.

### Overview of our audit approach

Key audit matters	<ul> <li>Incomplete or inaccurate revenue recognition, including classification of special dividends as revenue or capital items in the Income Statement.</li> <li>Incorrect valuation and defective title to the investment portfolio and derivatives.</li> </ul>
Materiality	Overall materiality of £3.20m (2018: £2.88m) which represents 1% of Net Asset Value of the Company as of 31 July 2019.

### **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 to the Members of Fidelity Asian Values PLC continued

#### Risk Our response to the risk **Key observations** communicated to the **Audit Committee** Incomplete or inaccurate We performed the following procedures: We have no matters to report with respect revenue recognition, including Walked through the revenue recognition to our procedures classification of special dividends process to obtain an understanding of the performed over design and implementation of the controls; as revenue or capital items in the incomplete or Agreed a sample of dividends to the inaccurate revenue **Income Statement** corresponding announcement made by recognition, including Refer to the Report of the Audit Committee the investee Company and agreed cash the classification of (page 41); Accounting policies (page 51); and received to bank statements; special dividends as Note 3 of the Financial Statements (page 54). revenue or capital Agreed, for a sample of investee items in the Income The Company had reported revenue of £11.5m companies, the dividend announcements Statement (2018: £8.7m), out of which special dividends made by the investee Company from an comprised £0.9m (2018: £0.5m). external third-party source to the income entitlements recorded by the Company; The investment income receivable by the Company during the year directly affects Agreed a sample of accrued dividends the Company's ability to pay a dividend to to an independent source and to post shareholders. There is a risk that income year end bank statement to assess the is recognised incorrectly through failure to recoverability of these amounts; recognise proper income entitlements or apply For a sample selected, compared the appropriate accounting treatment. exchange rate used to translate the In addition to the above, the Directors are dividend income received in foreign required to exercise judgement in determining currency to an independent source; whether income receivable in the form of special Performed a review of the income and dividends should be classified as 'revenue' or capital reports to identify special dividends, above our testing threshold, that have been During the year, the Company received special received and accrued during the period; dividends with an aggregate value of £0.9m. For special dividends above our testing These special dividends were all treated as threshold, we considered the recognition revenue criteria applied to the special dividends received during the year and their classification as revenue or capital; and Addressed the risk of management override, testing the appropriateness of journal entries and other adjustments made in the preparation of the Financial Statements relating to special dividends.



#### Risk Our response to the risk **Key observations** communicated to the **Audit Committee** Incorrect valuation and defective We performed the following procedures: We have no matters to report with respect title to the investment portfolio Walked through the investment valuation to our procedures and derivatives process to obtain an understanding of the performed over design and implementation of the controls; incorrect valuation and Refer to the Report of the Audit Committee Independently valued 100% of the listed defective title to the (page 41); Accounting policies (page 52); and investments and derivatives prices in the investment portfolio Notes 10 and 11 of the Financial Statements portfolio using independent pricing sources; and derivatives. (pages 58 and 59). Reviewed the valuation methodology used The Company's investment portfolio consists of by the Manager's Fair Value Committee in listed equity investments, equity-linked notes and relation to unlisted securities held by the derivatives which are held at fair value in line Company; with the Company's accounting policy. For those investments priced in currencies Investments held at the year end were valued other than sterling we compared the at £312.7m (2018: £273.7m), while the net exchange rates to an independent source; derivative position was valued at £(0.7)m (2018: £0.6m). Agreed 100% of the holdings in the As at 31 July 2019, the Company also held investment portfolio and derivatives to two unlisted investments with a value of £542k third party confirmations received from the (2018: £407k) (JHL Biotech) and £258k (2018: custodian or brokers. £Nil) (CFD with China Ding Yi Feng Holdings as the underlying security), representing 0.17% and 0.08% of NAV respectively. The valuation of the assets held in the investment portfolio is the key driver of the Company's net asset value and total return. Incorrect asset pricing or a failure to maintain proper legal title of the assets held by the Company could have a significant impact on the portfolio valuation and the return generated for shareholders.

There were no changes in key audit matters in comparison with the prior year.

### 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, including controls and changes in the business environment when assessing the level of work to be performed.

### 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 £3.20m (2018: £2.88m), which is 1% (2018: 1%) of Net Asset Value of the Company as of 31 July 2019. We believe that Net Assets Value provides the most important financial metric on which shareholders judge the performance of the Company and it is a generally accepted auditing practice for investment trust audits.

### 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% (2018: 75%) of our planning materiality, namely £2.42m (2018: £2.16m).









# Independent Auditor's Report to the Members of Fidelity Asian Values PLC continued

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 the Company, we also applied a separate testing threshold of \$0.40m (2018: \$0.23m) for the revenue column of the Income Statement, being 5% of profit before taxation.

### 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 £0.16m (2018: £0.14m), 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.

#### 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.

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.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the Financial Statements or a material misstatement of the other information. 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.

In this context, we also have nothing to report in regard to our responsibility to specifically address the following items in the other information and to report as uncorrected material misstatements of the other information where we conclude that those items meet the following conditions:

Fair, balanced and understandable set out on page 39

 the statement given by the Directors that they consider
 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, is

materially inconsistent with our knowledge obtained in the audit; or

- Report of the Audit Committee set out on page 40 the section describing the work of the Audit Committee does not appropriately address matters communicated by us to the Audit Committee; or
- Directors' statement of compliance with the UK
   Corporate Governance Code set out on page 32 the
   parts of the Directors' statement required under the Listing
   Rules relating to the Company's compliance with the UK
   Corporate Governance Code containing provisions specified
   for review by the auditor in accordance with Listing Rule
   9.8.10R(2) do not properly disclose a departure from a
   relevant provision of the UK Corporate Governance Code.

# 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' Report 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; 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.

### **Responsibilities of Directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page 39, 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 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

The objectives of our audit, in respect to fraud, are: to identify and assess the risks of material misstatement of the Financial Statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses, and to respond appropriately to fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Company and determined that the most significant are the Companies Act 2006, the Listing Rules, the Corporate Governance Code, AIC Code and Section 1158 of the Corporation Tax Act 2010.
- We understood how the Company is complying with those frameworks through discussions with the Audit Committee and the Company Secretary and review of the Company's documented policies and procedures.
- We assessed the susceptibility of the Company's Financial Statements to material misstatement, including how fraud might occur through 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 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

- We were appointed by the Company on 30 November 2015 to audit the Financial Statements for the year ending 31 July 2016 and subsequent financial periods.
  - The period of total uninterrupted engagement including previous renewals and reappointments is 4 years, covering the years ending 31 July 2016 to 31 July 2019.
- 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.
- 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.

### **Matthew Price**

(Senior statutory auditor) for and on behalf of Ernst & Young LLP Statutory Auditor London 14 October 2019

### Notes:

- The maintenance and integrity of the Fidelity International
  website is the responsibility of Fidelity International; the work
  carried out by the auditors does not involve consideration
  of these matters and, accordingly, the auditors accept no
  responsibility for any changes that may have occurred to the
  Financial Statements since they were initially presented on
  the website
- 2. Legislation in the United Kingdom governing the preparation and dissemination of Financial Statements may differ from legislation in other jurisdictions.



# Income Statement

for the year ended 31 July 2019

		year en	ded 31 July	2019	year end	ded 31 July	2018
	Notes	revenue £'000	capital £'000	total £'000	revenue £'000	capital £'000	total £'000
Gains on investments	10	-	16,606	16,606	-	4,084	4,084
Losses on derivative instruments	11	-	(573)	(573)	-	(1,907)	(1,907)
Income	3	11,481	-	11,481	8,747	-	8,747
Investment management fees	4	(2,030)	(232)	(2,262)	(2,626)	-	(2,626)
Other expenses	5	(772)	(39)	(811)	(696)	-	(696)
Foreign exchange gains		-	879	879	-	568	568
Net return on ordinary activities before finance costs and taxation	3	8,679	16,641	25,320	5,425	2,745	8,170
Finance costs	6	(678)	-	(678)	(779)	-	(779)
Net return on ordinary activities before taxation		8,001	16,641	24,642	4,646	2,745	7,391
Taxation on return on ordinary activities	7	(492)	4	(488)	(754)	141	(613)
Net return on ordinary activities after taxation for the year		7,509	16,645	24,154	3,892	2,886	6,778
Basic return per ordinary share	8	10.70p	23.71p	34.41p	5.70p	4.23p	9.93p
Diluted return per ordinary share	8	10.58p	23.46p	34.04p	5.67p	4.20p	9.87p

The Company does not have any other comprehensive income. Accordingly, the net return on ordinary activities after taxation for the year is also the total comprehensive income for the year and no separate Statement of Comprehensive Income has been presented.

The total column of this statement represents the Income Statement of the Company. The revenue and capital columns are supplementary and presented for information purposes as recommended by the Statement of Recommended Practice issued by the AIC.

No operations were acquired or discontinued in the year and all items in the above statement derive from continuing operations.



	Notes	share capital £'000	share premium account £'000	capital redemption reserve £'000	other non- distributable reserve £'000	other reserve £'000	-	reserve	total shareholders' funds £'000
Total shareholders' funds at 31 July 2018	t	17,167	24,316	3,197	7,367	8,613	221,309	6,005	287,974
Net return on ordinary activities after taxation for the year		_	-	-	-	-	16,645	7,509	24,154
Issue of ordinary shares on the exercise of rights attached to subscription shares	14	303	4,327	_	_	_	_	_	4,630
Issue of new ordinary shares	14	588	9,430	_	_	-	_	-	10,018
Dividend paid to shareholders	9	-	-	-	-	-	-	(3,777)	(3,777)
Total shareholders' funds at 31 July 2019	t	18,058	38,073	3,197	7,367	8,613	237,954	9,737	322,999
Total shareholders' funds at 31 July 2017	1	16,872	20,232	3,197	7,367	8,613	218,423	5,487	280,191
Net return on ordinary activities after taxation for the year		_	-	-	-	-	2,886	3,892	6,778
Issue of ordinary shares on the exercise of rights attached to subscription shares	14	295	4,084	-	-	-	-	-	4,379
Dividend paid to shareholders	9	-	-	-	-	-	-	(3,374)	(3,374)
Total shareholders' funds at 31 July 2018	ł	17,167	24,316	3,197	7,367	8,613	221,309	6,005	287,974



# **Balance Sheet**

as at 31 July 2019

Company number 3183919

	Notes	2019 £′000	2018 £′000
Fixed assets			
Investments	10	312,681	273,714
Current assets			
Derivative instruments	11	1,537	1,529
Debtors	12	3,325	2,307
Amounts held at futures clearing houses and brokers		2,905	2,363
Cash at bank		5,796	11,468
		13,563	17,667
Creditors			
Derivative instruments	11	(2,192)	(960)
Other creditors	13	(1,053)	(2,447)
		(3,245)	(3,407)
Net current assets		10,318	14,260
Net assets		322,999	287,974
Capital and reserves			
Share capital	14	18,058	17,167
Share premium account	15	38,073	24,316
Capital redemption reserve	15	3,197	3,197
Other non-distributable reserve	15	7,367	7,367
Other reserve	15	8,613	8,613
Capital reserve	15	237,954	221,309
Revenue reserve	15	9,737	6,005
Total shareholders' funds		322,999	287,974
Net asset value per ordinary share	16	447.16p	419.36p
Diluted net asset value per ordinary share	16	439.91p	413.64p

The Financial Statements on pages 48 to 70 were approved by the Board of Directors on 14 October 2019 and were signed on its behalf by:

### **Kate Bolsover**

Chairman



# Notes to the Financial Statements

### **Principal Activity**

Fidelity Asian Values PLC is an Investment Company incorporated in England and Wales with a premium listing on the London Stock Exchange. The Company's registration number is 3183919, and its registered office is Beech Gate, Millfield Lane, Lower Kingswood, Tadworth, Surrey, KT20 6RP. The Company has been approved by HM Revenue & Customs as an Investment Trust under Section 1158 of the Corporation Tax Act 2010 and intends to conduct its affairs so as to continue to be approved.

### **Accounting Policies**

The Company has prepared its Financial Statements in accordance with UK Generally Accepted Accounting Practice ("UK GAAP"), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", issued by the Financial Reporting Council ("FRC"). The Financial Statements have also been prepared in accordance with the Statement of Recommended Practice: Financial Statements of Investment Trust Companies and Venture Capital Trusts ("SORP") issued by the Association of Investment Companies ("AIC"), in November 2014 and updated in February 2018 with consequential amendments. The Company is exempt from presenting a Cash Flow Statement as a Statement of Changes in Equity is presented and substantially all of the Company's investments are highly liquid and are carried at market value.

- a) Basis of accounting The Financial Statements have been prepared on a going concern basis and under the historical cost convention, except for the measurement at fair value of investments and derivative instruments.
- b) Significant accounting estimates and judgements The Directors make judgements and estimates concerning the future. Estimates and judgements are continually evaluated and are based on historical experience and other factors, such as expectations of future events, and are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The judgements required in order to determine the appropriate valuation methodology of level 3 financial instruments have a risk of causing an adjustment to the carrying amounts of assets. These judgements include making assessments of the possible valuations in the event of a listing or other marketability related risks.
- c) Segmental reporting The Company is engaged in a single segment business and, therefore, no segmental reporting is provided.
- d) Presentation of the Income Statement In order to reflect better the activities of an investment company and in accordance with quidance issued by the AIC, supplementary information which analyses the Income Statement between items of a revenue and capital nature has been prepared alongside the Income Statement. The net revenue return after taxation for the year is the measure the Directors believe appropriate in assessing the Company's compliance with certain requirements set out in Section 1159 of the Corporation Tax Act 2010.
- e) Income Income from equity investments is accounted for on the date on which the right to receive the payment is established, normally the ex-dividend date. Overseas dividends are accounted for gross of any tax deducted at source. Amounts are credited to the revenue column of the Income Statement. Where the Company has elected to receive its dividends in the form of additional shares rather than cash, the amount of the cash dividend foregone is recognised in the revenue column of the Income Statement. Any excess in the value of the shares received over the amount of the cash dividend is recognised in the capital column of the Income Statement. Special dividends are treated as a revenue receipt or a capital receipt depending on the facts and circumstances of each particular case.

Derivative instrument income received from dividends on long contracts for difference ("CFDs") are accounted for on the date on which the right to receive the payment is established, normally the ex-dividend date. The amount net of tax is credited to the revenue column of the Income Statement.

Interest received on CFDs and bank deposits are accounted for on an accruals basis and credited to the revenue column of the Income Statement.

- f) Investment management fees and other expenses Investment management fees and other expenses are accounted for on an accruals basis and are charged as follows:
- The base investment management fee is allocated in full to revenue;
- The variable investment management fee, effective 1 November 2018, is charged/credited to capital as it is based on the performance of the net asset value per share relative to the Comparative Index; and
- All other expenses are allocated in full to revenue with the exception of those directly attributable to share issues or other capital events.



### 2 Accounting Policies continued

- g) Functional currency and foreign exchange The Directors, having regard to the Company's share capital, the predominant currency in which its investors operate and the currency in which expenses are paid, have determined its functional currency to be UK Sterling. UK Sterling is also the currency in which the Financial Statements are presented. Transactions denominated in foreign currencies are reported in UK Sterling at the rate of exchange ruling at the date of the transaction. Assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the Balance Sheet date. Foreign exchange gains and losses arising on translation are recognised in the Income Statement as a revenue or a capital item depending on the nature of the underlying item to which they relate.
- h) Finance costs Finance costs comprise interest on bank overdrafts and interest paid on CFDs, which are accounted for on an accruals basis, and dividends paid on short CFDs, which are accounted for on the date on which the obligation to incur the cost is established, normally the ex-dividend date. Finance costs are charged in full to the revenue column of the Income Statement.
- i) Taxation The taxation charge represents the sum of current taxation and deferred taxation.

Current taxation is taxation suffered at source on overseas income less amounts recoverable under taxation treaties. Taxation is charged or credited to the revenue column of the Income Statement, except where it relates to items of a capital nature, in which case it is charged or credited to the capital column of the Income Statement. Where expenses are allocated between revenue and capital any tax relief in respect of the expenses is allocated between revenue and capital returns on the marginal basis using the Company's effective rate of corporation tax for the accounting period. The Company is an approved Investment Trust under Section 1158 of the Corporation Tax Act 2010 and is not liable for UK taxation on capital gains.

Deferred taxation is the taxation expected to be payable or recoverable on timing differences between the treatment of certain items for accounting purposes and their treatment for the purposes of computing taxable profits. Deferred taxation is based on tax rates that have been enacted or substantively enacted when the taxation is expected to be payable or recoverable. Deferred tax assets are only recognised if it is considered more likely than not that there will be sufficient future taxable profits to utilise them.

- j) Dividend paid Dividends payable to equity shareholders are recognised when the Company's obligation to make payment is established.
- **k) Investments** The Company's business is investing in financial instruments with a view to profiting from their total return in the form of income and capital growth. This portfolio of investments is managed and its performance evaluated on a fair value basis, in accordance with a documented investment strategy, and information about the portfolio is provided on that basis to the Company's Board of Directors. Investments are measured at fair value with changes in fair value recognised in profit or loss, in accordance with the provisions of both Section 11 and Section 12 of FRS 102. The fair value of investments is initially taken to be their cost and is subsequently measured as follows:
- Listed investments are valued at bid prices, or last market prices, depending on the convention of the exchange on which they are listed; and
- Unlisted investments, are investments which are not quoted, or are not frequently traded, and are stated at the Directors best estimate of fair value. The Manager's Fair Value Committee, which is independent of the Portfolio Manager's team, provide a recommendation of fair values to the Directors based on recognised valuation techniques that take account of the cost of the investment, recent arm's length transactions in the same or similar investments and financial performance of the investment since purchase.

In accordance with the AIC SORP, the Company includes transaction costs, incidental to the purchase or sale of investments, within gains on investments in the capital column of the Income Statement and has disclosed these costs in Note 10 below.

- **I) Derivative instruments** When appropriate, permitted transactions in derivative instruments are used. Derivative transactions into which the Company may enter include long and short CFDs, forward currency contracts, futures, options and warrants. Derivatives are classified as other financial instruments and are initially accounted and measured at fair value on the date the derivative contract is entered into and subsequently measured at fair value as follows:
- Long and short CFDs the difference between the strike price and the value of the underlying shares in the contract;
- Futures the difference between the contract price and the quoted trade price;
- Warrants the quoted trade price for the contract;
- · Options valued based on similar instruments or the quoted trade price for the contract; and
- Forward currency contracts valued at the appropriate quoted forward foreign exchange rate ruling at the Balance Sheet date.



### **Accounting Policies** continued

Where transactions are used to protect or enhance income, if the circumstances support this, the income and expenses derived are included in net income in the revenue column of the Income Statement. Where such transactions are used to protect or enhance capital, if the circumstances support this, the income and expenses derived are included in gains on derivative instruments in the capital column of the Income Statement. Any positions on such transactions open at the year end are reflected on the Balance Sheet at their fair value within current assets or creditors.

- m) Debtors Debtors include securities sold for future settlement, accrued income and other debtors incurred in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business, if longer) they are classified as current assets. If not, they are presented as non-current assets. They are recognised initially at fair value and, where applicable, subsequently measured at amortised cost using the effective interest rate method.
- n) Amounts held at futures clearing houses and brokers These are amounts held in segregated accounts as collateral on behalf of brokers and are carried at amortised cost.
- o) Other creditors Other creditors include securities purchased for future settlement, investment management fees, secretarial and administration fees and other creditors and expenses accrued in the ordinary course of business. If payment is due within one year or less (or in the normal operating cycle of the business, if longer) they are classified as current liabilities. If not, they are presented as non-current liabilities. They are recognised initially at fair value and, where applicable, subsequently measured at amortised cost using the effective interest rate method.
- p) Capital reserve The following are accounted for in the capital reserve:
- Gains and losses on the disposal of investments and derivative instruments;
- Changes in the fair value of investments and derivative instruments held at the year end;
- Foreign exchange gains and losses of a capital nature;
- Dividends receivable which are capital in nature;
- Other expenses which are capital in nature; and
  - Taxation charged or credited relating to items which are capital in nature.

As a result of technical guidance issued by the Institute of Chartered Accountants in England and Wales in TECH 02/10: Guidance on the determination of realised profits and losses in the context of distributions under the Companies Act 2006, changes in the fair value of investments which are readily convertible to cash, without accepting adverse terms at the Balance Sheet date, can be treated as realised. Capital reserves realised and unrealised are shown in aggregate as capital reserve in the Statement of Changes in Equity and the Balance Sheet. At the Balance Sheet date, the portfolio of the Company consisted of investments listed on a recognised stock exchange and derivative instruments, contracted with counterparties having an adequate credit rating, and the portfolio was considered to be readily convertible to cash, with the exception of the level 3 investments which had unrealised investment holding gains of £393,000 (2018: unrealised investment holding loss of £296).



### 3 Income

- Income		
	year ended	year ended
	31.07.19	31.07.18
	£'000	£′000
Investment income		
Overseas dividends	10,694	8,242
Overseas scrip dividends	370	299
	11,064	8,541
Derivative income		
Dividends received on long CFDs	126	51
Interest received on short CFDs	201	90
	327	141
Other income		
Deposit interest	90	65
		0 = 1=
Total income	11,481	8,747

No special dividends have been recognised in capital (2018: £nil).

# 4 Investment Management Fees

	year ended 31 July 2019			year en	ded 31 July 2018	3
	revenue £'000	capital £'000	total £'000	revenue £'000	capital £'000	total £′000
Investment management fees	2,030	232	2,262	2,626	-	2,626

FIL Investment Services (UK) Limited is the Company's Alternative Investment Fund Manager and has delegated portfolio management to FIL Investments International ("FII"). Both companies are Fidelity group companies.

From 1 August, 2018, the Company adopted a new fee arrangement which reduced the base management fee from 0.90% on the first £200 million of gross assets and 0.85% on gross assets over £200 million to 0.70% of net assets per annum. In addition, with effect from 1 November 2018, there is a +/- 0.20% variation fee based on the NAV per share performance relative to the Comparative Index. Fees are payable monthly in arrears and are calculated on a daily basis.

	year ended 31	July 2019	year ended 31	July 2018
	revenue £'000	capital £'000	revenue £'000	capital £'000
AIC fees	21	-	20	-
Custody fees	133	-	117	-
Depositary fees	27	-	27	-
Directors' expenses	26	-	26	-
Directors' fees*	137	-	131	-
Legal and professional fees	63	-	63	-
Marketing expenses	146	-	108	-
Printing and publication expenses	68	-	57	-
Registrars' fees	35	-	36	-
Secretarial and administration fees payable to the Manager	75	-	75	-
Sundry other expenses	13	-	12	-
Fees payable to the Company's Independent Auditor for the audit of the Financial Statements	28	-	24	-
Cost of the issue of new ordinary shares	-	39	-	-
	772	39	696	-

Details of the breakdown of Directors' fees are disclosed in the Directors' Remuneration Report on page 37.

# **Finance Costs**

	year ended 31.07.19 £'000	year ended 31.07.18 £'000
Interest on bank overdrafts	4	-
Interest paid on CFDs	341	362
Dividends paid on short CFDs	333	417
	678	779



### 7 Taxation on Return on Ordinary Activities

	year ended 31 July 2019			year en	ded 31 July 2018	3
	revenue £'000	capital £'000	total £'000	revenue £'000	capital £'000	total £'000
a) Analysis of the taxation charge for the year						
Overseas taxation	492	-	492	754	-	754
Indian capital gains tax received	-	(4)	(4)	-	(141)	(141)
Total taxation charge for the year (see Note 7b)	492	(4)	488	754	(141)	613

### b) Factors affecting the taxation charge for the year

The taxation charge for the year is lower than the standard rate of UK corporation tax for an investment trust company of 19.00% (2018: 19.00%). A reconciliation of the standard rate of UK corporation tax to the taxation charge for the year is shown below:

	year en	ded 31 July 201	19	year en	3	
	revenue £'000	capital £'000	total £'000	revenue £'000	capital £'000	total £'000
Net return on ordinary activities before taxation	8,001	16,641	24,642	4,646	2,745	7,391
Net return on ordinary activities before taxation multiplied by the standard rate of UK corporation tax of 19.00% (2018: 19.00%)	1,520	3,162	4,682	883	521	1,404
Effects of:						
Capital gains not taxable*	-	(3,213)	(3,213)	-	(521)	(521)
Income not taxable	(2,058)	-	(2,058)	(1,587)	-	(1,587)
Excess management expenses	488	44	532	600	-	600
Expenses not deductible	-	7	7	-	-	
Excess interest paid	50	-	50	109	-	109
Overseas taxation expensed	-	-	-	(5)	-	(5)
Overseas taxation	492	-	492	754	-	754
Indian capital gains tax received	-	(4)	(4)	_	(141)	(141)
Total taxation charge for the year (see Note 7a)	492	(4)	488	754	(141)	613

<sup>\*</sup> The Company is exempt from UK taxation on capital gains as it meets the HM Revenue & Customs criteria for an investment company set out in Section 1159 of the Corporation Tax Act 2010.

### c) Deferred taxation

A deferred tax asset of £4,425,000 (2018: £3,905,000), in respect of excess management expenses of £22,304,000 (2018: £19,503,000) and excess interest paid of £3,728,000 (2018: £3,466,000), has not been recognised as it is unlikely that there will be sufficient future taxable profits to utilise these expenses.



### 8 Return per Ordinary Share

	year ended 31 July 2019			year en	ded 31 July 201	8
	revenue	capital	total	revenue	capital	total
Basic return per ordinary share	10.70p	23.71p	34.41p	5.70p	4.23p	9.93p
Diluted return per ordinary share	10.58p	23.46p	34.04p	5.67p	4.20p	9.87p

The basic returns per ordinary share are based on the net returns on ordinary activities after taxation for the year: revenue return £7,509,000 (2018: £3,892,000), capital return £16,645,000 (2018: £2,886,000) and total return £24,154,000 (2018: £6,778,000). These returns are divided by the weighted average number of ordinary shares in issue during the year of 70,193,856 (2018: £6,778,000).

The diluted returns per ordinary share reflect the notional dilutive effect that would have occurred if the rights attached to subscription shares had been exercised and additional ordinary shares had been issued. The returns on ordinary activities after taxation for the year used in the diluted calculation are the same as those for the basic returns above. These returns are divided by the notional weighted average number of ordinary shares in issue during the year of 70,964,574 (2018: 68,654,259). This number of shares reflects the additional number of ordinary shares that could have been purchased at the average ordinary share price for the year with the proceeds from the excess of the subscription share rights exercise price over the average ordinary share price.

### 9 Dividends Paid to Shareholders

	year ended 31.07.19 £'000	year ended 31.07.18 £'000
Dividend paid		
Dividend paid of 5.50 pence per ordinary share for the year ended 31 July 2018	3,777	-
Dividend paid of 5.00 pence per ordinary share for the year ended 31 July 2017	-	3,374
	3,777	3,374
Dividend proposed		
Dividend proposed of 8.80 pence per ordinary share for the year ended 31 July 2019	6,380	_
Dividend proposed of 5.50 pence per ordinary share payable for the year ended 31 July 2018	-	3,777
	6,380	3,777

The Directors have proposed the payment of a dividend for the year ended 31 July 2019 of 8.80 pence per ordinary share which is subject to approval by shareholders at the Annual General Meeting on 6 December 2019 and has not been included as a liability in these Financial Statements. The dividend will be paid on 11 December 2019 to shareholders on the register at the close of business on 25 October 2019 (ex-dividend date 24 October 2019).



### 10 Investments

	2019	2018
	£'000	£′000
Listed investments	312,139	273,307
Unlisted investments	542	407
Investments at fair value	312,681	273,714
Opening book cost	260,237	222,070
Opening investment holding gains	13,477	42,006
Opening fair value	273,714	264,076
Movements in the year		
Purchases at cost	157,608	169,420
Sales - proceeds	(135,247)	(163,866)
Sales - gains in the year	6,569	32,613
Movement in investment holding gains/(losses) in the year	10,037	(28,529)
Closing fair value	312,681	273,714
Closing book cost	289,167	260,237
Closing investment holding gains	23,514	13,477
Closing fair value	312,681	273,714

	year ended 31.07.19 £'000	year ended 31.07.18 £'000
Gains on investments for the year		
Gains on sales of investments	6,569	32,613
Investment holding gains/(losses)	10,037	(28,529)
	16,606	4,084

## **Investment transaction costs**

Transaction costs incurred in the acquisition and disposal of investments, which are included in the gains on the investments above, were as follows:

	year ended	year ended
	31.07.19	31.07.18
	£'000	£′000
Purchases transaction costs	207	342
Sales transaction costs	292	404
	499	746

The portfolio turnover rate of the year was 52.2% (2018: 62.7%).



# 11 Derivative Instruments

	year ended 31.07.19 £'000	year ended 31.07.18 £'000
Gains/(losses) on derivative instruments		
Realised (losses)/gains on long CFD positions closed	(36)	1,332
Realised gains/(losses) on short CFD positions closed	636	(2,426)
Realised gains/(losses) on futures contracts closed	284	(123)
Realised losses on options contracts closed	(2,506)	(200)
Realised (losses)/gains on forward contracts	(431)	224
Movement in investment holding losses on long CFDs	(903)	(1,364)
Movement in investment holding gains on short CFDs	497	1,317
Movement in investment holding (losses)/gains on futures	(245)	60
Movement in investment holding gains/(losses) on options	2,230	(757)
Movement in investment holding gains/(losses) on forward currency contracts	26	(95)
Movement in investment holding (losses)/gains on warrants	(125)	125
	(573)	(1,907)

	2019	2018
	fair value	fair value
	£'000	£′000
Derivative instruments recognised on the Balance Sheet		
Derivative instrument assets	1,537	1,529
Derivative instrument liabilities	(2,192)	(960)
	(655)	569

	201	2019 gross asset		8 gross asset
	fair value £'000	exposure £'000	fair value £'000	exposure £′000
At the year end the Company held the following derivative instruments				
Long CFDs	(1,070)	5,654	(167)	2,726
Long future	(330)	13,532	-	-
Short CFDs	862	13,055	365	13,620
Short futures	85	1,401	-	-
Warrants	-	-	125	125
Written put option	(133)	1,101	-	-
Put options (hedging exposure)	-	-	341	(4,918)
Forward currency contracts (hedging exposure)	(69)	(69)	(95)	(95)
	(655)	34,674	569	11,458









### 12 Debtors

	2019 £'000	2018 £′000
Securities sold for future settlement	1,559	1,381
Accrued income	1,499	849
Other debtors	267	77
	3,325	2,307

### 13 Other Creditors

	2019 £'000	2018 £′000
Securities purchased for future settlement	644	1,952
Creditors and accruals	409	495
	1,053	2,447

### 14 Share Capital

14 Share Capital				
	2019	2019		
	number of		number of	
	shares	£'000	shares	£′000
Issued, allotted and fully paid				
Ordinary shares of 25 pence each held outside Treasury				
Beginning of the year	68,669,402	17,167	67,488,213	16,872
Ordinary shares issued on the exercise of rights	1,213,003	303	1,181,189	295
New ordinary shares issued	2,351,048	588	-	-
End of the year	72,233,453	18,058	68,669,402	17,167
Issued, allotted and fully paid				
Subscription shares of 0.001 pence				
Beginning of the year	12,316,033	-	13,497,222	-
Cancellation of subscription shares on the exercise of rights	(1,213,003)	-	(1,181,189)	_
End of the year	11,103,030	-	12,316,033	-
Total share capital		18,058		17,167

A bonus issue of subscription shares to ordinary shareholders on the basis of one subscription share for every five ordinary shares held took place on 5 December 2016. Each subscription share gives the holder the right, but not the obligation, to subscribe for one ordinary share upon payment of the subscription price. The subscription price is based on the published unaudited NAV per ordinary share at 2 December 2016, plus a premium (rounded to the nearest quarter penny) depending upon the year in which the right is exercised. The subscription share rights can be exercised annually in the 25 business days prior to the relevant subscription date (on which the exercises would take effect). The subscription dates, subscription prices and premiums are as follows:

	Exercise date	Exercise price	Premium
First exercise date	30 November 2017	370.75p	1%
Second exercise date	30 November 2018	381.75p	4%
Final exercise date	29 November 2019	392.75p	7%



### 14 Share Capital continued

After the final exercise date of 29 November 2019, the Company will appoint a trustee who will exercise any rights remaining that have not been exercised by shareholders, providing that by doing so a profit can be realised. To realise a profit, the sale proceeds from selling the resulting ordinary shares in the market would need to be in excess of the 392.75 pence per share price of exercising the rights, plus any related expenses and fees. Any resulting profit will be paid to the holders of those outstanding subscription shares, unless the amount payable to an individual holder is less than £5, in which case such sum shall be retained for the benefit of the Company.

Subscription shares carry no rights to vote, to receive a dividend or to participate in the winding up of the Company.

During the year, the Company issued 1,213,003 ordinary shares (2018: 1,181,189 ordinary shares) on the exercise of rights attached to subscription shares. The subscription share price of 381.75 pence per ordinary share issued represented a premium of 356.75 pence per share over the 25 pence nominal value of each share. The total premium received in the year on the issue of ordinary shares of \$4,327,000 (year ended 31 July 2018: \$4,084,000) was credited to the share premium account.

The Company issued 2,351,048 new ordinary shares during the year (2018: nil). The total premium received in the year on the issue of new ordinary shares of £9,430,000 (2018: £nil) was credited to the share premium account.

#### 15 Reserves

The "share premium account" represents the amount by which the proceeds, from the issue of new ordinary shares or the issue of ordinary shares on the exercise of rights attached to subscription shares, exceeded the nominal value of those ordinary shares. It is not distributable by way of dividend. It cannot be used to fund share repurchases.

The "capital redemption reserve" maintains the equity share capital of the Company and represents the nominal value of shares repurchased and cancelled. It is not distributable by way of dividend. It cannot be used to fund share repurchases.

The "other non-distributable reserve" represents amounts transferred from the warrant reserve in prior years with High Court approval. It is not distributable by way of dividend. It cannot be used to fund share repurchases.

The "other reserve" represents amounts transferred from the share premium account and the capital redemption reserve in prior years with High Court approval. It is not distributable by way of dividend. It can be used to fund share repurchases.

The "capital reserve" reflects realised gains or losses on investments and derivative instruments sold, unrealised increases and decreases in the fair value of investments and derivative instruments held and other income and costs recognised in the capital column of the Income Statement. Refer to Notes 10 and 11 for information on investment holding gains/(losses) included in this reserve. It can be used to fund share repurchases and it is distributable by way of dividend. The Board has stated that it has no current intention to pay dividends out of capital.

The "revenue reserve" represents retained revenue surpluses recognised through the revenue column of the Income Statement. It is distributable by way of dividend.

### 16 Net Asset Value per Ordinary Share

The basic net asset value per ordinary share is based on net assets of £322,999,000 (2018: £287,974,000) and on 72,233,453 (2018: 68,669,402) ordinary shares, being the number of ordinary shares of 25 pence each held outside of Treasury at the year end.

The diluted net asset value per ordinary share reflects the potential dilution in the net asset value per ordinary share if the rights of the 11,103,030 subscription shares in issue had been exercised on 31 July 2019 at the next exercise date price of 392.75 pence per share. The basis of the calculation is in accordance with the guidelines laid down by the AIC.

The net asset value per ordinary share and the diluted net asset value per ordinary share are published by the London Stock Exchange on a daily basis.









# 17 Financial Instruments

### Management of risk

The Company's investing activities in pursuit of its investment objective involve certain inherent risks. The Board confirms that there is an ongoing process for identifying, evaluating and managing the risks faced by the Company. The Board with the assistance of the Manager, has developed a risk matrix which, as part of the internal control process, identifies the risks that the Company faces. Principal risks identified are market, performance, key person, economic, political, geopolitical, discount control, gearing, derivatives, currency and cybercrime risks. Other risks identified are tax and regulatory and operational risks, including those relating to third party service providers covering investment management, marketing and business development, company secretarial, fund administration and operations and support functions. Risks are identified and graded in this process, together with steps taken in mitigation, and are updated and reviewed on an ongoing basis. These risks and how they are identified, evaluated and managed are shown in the Strategic Report on pages 15 to 17.

This note refers to the identification, measurement and management of risks potentially affecting the value of financial instruments. The Company's financial instruments may comprise:

- Equity shares and equity linked notes held in accordance with the Company's investment objective and policies;
- Derivative instruments which comprise CFDs, forward currency contracts, warrants, futures and options on listed stocks and equity indices; and
- Cash, liquid resources and short-term debtors and creditors that arise from its operations.

The risks identified arising from the Company's financial instruments are market price risk (which comprises interest rate risk, foreign currency risk and other price risk), liquidity risk, counterparty risk, credit risk and derivative instrument risk. The Board reviews and agrees policies for managing each of these risks, which are summarised below. These policies are consistent with those followed last year.

### Market price risk

### Interest rate risk

The Company finances its operations through its share capital and reserves. In addition, the Company has gearing through the use of derivative instruments. The level of gearing is reviewed by the Board and the Portfolio Manager. The Company is exposed to a financial risk arising as a result of any increases in interest rates associated with the funding of the derivative instruments.

### Interest rate risk exposure

The values of the Company's financial instruments that are exposed to movements in interest rates are shown below:

	2019 £'000	2018 £′000
Exposure to financial instruments that earn interest		
Cash at bank	5,796	11,468
Short CFDs - exposure plus fair value	13,917	13,985
Amounts held at futures clearing houses and brokers	2,905	2,363
	22,618	27,816
Exposure to financial instruments that bear interest		
Long CFDs - exposure less fair value	6,724	2,893
Net exposure to financial instruments that earn interest	15,894	24,923

### Foreign currency risk

The Company's net return on ordinary activities after taxation for the year and its net assets can be affected by foreign exchange rate movements because the Company has income, assets and liabilities which are denominated in currencies other than the Company's functional currency which is UK Sterling. The Portfolio Manager may seek to manage exposure to currency movements by using forward and spot foreign exchange contracts. The Company can also be subject to short-term exposure from exchange rate movements, for example, between the date when an investment is purchased or sold and the date when settlement of the transaction occurs.



### 17 Financial Instruments continued

Three principal areas have been identified where foreign currency risk could impact the Company:

- Movements in currency exchange rates affecting the value of investments and derivative instruments;
- Movements in currency exchange rates affecting short term timing differences; and
- Movements in currency exchange rates affecting income received.

## Currency exposure of financial assets

The currency exposure profile of the Company's financial assets is shown below:

Currency	investments at fair value £'000	long exposure to derivative instruments <sup>1</sup> £'000	debtors² £'000	cash at bank £'000	2019 total £'000
Hong Kong dollar	74,204	5,654	776	-	80,634
Indian rupee	69,495	-	1,016	446	70,957
Indonesian rupiah	33,872	-	5	-	33,877
South Korean won	29,967	-	-	7	29,974
Taiwan dollar	28,157	-	1,475	282	29,914
Philippine peso	17,359	(69)	27	-	17,317
Singapore dollar	13,419	-	25	-	13,444
Australian dollar	11,777	-	20	-	11,797
Thai baht	10,562	-	-	-	10,562
US dollar	6,504	14,633	2,255	3,035	26,427
Sri Lankan rupee	6,429	-	-	-	6,429
Other overseas currencies	10,936	-	365	1,867	13,168
UK Sterling	-	-	266	159	425
	312,681	20,218	6,230	5,796	344,925

The exposure to the market of long CFDs, long futures and options after the netting of hedging exposures.

Debtors include amounts held at futures clearing houses and brokers.



### 17 Financial Instruments continued

7 Interior instruments continued					
Currency	investments held at fair value £'000	long exposure to derivative instruments <sup>1</sup> £'000	debtors² £'000	cash at bank £'000	2018 total £′000
Hong Kong dollar	69,051	750	246	-	70,047
Indian rupee	47,488	(72)	1,858	244	49,518
South Korean won	29,436	(2,870)	4	47	26,617
Indonesian rupiah	24,627	-	161	-	24,788
Taiwan dollar	22,623	-	424	187	23,234
Australian dollar	18,546	-	208	-	18,754
Philippine peso	17,932	-	-	-	17,932
US dollar	6,313	(95)	1,656	8,430	16,304
Singapore dollar	12,371	-	-	-	12,371
Thai baht	10,958	125	34	-	11,117
Sri Lanka rupee	7,320	-	-	-	7,320
Other overseas currencies	6,050	-	-	2,495	8,545
UK Sterling	999	-	79	65	1,143
	273,714	(2,162)	4,670	11,468	287,690

<sup>1</sup> The exposure to the market of long CFDs and warrants after the netting of hedging exposures.

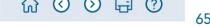
### **Currency exposure of financial liabilities**

The Company finances its investment activities through its ordinary share capital and reserves. The Company's financial liabilities comprise short positions on derivative instruments and other creditors. The currency profile of these financial liabilities is shown below:

Currency	short exposure to derivative instruments <sup>1</sup> £'000	other creditors £'000	2019 total £'000
US dollar	6,680	90	6,770
Australian dollar	3,341	-	3,341
Hong Kong dollar	3,034	54	3,088
Indian rupee	1,401	366	1,767
Other overseas currencies	-	134	134
UK Sterling	-	409	409
	14,456	1,053	15,509

<sup>1</sup> The exposure to the market of short CFDs and short futures.

 $<sup>\</sup>ensuremath{\mathsf{2}}$  Debtors include amounts held at futures clearing houses and brokers.



#### 17 Financial Instruments continued

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	short exposure to derivative instruments <sup>1</sup>	other creditors	2018 total
Currency	£′000	£′000	£′000
Hong Kong dollar	5,681	1,442	7,123
US dollar	5,277	54	5,331
Australian dollar	2,662	-	2,662
Other overseas currencies	-	601	601
UK Sterling	-	350	350
	13,620	2,447	16,067

<sup>1</sup> The exposure to the market of short CFDs.

### Other price risk

Other price risk arises mainly from uncertainty about future prices of financial instruments used in the Company's business. It represents the potential loss the Company might suffer through holding market positions in the face of price movements.

The Board meets quarterly to consider the asset allocation of the portfolio and the risk associated with particular industry sectors within the parameters of the investment objective.

The Portfolio Manager is responsible for actively monitoring the existing portfolio selected in accordance with the overall asset allocation parameters described above and seeks to ensure that individual stocks also meet an acceptable risk/reward profile. Other price risks arising from derivative positions, mainly due to the underlying exposures, are estimated using Value at Risk and Stress Tests as set out in the Company's internal Derivative Risk Measurement and Management Document.

### Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting obligations associated with financial liabilities. The Company's assets mainly comprise readily realisable securities and derivative instruments which can be sold easily to meet funding commitments if necessary. Short term flexibility is achieved by the use of a bank overdraft, if required.

### Liquidity risk exposure

At 31 July 2019, the undiscounted gross cash outflows of the financial liabilities were all repayable within one year and consisted of derivative instrument liabilities of £2,192,000 (2018: £960,000) and creditors of £1,053,000 (2018: £2,447,000).

### Counterparty risk

Certain derivative instruments in which the Company may invest are not traded on an exchange but instead will be traded between counterparties based on contractual relationships, under the terms outlined in the International Swaps and Derivatives Association's ("ISDA") market standard derivative legal documentation. As a result, the Company is subject to the risk that a counterparty may not perform its obligations under the related contract. In accordance with the risk management process which the Manager employs, the Manager will seek to minimise such risk by only entering into transactions with counterparties which are believed to have an adequate credit rating at the time the transaction is entered into, by ensuring that formal legal agreements covering the terms of the contract are entered into in advance, and through adopting a counterparty risk framework which measures, monitors and manages counterparty risk by the use of internal and external credit agency ratings and by evaluating derivative instrument credit risk exposure.

For Over The Counter ("OTC") derivative transactions, collateral is used to reduce the risk of both parties to the contract. Collateral is managed on a daily basis for all relevant transactions. At 31 July 2019, £nil (2018: UBS AG £457,000) was held by the brokers in cash in a segregated collateral account on behalf of the Company, to reduce the credit risk exposure of the Company. £2,905,000 (2018: £2,363,000), shown as amounts held at futures clearing houses and brokers on the Balance Sheet, was held by the Company in a segregated collateral account, on behalf of the brokers, to reduce the credit risk exposure of the brokers. This collateral is comprised of: HSBC Bank Plc £295,000 (2018: £213,000) in cash, UBS AG £2,610,000 (2018: £2,112,000) in cash and Morgan Stanley & Co International PLC £nil (2018: £38,000).









# 17 Financial Instruments continued

#### Credit risk

Financial instruments may be adversely affected if any of the institutions with which money is deposited suffer insolvency or other financial difficulties. All transactions are carried out with brokers that have been approved by the Manager and are settled on a delivery versus payment basis. Limits are set on the amount that may be due from any one broker and are kept under review by the Manager. Exposure to credit risk arises on unsettled security transactions and derivative instrument contracts and cash at bank.

#### Derivative instruments risk

The risks and risk management processes which result from the use of derivative instruments, are set out in a documented Derivative Risk Measurement and Management Document. Derivative instruments are used by the Manager for the following purposes:

- to gain unfunded long exposure to equity markets, sectors or single stocks. Unfunded exposure is exposure gained without an initial flow of capital;
- to hedge equity market risk using derivatives with the intention of at least partially mitigating losses in the exposures of the Company's portfolio as a result of falls in the equity market;
- to position short exposures in the Company's portfolio. These uncovered exposures benefit from falls in the prices of shares which the Portfolio Manager believes to be over valued. These positions, therefore, distinguish themselves from other short exposures held for hedging purposes since they are expected to add risk to the portfolio.

#### **RISK SENSITIVITY ANALYSIS**

### Interest rate risk sensitivity analysis

Based on the financial instruments held and interest rates at 31 July 2019, an increase of 0.25% in interest rates throughout the year, with all other variables held constant, would have increased the return on ordinary activities after taxation for the year and increased the net assets of the Company by £40,000 (2018: £62,000). A decrease of 0.25% in interest rates throughout the year would have had an equal but opposite effect.

### Foreign currency risk sensitivity analysis

Based on the financial instruments held and currency exchange rates at 31 July 2019, a 10% strengthening or weakening of the UK Sterling exchange rate against other currencies would have (decreased)/increased the Company's net return on ordinary activities after taxation for the year and the Company's net assets by the following amounts:

If the UK Sterling exchange rate had strengthened by 10% the impact would have been:

Currency	2019 £′000	2018 £′000
Hong Kong dollar	(7,611)	(5,720)
Indian rupee	(6,611)	(4,482)
Indonesian rupiah	(3,080)	(2,226)
US dollar	(3,018)	(998)
South Korean won	(2,729)	(2,420)
Taiwan dollar	(2,721)	(2,107)
Australian dollar	(1,376)	(1,463)
	(27,146)	(19,416)



### 17 Financial Instruments continued

If the UK Sterling exchange rate had weakened by 10% the impact would have been:

Currency	2019 £'000	2018 £′000
Hong Kong dollar	9,302	6,992
Indian rupee	8,080	5,478
Indonesian rupiah	3,764	2,721
US dollar	3,689	1,219
South Korean won	3,335	2,957
Taiwan dollar	3,325	2,575
Australian dollar	1,682	1,788
	33,177	23,730

### Other price risk - exposure to investments sensitivity analysis

Based on the investments held and share prices at 31 July 2019, an increase of 10% in share prices, with all other variables held constant, would have increased the Company's net return on ordinary activities after taxation for the year and increased the net assets of the Company by £31,268,000 (2018: £27,371,000). A decrease of 10% in share prices would have had an equal and opposite effect.

### Other price risk - net exposure to derivative instruments sensitivity analysis

Based on the derivative instruments held and share prices at 31 July 2019, an increase of 10% in the share prices underlying the derivative instruments, with all other variables held constant, would have increased the Company's net return on ordinary activities after taxation for the year and increased the net assets of the Company by £583,000 (2018: decreased the net return and net assets by £1,578,000). A decrease of 10% in share prices would have had an equal and opposite effect.

### Fair Value of Financial Assets and Liabilities

Financial assets and liabilities are stated in the Balance Sheet at values which are not materially different to their fair values. As explained in Note 2 (k) and (l) above, investments and derivative instruments are shown at fair value. In the case of cash at bank, book value approximates to fair value due to the short maturity of the instruments.

### Fair Value Hierarchy

The Company is required to disclose the fair value hierarchy that classifies its financial instruments measured at fair value at one of three levels, according to the relative reliability of the inputs used to estimate the fair values.

Classification	Input
Level 1	Valued using quoted prices in active markets for identical assets
Level 2	Valued by reference to valuation techniques using observable inputs other than quoted prices included within level 1
Level 3	Valued by reference to valuation techniques using inputs that are not based on observable market data









# Notes to the Financial Statements continued

#### 17 Financial Instruments continued

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 valuation techniques used by the Company are explained in Note 2 (k) and (l) above. The table below sets out the Company's fair value hierarchy:

Financial assets at fair value through profit or loss	level 1 £'000	level 2 £'000	level 3 £'000	2019 total £'000
Investments	311,753	386	542	312,681
Derivative instrument assets	85	1,194	258	1,537
	311,838	1,580	800	314,218
Financial liabilities at fair value through profit or loss				
Derivative instrument liabilities	(463)	(1,729)	-	(2,192)
Financial assets at fair value through profit or loss	level 1 £'000	level 2 £'000	level 3 £'000	2018 total £'000
Investments	273,248	59	407	273,714
Derivative instrument assets	466	1,063	-	1,529
	273,714	1,122	407	275,243
Financial liabilities at fair value through profit or loss				
Derivative instrument liabilities		(960)	_	(960)

The table below sets out the movements in level 3 financial instruments during the year:

	year ended 31.07.19 £'000	year ended 31.07.18 £'000
Beginning of the year	407	-
Unrealised gains recognised in the Income Statement	135	-
Transfer into level 3 - China Ding Yi Feng Holdings (Short CFD)*	258	407
End of the year	800	407

<sup>\*</sup> Financial instruments are transferred into level 3 on the date they are suspended, delisted or when they have not traded for thirty days.

#### JHL Biotech Inc

JHL Biotech Inc develops biosimilars and is also engaged in providing process development and contract manufacturing solutions to the biopharmaceutical industry. On 26 February 2018, JHL Biotech voluntarily delisted from the Taipei Exchange. The valuation at 31 July 2019 is based on the price of the shares when US\$750m of funding was raised in October 2018.

#### China Ding Yi Feng Holdings (Short CFD)

China Ding Yi Feng Holdings Limited operates as an investment holding company in Hong Kong and is currently suspended from trading. The valuation at 31 July 2019 is based on the unaudited consolidated NAV of the Company.



#### 18 Capital Resources and Gearing

The Company does not have any externally imposed capital requirements. The financial resources of the Company comprise its share capital and reserves, as disclosed in the Balance Sheet on page 50, and any gearing, which is managed by the use of derivative instruments. Financial resources are managed in accordance with the Company's investment policy and in pursuit of its investment objective, both of which are detailed in the Strategic Report on page 14. The principal risks and their management are disclosed in the Strategic Report on pages 15 to 17 and in Note 17 above.

The Company's gearing/(net cash position) at the year end is set out below:

Gearing/(net cash position)*	7.5%	(1.0%)
Total Shareholders' Funds	322,999	287,974
Gross Asset Exposure	347,355	285,172
Short futures	1,401	
Short CFDs	13,055	13,620
Total long exposures after the netting of hedges	332,899	271,552
Less: hedging exposure to Index linked put options	-	(4,918)
Less: hedging exposure to forward currency contracts	(69)	(95)
Total long exposures	332,968	276,565
Written put option	1,101	-
Long future	13,532	-
Long CFDs	5,654	2,726
Warrants	-	125
Long exposures to shares and equity linked notes	312,681	273,714
	exposure £'000	exposure £'000
	2019 gross asset	2018 gross asset

Gross Asset Exposure less Total Shareholders' Funds expressed as a percentage of Total Shareholders' Funds.

# 19 Transactions with the Manager and Related Parties

FIL Investment Services (UK) Limited is the Company's Alternative Investment Fund Manager and has delegated portfolio management and the role of company secretary to FIL Investments International ("FII"). Both companies are Fidelity group companies.

Details of the current fee arrangements are given in the Directors' Report on page 29. During the year, management fees of £2,262,000 (2018: £2,626,000) and secretarial and administration fees of £75,000 (2018: £75,000) were payable to FII. At the Balance Sheet date, management fees of £217,000 (2018: £222,000) and secretarial and administration fees of £6,000 (2018: £6,000) were accrued and included in other creditors. FII also provides the Company with marketing services. The total amount payable for these services during the year was £146,000 (2018: £108,000). At the Balance Sheet date, marketing services of £20,000 (2018: £11,000) were accrued and included in other creditors.

Disclosures of the Directors' interests in the ordinary shares of the Company and Directors' fees and taxable expenses relating to reasonable travel expenses payable to the Directors are given in the Directors' Remuneration Report on pages 37 and 38. In addition to the fees and taxable expenses disclosed in the Directors' Remuneration Report, £13,000 (2018: £12,000) of Employers' National Insurance Contributions was also paid by the Company.









# Notes to the Financial Statements continued

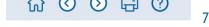
#### 20 Alternative Performance Measures

Total return is considered to be an alternative performance measure (as defined in the Glossary of Terms on page 80). NAV and diluted NAV total return includes reinvestment of the dividend in the NAV/diluted NAV of the Company on the ex-dividend date. Share price total return includes the reinvestment of the net dividend in the month that the share price goes ex-dividend.

The tables below provide information relating to the NAVs and share prices of the Company, the impact of the dividend reinvestments and the total returns for the years ended 31 July 2019 and 31 July 2018.

2019	Net asset value per ordinary share – undiluted	Net asset value per ordinary share – diluted	Share price
31 July 2018	419.36p	413.64p	412.00p
31 July 2019	447.16p	439.91p	455.50p
Change in year	+6.6%	+6.4%	+10.6%
Impact of dividend reinvestment	+1.6%	+1.5%	+1.7%
Total return for the year	+8.2%	+7.9%	+12.3%

2018	Net asset value per ordinary share – undiluted	Net asset value per ordinary share – diluted	Share price
31 July 2017	415.17p	407.77p	386.00p
31 July 2018	419.36p	413.64p	412.00p
Change in year	+1.0%	+1.4%	+6.7%
Impact of dividend reinvestment	+1.2%	+1.3%	+1.5%
Total return for the year	+2.2%	+2.7%	+8.2%



# Financial Calendar

# The key dates in the Company's calendar are:

31 July 2019	Financial Year End
October 2019	Announcement of results for the year ended 31 July 2019
October 2019	Publication of this Report
24 October 2019	Ex-dividend Date
25 October 2019	Dividend Record Date
29 November 2019	Final Subscription Shares exercise date
6 December 2019	Annual General Meeting
11 December 2019	Payment of the Dividend
31 January 2020	Half-Year End
April 2020	Announcement of the Half-Yearly results for the six months ended 31 January 2020
April 2020	Publication of the Half-Yearly Report









# Notice of Meeting

Notice is hereby given that the Annual General Meeting of Fidelity Asian Values PLC will be held at **4 Cannon Street, London EC4M 5AB** on 6 December 2019 at 11.00 am for the following purposes:

- To receive and adopt the Annual Report and Financial Statements for the year ended 31 July 2019.
- To declare that a final dividend for the year ended 31 July 2019 of 8.80 pence per ordinary share be paid to shareholders on the register as at close of business on 25 October 2019.
- 3. To re-elect Kate Bolsover as a Director.
- 4. To elect Clare Brady as a Director.
- 5. To re-elect Timothy Scholefield as a Director.
- 6. To re-elect Philip Smiley as a Director.
- 7. To re-elect Grahame Stott as a Director.
- 8. To re-elect Michael Warren as a Director.
- To approve the Directors' Remuneration Report (excluding the section headed The Remuneration Policy set out on page 36) for the year ended 31 July 2019.
- To reappoint Ernst & Young LLP as Auditor of the Company to hold office until the conclusion of the next general meeting at which Financial Statements are laid before the Company.
- To authorise the Directors to determine the Auditor's remuneration.

To consider and, if thought fit, pass the following special business resolutions of which Resolutions 12 and 15 will be proposed as ordinary resolutions and Resolutions 13 and 14 as special resolutions.

#### Authority to allot ordinary shares and dis-application of pre-emption rights

Resolutions 12 and 13 will, if approved, authorise the Directors to allot a limited number of ordinary shares (or to sell any ordinary shares which the Company elects to hold in Treasury) for cash without first offering such shares to existing ordinary shareholders pro rata to their existing holdings. The limit set by the Board is 10% of the number of ordinary shares of the Company (including Treasury shares) in issue on 14 October 2019. The Directors will only issue new ordinary shares, or dispose of ordinary shares held in Treasury, under this authority in order to take advantage of opportunities in the market as they arise and only if they believe it is advantageous to the Company's shareholders to do so. Any ordinary shares held in Treasury would be re-issued at no less than net asset value ("NAV") per share or at a premium to NAV per share. This would ensure that the net effect of repurchasing and then re-issuing the ordinary shares would enhance NAV per share.

12. THAT the Directors be and they are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company ("relevant securities") up to an aggregate nominal amount of £1,812,486 (approximately 10% of the aggregate nominal amount of the issued share capital of the Company (including Treasury shares) as at 14 October 2019) and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with Treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter, such authority to expire at the conclusion of the next Annual General Meeting ("AGM") of the Company or the date 15 months after the passing of this resolution, whichever is the earlier, but so that this authority shall allow the Company to make offers or agreements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry as if the authority conferred by this resolution had not expired. All previous unexpired authorities are revoked, but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities including in respect of the allotment of shares pursuant to the exercise of subscription share rights.

- 13. THAT, subject to the passing of Resolution 12, set out above, the Directors be and they are hereby authorised, pursuant to Sections 570-573 of the Act, to allot equity securities (as defined in Section 560 of the Act) for cash pursuant to the authority given by the said Resolution 12 and/or to sell ordinary shares held by the Company as Treasury shares for cash, as if Section 561 of the Act did not apply to any such allotment or sale, provided that this power shall be limited:
  - a) to the allotment of equity securities or sale of Treasury shares up to an aggregate nominal amount of £1,812,486 (approximately 10% of the aggregate nominal amount of the issued share capital of the Company (including Treasury shares) as at 14 October 2019); and
  - b) by the condition that allotments of equity securities or sales of Treasury shares may only be made pursuant to this authority at a price of not less than the NAV per share.

and this power shall expire at the conclusion of the next AGM of the Company or the date 15 months after the passing of this resolution, whichever is the earlier, save that this authority shall allow the Company to make offers or agreements before the expiry of this authority, and the Directors may allot equity securities in relation to such an offer or agreement as if the authority conferred by this resolution had not expired.

### Authority to repurchase ordinary shares

Resolution 14 is a special resolution which, if approved, will renew the Company's authority to purchase up to 14.99% respectively of the number of ordinary shares in issue (excluding Treasury shares) on 14 October 2019 either for immediate cancellation or for retention as Treasury shares, at the determination of the Board. Once shares are held in Treasury, the Directors may only dispose of them in accordance with the



relevant legislation by subsequently selling the shares for cash or cancelling the shares. Purchases of ordinary shares will be at the discretion of the Board and within guidelines set from time to time by the Board in the light of prevailing market conditions. Purchases of ordinary shares will only be made in the market at prices below the prevailing NAV per share, thereby resulting in an increased NAV per share.

- 14. THAT the Company be and is hereby generally and 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 ordinary shares of 25 pence each in the capital of the Company ("the shares") provided that:
  - a) the maximum number of shares hereby authorised to be purchased shall be 10,867,665;
  - b) the minimum price which may be paid for a share is 25 pence;
  - the maximum price which may be paid for each share is the higher of:
    - (i) an amount equal to 105% of the average of the middle market quotations for a share taken from the London Stock Exchange Official List for the five business days immediately preceding the day on which the share is purchased; and
    - (ii) the amount stipulated by Regulatory Technical Standards adopted by the European Commission pursuant to Article 5(6) of the Market Abuse Regulation (EU) No. 596/2014;
  - d) the authority hereby conferred shall expire at the conclusion of the next AGM of the Company unless such authority is renewed prior to such time; and
  - e) the Company may make a contract to purchase shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of shares pursuant to any such contract

# Changes to the Investment Objective, Investment Policy, Comparative Index and the Peer Group

Resolution 15 is an ordinary resolution which, if approved, will amend the Company's Investment Objective, the Investment Policy, the Comparative Index and the Peer Group. The full text of the Investment Objective and Investment Policy and the marked-up changes are in the Appendix to this Notice of Meeting on pages 75 and 76.

15. THAT the changes to the Investment Objective and the Investment Policy, as set out in the Appendix to this Notice of Meeting on pages 75 and 76, and the change to the Comparative Index from the MSCI All Countries Asia ex Japan Index (net) (in Sterling terms) to MSCI All Countries Asia ex Japan Small Cap Index (net) total returns (in Sterling terms) and the change in the Peer Group from the Asia Pacific to the Asia Pacific Smaller Companies, be and are hereby approved and adopted with effect from 1 February 2020.

By Order of the Board

#### **FIL Investments International**

Secretary 14 October 2019

#### Notes:

- Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company, but must attend the AGM to represent you. To appoint a proxy go to www.signalshares.com. If you need help with appointing a proxy online or require a paper proxy form, please contact our Registrar, Link Asset Services, on +44 (0) 371 664 0391, calls are charged at the standard geographic rate and will vary by provider. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9:00 - 17:30, Monday to Friday excluding public holidays in England and Wales.
- 2. To appoint a proxy via the share portal at www.signalshares.com, you will need to log in to your share portal account or register if you have not previously done so. To register you will need your Investor Code which can be found on your share certificate or dividend confirmation or by contacting our Registrar, Link Asset Services (details above). In the case of CREST members, you can vote by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in Note 5 below.
- 3. To be valid, an online proxy appointment or other instrument appointing a proxy must be received by our Registrar, Link Asset Services, no later than 11:00 on Wednesday 4 December 2019 or no later than 48 hours before any adjourned meeting, excluding non-business days. The appointment of a proxy will not prevent a shareholder attending the AGM and voting in person if he/she wishes to do so.
- 4. In the case of joint holders, the vote of the senior who tenders the vote shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members.

# fall







# Notice of Meeting continued

- To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer's agent RA10 by 11:00 on 4 December 2019. 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 Applications Host) from which the issuer's agent is able to retrieve the message. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and systems timings please refer to the CREST Manual. We may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001. In any case your proxy form must be received by the Company's Registrar no later than 11:00 on 4 December 2019.
- All members are entitled to attend and vote at the AGM and ask questions. The right to vote at the meeting will be determined by reference to the Register of Members as at close of business on 4 December 2019.
- 7. Any person to whom this notice is sent who is a person nominated under Section 146 of the Companies Act 2006 to enjoy information rights (a "Nominated Person") may, under an agreement between him and the member by whom he was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he may, under any such agreement, have a right to give instructions to the member as to the exercise of voting rights. The statement of the rights of members in relation to the appointment of proxies in Note 1 above does not apply to Nominated Persons. The right described in that paragraph can only be exercised by members of the Company.
- If the Chairman, as a result of any proxy appointments, is given discretion as to how the votes which are the subject of those proxies are cast and the voting rights in respect of those discretionary proxies, when added to the interests in the Company's securities already held by the Chairman, result in the Chairman holding such number of voting rights that he has a notifiable obligation under the Disclosure and Transparency Rules, the Chairman will make the necessary notifications to the Company and the Financial Conduct Authority. As a result, any member holding 3% or more of the voting rights in the Company who grants the Chairman a discretionary proxy in respect of some or all of those voting rights and so would otherwise have a notification obligation under the Disclosure and Transparency Rules, need not make separate notification to the Company and the Financial Conduct Authority.
- Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company has specified that to be

- entitled to attend and vote at the AGM (and for the purpose of determining the number of votes they may cast), members must be entered on the Register of Members by close of business on 4 December 2019. If the meeting is adjourned then, to be so entitled, members must be entered on the Register of Members at close of business on the day two days before the time fixed for the adjourned meeting, or, if the Company gives notice of the adjourned meeting, at any other time specified in that notice.
- 10. As at 14 October 2019 (the latest practicable date prior to the publication of this document) the Company's issued share capital consisted of 72,499,434 ordinary shares carrying one vote each and 11,103,030 subscription shares with no voting rights. No shares were held in Treasury. Therefore, the total number of voting rights in the Company as at 14 October 2019 was 72,499,434.
- 11. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
- 12. Shareholders and any proxies or representatives they appoint understand that by attending the meeting they are expressly agreeing that they are willing to receive any communications, including communications relating to the Company's securities, made at the meeting.
- 13. It is possible that, pursuant to requests made by members of the Company under Section 527 of the Companies Act 2006, the Company may be required to publish on its website a statement setting out any matter relating to 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 any circumstance connected with an Auditor of the Company ceasing to hold office since the previous meeting at which the Annual Report and Financial Statements were laid. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with such requests. Where the Company is required to place a statement on a website under Section 527 of the Companies Act 2006, it must forward the statement to the Company's Auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required under Section 527 of the Companies Act 2006 to publish on its website.
- 14. No Director has a service contract with the Company.
- 15. A copy of this notice and other information required by Section 311A of the Companies Act 2006 is published on the Company's website at www.fidelityinvestmenttrusts.com.

Registered office: Beech Gate, Millfield Lane, Lower Kingswood, Tadworth, Surrey KT20 6RP.





#### Changes to the Investment Objective and Investment Policy

The proposed new Investment Objective and Investment Policy for the Company, as proposed in resolution 15 on page 73 of the Notice of Meeting, is set out below. Changes to the existing Investment Objective and Investment Policy are marked in black-line.

#### The Company's Objective

The Company's objective is to achieve long-term capital growth principally from the stockmarkets of the Asian region\* excluding Japan. The Company's performance will be measured against the return of the MSCI AC Asia ex Japan Small Cap Index (net) total return (in Sterling terms).

#### **Investment Policy**

The Company seeks to meet its investment objective through investment in a diversified portfolio of securities and instruments issued by or related to companies listed on the stockmarkets in the Asian Region\* excluding Japan but investments may be made in companies listed elsewhere, which in the opinion of the Portfolio Manager, have significant interests in the Asian region\*, excluding Japan.

In order to diversify the Company's portfolio, the Board has set broad guidelines for the Manager which the Board reserves the right to amend as it sees fit, in respect of the country weightings of the portfolio. The Company may invest directly in the shares of companies or directly through equity related instruments (such as derivative contracts, warrants or convertible bonds) and in debt instruments. The Company may also invest in unquoted securities and in other investment funds, subject to the investment restrictions set out below.

#### **Investment Restrictions**

The Company will invest and manage its assets with an objective of spreading risk with the following investment restrictions:

- no single or aggregate investment in any one company or other investment entity shall represent more than 10 per cent. of the Company's Gross Assets, measured at the time of any investment.
- up to 5 per cent. of its Gross Assets measured at the time of investment in securities which are not listed on any stock exchange. However the Portfolio Manager will not normally make any such investment, except where it is expected that the securities will become listed on a stock exchange in the foreseeable future.
- up to 15 per cent. of its Gross Assets at the time of investment in other investment funds (whether listed or unlisted) where such funds offer the only practicable means of gaining exposure to a particular market in the Asian region\*, excluding Japan and within that limit, no more than 10 per cent. at the time of investment of the Company's Gross Assets may be invested in funds that do not have stated policies to invest more than 15 per cent. of their Gross Assets in other listed closed-ended funds.
- up to 5 per cent. of its Gross Assets measured at the time of investment in securities which are not listed or domiciled in the Asian Region\*, provided the investments have a strong Asian Region\* rationale.

The Company is permitted to invest in Non-Voting Depository Receipts, American Depository Receipts, Global Depositary Receipts and Equity Linked Notes. Any such investment will be included in the relevant aggregate country weighting.

The Company is not expected to undertake any foreign currency hedging of its portfolio, but reserves the right to do so.

#### **Use of Derivative Instruments**

The Company may utilise derivative instruments, including index-linked notes, futures, contracts for differences ("CFDs"), call options (including covered calls), put options and other equity related derivative instruments to meet the investment objectives of the Company. Derivatives usage will focus on, but will not be limited to the following investment strategies:

- as an alternative form of gearing to bank loans. The Company would enter into long CFDs which would achieve an equivalent effect to buying an asset financed by bank borrowing but often at lower financing costs.
- To hedge equity market risks where suitable protection can be purchased to limit the downside of a falling market at a
  reasonable cost.
- To enhance the investment returns by taking short exposures on stocks that the Investment Manager considers to be over-valued.

<sup>\*</sup> Asian Region means the continent of Asia (including Hong Kong, South Korea, Thailand, Singapore, Malaysia, Taiwan, Indonesia, Philippines, China, India, Pakistan and Sri Lanka, but excluding Japan, the countries comprising the former U.S.S.R. and the Middle East), together with Australasia.



# Appendix continued

The Board has created strict policies and exposure limits and sub-limits to manage derivatives.

Derivative use is limited in terms of the value of the total portfolio to which the investor (i.e. the Company) is exposed, whether through direct or indirect investment (including through derivatives). The Board adopts the policy that:

- Net Market Exposure will not exceed the NAV of the Company by more than 30 per cent.; and
- Gross Asset Exposure will not exceed the NAV of the Company by more than 40 per cent.

It is the current intention of the Board that, in normal market circumstances the Portfolio Manager will maintain Net Market Exposure in the range of 90 per cent. to 115 per cent.

The sum of all short exposures of the Company under derivatives, excluding hedges, will not exceed 10 per cent. of the total net assets.

It should be stressed that the majority of the Company's exposure to equities will be through direct investment, not through derivatives. In addition, the limits on exposure to individual companies and groups will be calculated after translating all derivative exposures into economically equivalent amounts of the underlying assets.



# Shareholder Information

#### **Subscription Share Holders**

If you hold subscription shares, the final exercise date will be 29 November 2019, as previously communicated during the year. Further information is also available on the Company's website. As at close of business on 14 October 2019, the price of the Ordinary Share was 419p (source: FIL International Limited).

#### **Investing in Fidelity Asian Values PLC**

Fidelity Asian Values PLC is a company listed on the London Stock Exchange and you can buy its shares through a platform, stockbroker, share shop or bank. Fidelity also offers a range of options, so that you can invest in the way that is best for you. Details of how to invest and the latest Key Information Document can be found on Fidelity's website at: www.fidelityinvestmenttrusts.com

#### **CONTACT INFORMATION**

Shareholders and Fidelity's Platform Investors should contact the appropriate administrator using the contact details given below and in the next column. Links to the websites of major platforms can be found online at: www.fidelityinvestmenttrusts.com

#### Shareholders on the main share register

Contact Link Asset Services, Registrar to Fidelity Asian Values PLC, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU.

Telephone: **0371 664 0300** (calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9:00 – 17:30, Monday to Friday excluding public holidays in England and Wales).

#### Email: enquiries@linkgroup.co.uk

Details of individual shareholdings and other information can also be obtained from the Registrar's Share Portal at **www.signalshares.com**. Shareholders are able to manage their shareholding online by registering for the Share Portal, a free and secure online service. Facilities include:

Account Enquiry – Shareholders can access their personal shareholding, including share transaction history, dividend payment history and obtain an up-to-date shareholding valuation.

Amendment of Standing Data – Shareholders can change their registered postal address and add, change or delete dividend mandate instructions. Shareholders can also download forms such as change of address, stock transfer and dividend mandate forms as well as buy and sell shares in the Company.

Should you have any queries in respect of the Link Share Portal, contact the helpline on **0371 664 0300** (calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9:00 – 17:30, Monday to Friday excluding public holidays in England and Wales).

#### Link Share Dealing Service

Link Asset Services offer a low cost share dealing service to buy or sell shares. Further information is available at **www.linksharedeal.com**, or by telephoning **0371 664 0445** (calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open 8:00 - 16:30, Monday to Friday excluding public holidays in England and Wales). The Link Share Dealing Service allows you to deal in the shares of other companies for which Link Asset Services acts as Registrar, provided you are already a shareholder in the relevant company, and that company offers the Share Deal facility to its shareholders.

#### Dividend Reinvestment Plan

Link Asset Services offer a Dividend Re-investment Plan which is a convenient way for shareholders to build up their shareholding by using their dividend money to purchase additional shares in the Company. The Plan is provided by Link Asset Services, a trading name of Link Market Services Trustees Limited which is authorised and regulated by the Financial Conduct Authority.

For more information and an application pack call **0371 664 0381** between 9:00 – 17:30 Monday to Friday. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the UK will be charged at the applicable international rate. Alternatively you can email: **shares@link.co.uk** or log on to **www.signalshares.com**.

#### **Fidelity Platform Investors**

Contact Fidelity, using the freephone numbers given below, or by writing to: UK Customer Service, Fidelity International, Oakhill House, 130 Tonbridge Road, Hildenborough, Tonbridge, Kent TN11 9DZ.

Website: www.fidelity.co.uk/its

Private investors: call free on **0800 41 41 10**, 9:00 - 18:00, Monday to Saturday.

Financial advisers: call free on **0800 41 41 81**, 8:00 - 18:00, Monday to Friday.

#### **General enquiries**

General enquiries should be made to the Secretary, at the Company's registered office: FIL Investments International, Investment Trusts, Beech Gate, Millfield Lane, Lower Kingswood, Tadworth, Surrey KT20 6RP.

Telephone: 01732 361144

Email: investmenttrusts@fil.com

Website: www.fidelityinvestmenttrusts.com

If you hold Fidelity Asian Values PLC shares in an account provided by Fidelity International, you will receive a report every six months detailing all of your transactions and the value of your shares.

#### **ShareGift**

You may donate your shares to charity free of charge through ShareGift. Further details are available at **www.sharegift.org.uk** or by telephoning **020 7930 3737**.









# Shareholder Information continued

### General Data Protection Regulation ("GDPR")

#### What personal data is collected and how it is used

The Company is an investment trust which is a public limited company and, has certain regulatory obligations such as the requirement to send documents to its shareholders, for example the Annual Report, proxy forms and other documents that relate to meetings of the Company. The Company will therefore collect shareholders' personal data such as names, addresses and identification numbers or investor codes and will use this personal data to fulfil its statutory obligations.

Any personal data collected will be kept securely on computer systems and in some circumstances on paper. Personal information is kept secure in line with Fidelity's Information Security policies and standards. If you are unhappy with how we have used your personal data, you can complain by contacting the UK Data Protection Officer at Fidelity International, Beech Gate, Millfield Lane, Surrey KT20 6RP.

#### Sharing personal data

In order to assist the Company in meeting its statutory requirements, the Company delegates certain duties around the processing of this data to its third party service providers, such as the Company's Registrar and Printers. The Company has appointed Fidelity to undertake marketing activities for the Company and their privacy statement can be found on the Company website at <a href="https://investment-trusts.fidelity.co.uk/privacy-policy/">https://investment-trusts.fidelity.co.uk/privacy-policy/</a>

The Company's agreements with the third party service providers have been updated to be compliant with GDPR requirements. The Company confirms to its shareholders that their data will not be shared with any third party for any other purpose, such as for marketing purposes. In some circumstances, it may be necessary to transfer shareholders' personal data across national borders to Fidelity Group entities operating in the European Economic Area ("EEA"). Where this does occur, the European standard of protections will be applied to the personal data that is processed. Where personal data is transferred within the Fidelity group but outside of the EEA, that data will subsequently receive the same degree of protection as it would in the EEA.

#### How long will personal data be kept for?

We will keep the personal data for as long as is necessary for these purposes and no longer than we are legally permitted to do so.

#### Requesting access, making changes to your personal data and other important information

Shareholders can access the information that the Company holds about them or ask for it to be corrected or deleted by contacting Fidelity's UK Data Protection Officer, Fidelity International, Beech Gate, Millfield Lane, Surrey KT20 6RP.



### **Managers and Advisors**

# Alternative Investment Fund Manager (AIFM/the Manager)

FIL Investment Services (UK) Limited Oakhill House 130 Tonbridge Road Hildenborough Tonbridge Kent TN11 9DZ

# Investment Manager, Secretary and Registered Office

FIL Investments International
Beech Gate
Millfield Lane
Lower Kingswood
Tadworth
Surrey
KT20 6RP

Email: investmenttrusts@fil.com

#### **Banker and Custodian**

JPMorgan Chase Bank 125 London Wall London EC2Y 5AJ

#### **Depositary**

J.P.Morgan Europe Limited 25 Bank Street London E14 5JP

#### Financial Adviser and Stockbroker

Stifel Nicolaus Europe Ltd 150 Cheapside London EC2V 6ET

#### **Independent Auditor**

Ernst & Young LLP 25 Churchill Place London E14 5EY

### Lawyer

Charles Russell Speechlys LLP 5 Fleet Place London EC4M 7RD

#### Registrar

Link Asset Services
The Registry
34 Beckenham Road
Beckenham
Kent
BR3 4TU

### Company Information

The Company was launched on 13 June 1996 with one warrant attached to every five shares. The original subscription price for each share was £1 (the final subscription date for the warrants was December 2006). The Company issued one subscription share for every five ordinary shares held on 4 March 2010 with a final subscription date of May 2013. A further subscription share issue was made on 2 December 2016 on the basis of one subscription share for every five held by qualifying investors. The final date for exercising these subscription shares is 29 November 2019.

The Company is a member of The Association of Investment Companies (the "AIC") from whom general information on investment trusts can be obtained by telephoning **020 7282 5555** (email address: **enquiries@theaic.co.uk**).

#### Price Information

The share price of Fidelity Asian Values PLC is published daily in The Financial Times under the heading "Investment Companies". It is also published in The Times and The Daily Telegraph. Price and performance information is also available at **www.fidelityinvestmenttrusts.com**.

Investors can also obtain current price information by telephoning Fidelity for free on **0800 41 41 10** or FT Cityline on **0905 817 1690**, (voice activated service – calls charged at 60p per minute on a per second basis from a BT landline. Charges for other telephone networks may vary). The Reuters code for Fidelity Asian Values PLC's ordinary shares is FAS.L, the sedol is 0332231 and the ISIN is GB0003322319. The sedol for the subscription shares is BDQZFV5 and the ISIN is GB00BDQZFV55.

#### Net Asset Value ("NAV") Information

The Company's NAV is calculated and released to the London Stock Exchange on a daily basis.

### **Capital Gains Tax**

All UK individuals under present legislation are permitted to have £12,000 of capital gains in the current tax year 2019/2020 (2018/2019: £11,700) before being liable for capital gains tax. Capital gains tax is charged at 10% and 20% dependent on the total amount of taxable income.









# Glossary of Terms

#### **AIF**

Alternative Investment Fund ("AIF"). The Company is an AIF.

#### **AIFM**

Alternative Investment Fund Manager ("AIFM"). The Board has appointed FIL Investment Services (UK) Limited to act as the Company's AIFM (the Manager).

#### **AIFMD**

The Alternative Investment Fund Managers' Directive ("AIFMD") is a European Union Directive implemented on 22 July 2014.

#### **Alternative Performance Measures**

The Company uses the following Alternative Performance Measures which are all defined in this Glossary of Terms:

- Discount/Premium;
- Net Asset Value (NAV) per Share;
- · Ongoing Charges;
- Return (Revenue, Capital and Total Returns); and
- Total Return Performance.

#### **American Depositary Receipt (ADR)**

A negotiable certificate issued by a US bank representing a specified number of shares in a foreign stock that is traded on a US Exchange.

# **Capital Gains Tax (CGT)**

The tax you may have to pay if you sell your shares at a profit.

#### **Collateral**

Assets provided as security.

### **Comparative Index**

MSCI All Countries Asia ex Japan Index (net) total return (in Sterling terms).

#### **Contract for Difference (CFD)**

A contract for difference is a derivative. It is a contract between the Company and an investment house at the end of which the parties exchange the difference between the opening price and the closing price of an underlying asset of the specified financial instrument. It does not involve the Company buying or selling the underlying asset, only agreeing to receive or pay the movement in its share price. A contract for difference allows the Company to gain access to the movement in the share price by depositing a small amount of cash known as margin. The Company may reason that the asset price will rise, by buying ("long" position) or fall, by selling ("short" position). If the Company holds long positions, dividends are received and interest is paid. If the Company holds short positions, dividends are paid and interest is received.

#### **Corporation Tax**

The UK tax the Company may have to pay on its profits for a year. As an investment trust company, the Company is exempt from UK corporation tax on its capital gains and does not pay tax on any UK dividends. It can also offset expenses against any taxable income and consequently it is tax efficient and does not pay corporation tax.

#### Custodian

An entity that holds (as intermediary) the Company's assets, arranges the settlement of transactions and administers income, proxy voting and corporate actions. The Company's Custodian is JPMorgan Chase Bank.

#### **Depositary**

An entity that oversees the custody, cash arrangements and other AIFM responsibilities of the Company. J.P.Morgan Europe Limited act as the Company's Depositary.

#### **Derivatives**

Financial instruments (such as futures, options and contracts for difference) whose value is derived from the value of an underlying asset.

#### **Diluted Net Asset Value per Ordinary Share**

The diluted net asset value per ordinary share reflects what the net asset value per ordinary share would have been if all the rights attached to the outstanding subscription shares had been exercised at the year end date. A dilution occurs when the exercise price of the subscription share rights is less than the net asset value per ordinary share.

#### **Discount**

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

#### **Equity Linked Notes**

Debt instruments whose return on investment is linked to specific equities or equity markets. The return on equity linked notes may be determined by an equity index, a basket of equities, or a single equity.

#### Fair Value

The fair value is the best measure of the realisable value of the investments, including derivatives, at a point in time and this is measured as:

- Listed investments valued at bid prices, or last market prices, as available, otherwise at published price quotations;
- Unlisted investments valued using an appropriate valuation technique in the absence of an active market;
- Contracts for difference valued as the difference between the settlement price of the contract and the underlying shares in the contract (unrealised gains or losses);
- Futures and options valued at the quoted trade price for the contract; and
- Forward currency contracts valued at the appropriate quoted forward foreign exchange rate ruling at the Balance Sheet date.

#### **Forward Currency Contract**

Agreement to buy or sell a currency at a specified future date and at a pre-agreed price.



#### **Futures**

Agreements to buy or sell a stated amount of a security at a specific future date and at a pre-agreed price.

#### Gearina

Gearing describes the level of the Company's exposure and is expressed as a percentage of shareholders' funds. It reflects the amount of exposure the Company uses to invest in the market. It can be obtained through the use of bank loans, bank overdrafts and derivatives, in order to increase the Company's exposure to investments. If assets rise in value, gearing magnifies the return to shareholders. Correspondingly, if assets fall in value, gearing magnifies the fall. Derivatives are used as a way of gaining exposure to the price movements of shares without buying the underlying shares directly.

#### **Gearing Percentage**

In a simple example, if a company has £100 million of net assets and a total portfolio of £108 million, with £8 million of borrowings (either via bank loans or derivatives), then the shareholders' funds are 8% geared. Normally, the higher the gearing percentage, the more sensitive the Company's shares will be to the movements up and down in the value of the investment portfolio.

#### **Gross Asset Exposure**

A measure of the Company's total equity exposure. It is calculated as the sum of all long exposures, after taking account of hedging positions and the absolute value of all short exposures.

#### Hedging

A strategy aimed at minimising or eliminating the risk or loss through adverse movements normally involving taking a position in a derivative such as a future or an option.

#### Manager

FIL Investment Services (UK) Limited is the appointed Manager under the Alternative Investment Fund Managers' Directive ("AIFMD"), and has delegated the portfolio management of assets to FIL Investments International.

#### **Net Asset Value (NAV)**

Net asset value is sometimes also described as "shareholders' funds", and represents the total value of the Company's assets less the total value of its liabilities. For valuation purposes it is common to express the net asset value on a per ordinary share basis.

#### **Net Asset Value per Ordinary Share**

The net asset value divided by the number of ordinary shares in issue.

### **Net Market Exposure**

A measure of the Company's net equity exposure. It is calculated as the total of all long exposures (less the total of any exposures hedging the portfolio) less the total of all short exposures.

### **Ongoing Charges**

Total operational expense (excluding finance costs and taxation) incurred by the Company as a percentage of average net asset values.

#### **Options**

An option is a contract which gives the right but not the obligation to buy or sell an underlying asset at an agreed price on or before an agreed date. Options may be calls (buy) or puts (sell) and are used to gain or reduce exposure to the underlying asset on a conditional basis.

#### **Portfolio Manager**

Nitin Bajaj is the appointed Portfolio Manager of the Company and is responsible for managing the Company's assets.

#### **Pre-emption Rights**

Section 561 of the Companies Act 2006 provides that a company offering a new issue of shares must first make an offer of these shares, on the same or more favourable terms, in proportion to the nominal value held to existing shareholders. At each Annual General Meeting, the Board seeks shareholder approval to disapply pre-emption rights provision, up to 10% of the Company's issued share capital.

#### Premium

If the share price of the Company is higher than the net asset value per ordinary share, the Company's shares are said to be trading at a premium. The premium is shown as a percentage of the net asset value per ordinary share.

### Registrar

An entity that manages the Company's shareholder register. The Company's Registrar is Link Asset Services.

### Return

The return generated in a given period from investments:

- Revenue Return reflects the dividends and interest from investments and other income net of expenses, finance costs and taxation;
- Capital Return reflects the return on capital, excluding any revenue return; and
- Total Return reflects the aggregate of revenue and capital returns.

#### **Shareholders' Funds**

Shareholders' funds are also described as net asset value and represent the total value of the Company's assets less the total value of its liabilities as shown in the balance sheet.

#### **Total Return Performance**

The return on the share price or net asset value per ordinary share taking into account the rise and fall of share prices and the dividends paid to shareholders. Any dividends received by the shareholder are assumed to have been reinvested for additional shares (for share price total return) or in the Company's assets (for net asset value total return).

#### **Treasury Shares**

Ordinary shares of the Company that have been repurchased by the Company and not cancelled but held in Treasury. These shares do not receive dividends, have no voting rights and are excluded from the net asset value per ordinary share calculation.



# Alternative Investment Fund Manager's Disclosure

In compliance with the Alternative Investment Fund Managers' Directive ("AIFMD"), the Board has appointed FIL Investment Services (UK) Limited ("FISL") (a Fidelity group company) as the Company's Alternative Investment Fund Manager ("AIFM"). FISL has delegated the portfolio management and company secretarial function to FIL Investments International (another Fidelity group company). Details of the current Management Agreement can be found in the Directors' Report on page 29.

The table below discloses information required by the Alternative Investment Fund Managers Regulations 2013.

Function	AIFM Role and Responsibility	AIFMD Disclosure
Investment management	The AIFM provides portfolio management of assets and investment advice in relation to the assets of the Company. It has delegated this function to FIL Investments International.  The Board remains responsible for setting the investment strategy, investment policy and investment guidelines and the AIFM operates within these guidelines.	Details of the Company's investment objective, its strategy and investment policy, including limits, are on pages 14 and 15.
Risk management	The AIFM has a responsibility for risk management for the Company which is in addition to the Board's corporate governance responsibility for risk management.  The Company has a Risk Management Process Document which is agreed with the Board and demonstrates that risk management is separated functionally and hierarchically from operating units and demonstrates independence safeguards. The Manager maintains adequate risk management systems in order to identify, measure and monitor all risks at least annually under AIFMD. The Manager is responsible for the implementation of various risk activities such as risk systems, risk profile, risk limits and testing.  The Board, as part of UK corporate governance, remain responsible for the identification of significant risks and for the ongoing review of the Company's risk management and internal control processes.	The AIFM has an ongoing process for identifying, evaluating and managing the principal risks faced by the Company and this is regularly reviewed by the Board. The Board remains responsible for the Company's system of internal control and for reviewing its effectiveness. Further details can be found in the Strategic Report on pages 15 to 17 and in Note 17 to the Financial Statements on pages 62 to 68.
Valuation of illiquid assets	The Directive requires the disclosure of the percentage of the Alternative Investment Fund's assets which are subject to special arrangements arising from their illiquid nature. Further, any new arrangements for managing the liquidity of the Company must be disclosed.	Not Applicable.

Function	AIFM Role and Responsibility	AIFMD Disclosure
Leverage	The Company uses leverage to increase its exposure to the stockmarkets of the Asian Region (excluding Japan) and currently holds derivative instruments to achieve this. The AIFM has set maximum levels of leverage that are reasonable. It has implemented systems to calculate and monitor compliance against these limits and has ensured that the limits have been complied with at all times.  There are two methods of leverage – the Gross Method which does not reduce exposure for hedging; and the Commitment Method which does reduce exposure for hedging.	The maximum leverage limits are 1.80 for the Gross Method of calculating leverage and 1.50 for the Commitment Method. There have been no changes to the maximum level of leverage that the Company may employ during the year.  At 31 July 2019, actual leverage was 1.19 for the Gross Method and 1.14 for the Commitment Method.
Liquidity management	The AIFM, in consultation with the Board, maintains a liquidity management policy which is considered at least annually.	No new arrangements for managing the liquidity of the Company have been made. Further details can be found in Note 17 on page 65.
Remuneration of the AIFM	The AIFM operates under the terms of Fidelity International's Global Remuneration Policy. This ensures that the AIFM complies with the requirements of the FCA's Remuneration Code (SYSC19A); the AIFM Remuneration Code (SYSC19B) and the BIPRU Remuneration Code (SYSC19C).	Details of Fidelity International's Global Remuneration Policy can be found at www.fidelityinternational.com/global/remuneration/default.page.

### EU Securities Financing Transactions Regulation ("SFTR")

The following disclosures relate to contracts for difference ("CFDs") held by the Company which may be considered Total Return Swaps under the SFTR, which came into force on 12 January 2016.

As at 31 July 2019, all CFDs were contracted bilaterally with open maturities:

Broker	Fair Value £'000	Percentage of Net Assets	Collateral Granted £'000	Collateral Received £'000
HSBC Bank plc (UK)	(10)	0.00%	-	295
UBS AG	(298)	(0.09%)	-	360
Goldman Sachs International (UK)	100	0.03%	-	-

There was no collateral granted and held in a segregated account on behalf of the Company for the year ended 31 July 2019. The total return for the year ended 31 July 2019 from CFDs was a loss of £153,000.























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