**Company No: 11194060** 

## BAILLIE GIFFORD US GROWTH TRUST PLC (Passed 2 October 2025)

At the Annual General Meeting of the Baillie Gifford US Growth Trust plc (the 'Company') duly convened and held at the offices of Baillie Gifford & Co in Edinburgh (Calton Square, 1 Greenside Row, Edinburgh EH1 3AN) on Thursday, 2 October 2025 at 12.00pm, all resolutions were passed, except for resolution 11, including the following:

## **Special Resolution**

- 12. That, in substitution for any existing authority but without prejudice to the exercise of any such authority prior to the date hereof, the Company be 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(4) of the Act) of fully paid ordinary shares of 1p each in the capital of the Company ('ordinary shares') (either for retention as treasury shares for future reissue, resale or transfer or for cancellation) provided that:
  - a) the maximum aggregate number of ordinary shares hereby authorised to be purchased is 42,036,262, or, if less, the number representing approximately 14.99% of the issued ordinary share capital (excluding treasury shares) of the Company as at the date of the passing of this Resolution;
  - b) the minimum price (excluding expenses) which may be paid for each ordinary share shall be the nominal value of that share;
  - c) the maximum price (excluding expenses) which may be paid for any ordinary share purchased pursuant to this authority shall not be more than the higher of:
    - (i) 5% above the average closing price on the London Stock Exchange of an ordinary share over the five business days immediately preceding the day of purchase; and
    - (ii) the higher of the price of the last independent trade and the highest current independent bid for an ordinary share in the Company on the trading venues where the market purchases by the Company pursuant to the authority conferred by this Resolution 12 will be carried out; and
  - d) unless previously varied, revoked or renewed by the Company in a general meeting, the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting, save that the Company may, prior to such expiry, enter into a contract to purchase ordinary shares under such authority which will or might be completed or executed wholly or partly after the expiration of such authority and may make a purchase of ordinary shares pursuant to any such contract or contracts.



Authorised Signatory of Baillie Gifford & Co Limited, Company Secretary to Baillie Gifford US Growth Trust plc 2 October 2025