

COMPANY NUMBER : 00223583

Annual Report 2011

JPMorgan Japanese
Investment Trust plc

Annual Report & Accounts for the year ended 30th September 2011

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J.P.Morgan
Asset Management

Features

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Objective

Capital growth from Japanese investments

Investment Policy

- To maintain a portfolio almost wholly invested in Japan
- To use gearing to increase potential returns to shareholders. The Company's gearing policy is to operate within a range of 95% to 115% invested in normal market conditions
- To invest no more than 15% of its gross assets in any listed company (including investment trusts)

Further details on investment policies and risk management are given in the Directors' Report on page 16

Benchmark

The Tokyo Stock Exchange 1st Section Index ('TOPIX') expressed in sterling terms

Capital Structure

UK domiciled

Full listing on London Stock Exchange

As at 30th September 2011 the Company's share capital comprised 161 318 078 (2010 161 458 078) ordinary shares of 25p each

Management Company

The Company employs JPMorgan Asset Management (UK) Limited ('JPMAM' or the 'Manager') to manage its assets

Financial Results

Total returns (includes dividends reinvested)

+5.9%

Return to shareholders¹
(2010: +3.9%)

+3.9%

Return on net assets²
(2010: +3.7%)

+2.8%

Benchmark return^{1,3}
(2010: +0.9%)

3.3p

Dividend
(2010: 2.8p)

Performance

for periods ended 30th September 2011



A glossary of terms and definitions is provided on page 54

¹Source: Morningstar

²Source: J.P. Morgan.

³Source: Datastream. The Company's benchmark is the Tokyo Stock Exchange 1st Section Index (TOPIX) expressed in sterling terms

Chairman's Statement

It has been a challenging year for Japan as its citizens have had to cope with the terrible earthquake and tsunami in Eastern Japan on 11th March. The business community have had to deal with ongoing power shortages and supply chain problems exacerbated by a distinct lack of political leadership. Despite these setbacks the Board and Investment Manager believes there are strong opportunities to identify Japanese companies that will deliver good results for shareholders.

Investment Performance

Over the year to 30th September 2011, your Company produced a total return on net assets in sterling terms of 3.9%, outperforming the total return in sterling of the Tokyo Stock Exchange First Section (TOPIX) Index (our benchmark) of 2.8% by 1.1%. The share price total return was 5.9%.

Revenue and Dividends

The Company's revenue position has continued to strengthen with earnings per share for the full year rising to 3.49p (2010: 2.91p). The Board proposes, subject to shareholders' approval at the AGM, to pay a final dividend of 3.3p per share (2010: 2.80p) – an increase of 17.9%. The dividend would be payable on 21st December 2011 to shareholders on the register at the close of business on 2nd December 2011. It remains important to stress that dividend streams from Japan depend to a considerable degree on the construction of the portfolio at any given time. This year's payment therefore should not be taken as any indication of future dividend payments.

Gearing

The Board of Directors sets the overall strategic gearing policy and guidelines and reviews these at each meeting. The investment managers then manage the gearing within these agreed levels. At the year-end on 30th September 2011, the Company was ungeared and held a small net cash position of 0.6% in the portfolio. The management of gearing has been active during the year with the level having ranged between a geared position of 71% and a net cash position of 3.0% during the year.

Investment Manager

The Company's objective is to provide shareholders with capital growth from a portfolio of investments in Japanese companies. Shareholders will be pleased to see that, again this year, your Investment Manager has achieved some outperformance against the TOPIX index used as our benchmark.

Board of Directors

Two Directors are seeking re-election at this year's Annual General Meeting. The Director retiring by rotation is David Pearson, who being eligible offers himself for re-election. In addition, I, having served as a Director for in excess of nine years, therefore also retire and will seek re-election. The Board does not believe that length of service in itself should disqualify a Director from seeking re-election and, in proposing my re-election, it has taken into account the ongoing requirements of the

UK Corporate Governance Code, including the need to refresh the Board and its Committees. David contributes significantly to the Board's deliberations and I have no hesitation in recommending his re-election.

Articles of Association

The Company's Articles are being amended to allow the Company to increase the aggregate Directors' fees payable in any one year, in case an additional member of the Board needs to be recruited. The Directors recommend that shareholders vote in favour of the proposed resolution.

Authority to Repurchase the Company's Shares

At last year's AGM, shareholders granted the Directors' authority to repurchase up to 14.99% of the Company's shares for cancellation. The Company repurchased 0.1% of the Company's issued share capital (140,000 shares) for cancellation during the year. The Directors believe that the power to buyback shares is of ongoing benefit to shareholders and therefore propose that the authority be renewed for a further period.

Annual General Meeting

This year's Annual General Meeting will be held on 20th December 2011 at 2.00 p.m. at Trinity House, Tower Hill, London EC3N 4DH. As in previous years, in addition to the formal part of the meeting, there will be a presentation from the Investment Managers who will answer questions on the portfolio and performance. There will also be an opportunity to meet the Board, the Investment Managers and representatives of J.P. Morgan after the meeting. I look forward to welcoming as many of you as possible to this meeting. If you have any detailed or technical questions, it would be helpful if you could raise these in advance of the meeting with the Company Secretary at Finsbury Dials, 20 Finsbury Street, London EC2Y 9AQ. Shareholders who are unable to attend the AGM are encouraged to cast their votes by proxy.

Prospects

Your Investment Manager believes that there will be a sharp difference between those companies that succeed and those that will not in future. The Company has the added benefit of its physical location in Tokyo helping to identify long-term country, sector and stock specific themes. Despite the number of unknown macro-economic variables, which explains the low level of borrowing at the end of the financial year and the current ungeared position, we are positive over the long-term view. Achieving good investment results remains imperative and your Board will monitor the ongoing investment operations to ensure that this continues.

Jeremy Paulson-Ellis
Chairman

17th November 2011

Investment Manager's Report

The key focus of the Company's holdings remains very much as last year although the number of holdings have been reduced to those companies that have strong balance sheets and are not affected by macro-economic issues - Japanese companies that have an opportunity to grow in Asia those that are prioritising shareholder returns and those that are in structural growth niches within the domestic economy Encouragingly this approach has provided another year of outperformance against our benchmark index

The Great East Japan Earthquake

The triple disaster in March led to a significant slowdown in the economy as factories shut supply chains were damaged and power was rationed Encouragingly, the recovery from this tragedy has been far quicker than many expected and production has now normalised for most companies Disciplined power consumption during the summer months meant that further significant disruptions were avoided The key long-term consequence will be a reappraisal of Japan's energy policy, a process that has already begun

The Economy

The speed of the global economic recovery following the 2008 Lehman disaster has been a disappointment Unemployment in the United States has remained at historically high levels The Eurozone crisis has deepened as politicians have failed to deal with many of the key issues Many countries are proceeding with austerity measures at the same time as economic growth falters This does not bode well for future growth By contrast Asia has remained robust and Japan is fortunate that by geographic chance it is located in the heart of a region undergoing a transformation Japanese exports to Asia are now larger than to the US and Europe combined and many of the products in demand in these areas are key areas of Japanese competitive strength

Currency

The strength of the Japanese Yen has been a feature of the last four years The Yen now trades at a multi-year high against many currencies including the US Dollar the British Pound and the Euro Against the Pound the exchange rate has moved from ¥250 in the middle of 2007 to around ¥120 currently The strength of the Yen is important because many of Japan's key competitor nations have very weak currencies It is remarkable that Japanese manufacturers have dealt so well with this rapidly appreciating currency Nissan, for example, continues to move substantial production outside of Japan while Canon has been able to keep operating margins above 10%

Politics

At the end of August Yoshihiko Noda was elected Japan's sixth prime minister in five years He succeeded Naoto Kan who stepped down under pressure of this handling of the March earthquake and subsequent nuclear crisis Furthermore there have now been eight finance ministers in the last three years Clearly, this level of turnover of senior politicians is not helpful However, Japan's bureaucracy is strong and these changes have close to no impact on individual companies

Performance attribution for the year ended 30th September 2011		
	%	%
Contributions to total returns		
Benchmark return		2.8
Stock/Sector	2.5	
Gearing/cash	-0.6	
Investment manager contribution		1.9
Portfolio total return		4.7
Management fee/other expenses	-0.8	
Share repurchases	—	
Other effects		-0.8
Return on net assets		3.9
Source: JPMAM and Morningstar		
All figures are on a total return basis.		
Performance attribution analyses how the Company achieved its performance relative to its benchmark		
A glossary of terms and definitions is provided on page 54		

Portfolio Strategy and Performance

There are many long-term trends in Japan which we use to establish a strong framework in which to find companies that will succeed in the long-term. For example, the population will fall, deflation is entrenched and in some areas Japanese companies have lost out to lower cost rivals in the rest of the Asian region. On the more positive side we expect trade with Asia to continue to expand and that even within the domestic market there are structural shifts such as the increased shopping online.

The investments in the portfolio can be broadly divided into four different groups

- (1) Companies that will grow sales and profits by taking advantage of rapidly expanding markets across the Asian region. FamilyMart is a convenience store operator in the highly mature Japanese market. We believe it is attractive for two reasons. First, the domestic market is a three player oligopoly that focuses on profits and cash flow. Second, it is using this cash flow to aggressively invest across the Asian region to bring future growth.

There is rapid growth of the middle class across the developing world and this has two main consequences for companies in the portfolio. First, disposable incomes are rising which means increased demand for many products – Canon is the number one in the Chinese camera market, Suzuki is number one in Indian autos, Honda the number one in Indonesian motorbikes, Makita is number one in Russian power tools. Second, as wages rise there is a greater necessity to automate production and Japan has many globally leading companies in the fields of robotics and factory automation – for example Fanuc, THK and Mitsubishi Electric.

- (2) Companies that are prioritising shareholder returns. Telecom companies have been long-standing positions for the Company. NTT has consistently bought back shares from the government over the recent past and is committed to improving dividends. Similarly, Japan Tobacco looks set to buy back some of the government's stake. It is also seeking to bring its payout ratio closer to that of global peers.
- (3) Companies that are exposed to structurally growing areas domestically and globally. The percentage of online shopping in Japan is some way behind the level we see in other developed markets. We expect that this will change over time and that the environment will become tougher for some traditional retailers, such as department stores, as a result. Rakuten is a key beneficiary of this trend.

We also anticipate major change in the world of computer games. We no longer expect the majority of people to buy consoles such as the Nintendo Wii or Microsoft Xbox. Rather we think games will be downloaded directly to smart phones, tablet computers and eventually, televisions and the providers of this content will be key beneficiaries. Companies such as Konami and Gree, amongst others, should benefit.

- (4) Company specific opportunities. We are fortunate at JPMorgan to have a large team based on the ground in Tokyo. We conduct many company visits each year – over 2,500 company meetings in the last financial year – to try to identify

Investment Manager's Report continued

significant changes in sectors and companies. One such example of this is JS Group, a leading manufacturer of bathrooms and building materials. After many years of stagnation the company is restructuring and prioritising profits over sales. Daido Metal is a manufacturer of bearings that has restructured and is now aggressively taking market share at many auto manufacturers, not just those based in Japan.

The above framework is also helpful in helping to decide which areas we seek to avoid. For example, we believe the global steel industry to be highly competitive and that Japanese production is located too far from end demand leading to inefficiencies. Similarly, we have long believed that Japanese utility companies trade on unjustified valuation premiums to global peers particularly given the poor record of shareholder returns and corporate governance. Companies in this sector are likely to have to spend more on safety measures and find alternative sources of power following the Fukushima disaster and as such we continue to see no attraction in this sector.

It is pleasing to see some of these themes and companies as our main contributors to performance over the last year. Similarly, the decisions not to own Tokyo Electric Power, Sony and more recently Honda in Thailand also helped. Some of the cyclical holdings, such as Honda, Omron and Komatsu, performed less well due to heightened concerns over the global growth outlook.

Outlook

There are many long-term trends in Japan, both positive and negative. Whilst some steering from the political leadership would help, we believe that the differences between those companies that will succeed and those that will not are set to become ever greater. Our local presence on the ground in Tokyo is a strong competitive advantage in identifying long-term country, sector and stock specific themes. Although there are many macro-economic headwinds which explains the current ungeared position, we are positive on the outlook for the Company's holdings in the long-term view and for the Trust's performance.

Nicholas Weindling
Investment Manager

17th November 2011

Summary of Results

	2011	2010	
Total returns for the year ended 30th September			
Return to shareholders ¹	+5.9%	+3.9%	
Return on net assets ²	+3.9%	+3.7%	
Benchmark return ³	+2.8%	+0.9%	
			% change
Net asset value, share price and discount at 30th September			
Shareholders' funds (£'000)	314,124	306,106	+2.6
Net asset value per share	194.7p	189.6p	+2.7
Share price	166.8p	160.0p	+4.3
Share price discount to net asset value	14.3%	15.6%	
Exchange rate	£1 = ¥120.1	£1 = ¥131.6	+9.6
Shares in issue	161,318,078	161,458,078	
Revenue for the year ended 30th September			
Gross revenue attributable to shareholders (£'000)	7,323	6,138	+19.3
Net revenue attributable to shareholders (£'000)	5,630	4,726	+19.1
Earnings per share	3.49p	2.91p	+19.9
Dividend per share	3.30p	2.80p	+17.9
Actual gearing ⁴	99.4%	98.2%	
Total expense ratio ⁵	0.86%	0.81%	

A glossary of terms and definitions is provided on page 54

¹Source: Morningstar

²Source: J.P. Morgan

³Source: Datastream. The Company's benchmark is The Tokyo Stock Exchange 1st Section Index (TOPIX) expressed in sterling terms.

⁴Actual gearing represents investments expressed as a percentage of total net assets. A gearing figure of less than 100% arises when the Company is in a 'net cash' position.

⁵Management fee and all other operating expenses excluding interest, expressed as a percentage of the average of the month-end net assets during the year. The total expense ratio is calculated in accordance with guidance issued by the Association of Investment Companies.

Performance

Ten Year Performance

Figures have been rebased to 100 at 30th September 2001

Source Morningstar/Datastream.

- JPMorgan Japanese – share price total return.
- JPMorgan Japanese – net asset value total return.
- Benchmark

Performance Relative to Benchmark

Figures have been rebased to 100 at 30th September 2001

Source Morningstar/Datastream

- JPMorgan Japanese – share price total return.
- JPMorgan Japanese – net asset value total return
- The benchmark index is represented by the grey horizontal line.

Ten Year Financial Record

At 30th September	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
Total assets less current liabilities (£'m)	413.5	338.4	408.6	393.1	504.3	511.7	431.8	298.1	315.7	306.1	326.6
Net asset value per share (p)	211.1	180.2	219.9	211.6	271.4	275.8	244.3	171.3	185.9	189.6	194.7
Share price (p)	174.5	146.5	188.0	188.5	263.0	254.5	214.5	145.5	157.0	160.0	166.8
Discount (%)	17.3	18.7	14.5	10.9	3.1	7.7	12.2	15.1	15.5	15.6	14.3
Actual gearing (%) ¹	119.7	106.7	112.2	106.8	113.8	112.5	112.3	108.0	107.6	98.2	99.4
Yen exchange rate (¥/£1)	175.1	191.5	185.6	199.4	200.5	220.5	234.3	189.2	143.2	131.6	120.1
Year ended 30th September											
Gross revenue attributable to shareholders (£'000)	4,632	3,601	4,274	5,272	6,537	8,450	7,068	7,160	7,596	6,138	7,323
Earnings per share (p)	(1.95)	(0.82)	1.19	2.06	2.75	3.60	2.96	2.97	2.96	2.91	3.49
Dividend per share (p)	Nil	Nil	Nil	Nil	Nil	Nil	2.80	2.80	2.80	2.80	3.30
Total expense ratio % ²	0.77	0.83	0.66	0.83	0.73	0.78	0.75	0.79	0.77	0.81	0.86
Rebased to 100 at 30th September 2001											
Share price total return ³	100.0	84.0	107.8	108.0	150.7	145.9	123.0	84.6	93.3	97.0	102.7
Net asset value total return ³	100.0	85.4	104.2	100.2	128.6	131.2	114.8	81.2	89.7	93.0	96.6
Benchmark ^{3,4}	100.0	82.9	95.5	97.1	125.1	131.1	125.3	106.2	119.7	120.7	124.1

A glossary of terms and definitions is provided on page 54

¹Actual gearing represents investments expressed as a percentage of total net assets. A gearing figure of less than 100% arises when the Company is in a 'net cash' position

²Management fee and all other operating expenses excluding interest, expressed as a percentage of the average of the month end net assets during the year (2008 and prior years the average of the opening and closing net assets)

³Source: Morningstar

⁴Source: Datastream. The Company's benchmark is The Tokyo Stock Exchange 1st Section Index (TOPIX) expressed in sterling terms

Ten Largest Investments

at 30th September 2011

Company	Sector	2011 Valuation		2010 Valuation	
		£'000	% ¹	£'000	% ¹
Nippon Telegraph and Telephone Nippon Telegraph and Telephone is a telecommunications provider which primarily operates in the following business segments: regional, long distance and international communications and other data communications which provide system integration and network services	Communication	17,816	5.4	16,893	5.5
Rakuten² Rakuten is a diversified internet services company, managing Japan's largest online retail marketplace. The company also offers personal consumer credit services, manages portal sites, operates hotel booking and other travel related websites and provides securities services	Services	14,257	4.4	3,646	1.2
Konami³ Konami develops and sells liquid crystal displays, consumer video game software and arcade game machines for amusement facilities globally. The company also manages amusement facilities	Communication	12,591	3.9	—	—
Honda Motor Honda Motor manufactures, sells and repairs motorbikes, cars, trucks, buses and their related parts worldwide. The company also operates financing services	Transportation Equipment	12,340	3.8	12,591	4.1
Canon Canon is a leading manufacturer of copiers, printers, cameras, ink lenses and other digital imaging products	Electric Appliances	11,836	3.6	10,294	3.4
Sumitomo Mitsui Financial Sumitomo Mitsui Financial is Japan's second largest bank. The company provides a wide range of banking services, financial products and services worldwide	Banks	9,306	2.8	8,529	2.8
JS² JS produces aluminium housing materials such as doors, windows, curtain walls and screens. The company also sells interior materials and a variety of housing equipment	Metal Products	8,808	2.7	4,416	1.4
Japan Tobacco Japan Tobacco is a leading international tobacco product manufacturer. In 1999, the company purchased the International tobacco operations of the US multinational R.J. Reynolds. In 2007, the company acquired Gallaher, a FTSE 100 listed company, and in 2009 it acquired Tribac Leaf Limited, a British company which trades tobacco in Africa and Asia	Foods	8,570	2.6	7,093	2.3
Mitsubishi UFJ Mitsubishi UFJ is Japan's largest bank which offers personal banking, corporate banking, investment banking, investment management, mortgage and credit card services worldwide	Banks	8,250	2.5	13,945	4.5
Sumitomo Electric Sumitomo Electric is a major producer of cable, materials and equipment for the semiconductor and opto-electronic industries, supplying telecommunications, power transmission, information technology and automotive cable markets worldwide	Nonferrous Metals	8,065	2.5	8,168	2.7
Total		111,839	34.2		

¹Based on total assets less current liabilities of £326.6m (2010: £306.1m)

²Not included in the ten largest investments at 30th September 2010

³Not held in the portfolio at 30th September 2010.

At 30th September 2010, the value of the ten largest investments amounted to £99.3m representing 32.4% of total assets less current liabilities.

Sector Analysis

	30th September 2011		30th September 2010	
	Portfolio %	Benchmark %	Portfolio %	Benchmark %
Processing	65.3	44.5	55.9	46.0
Communication	15.8	6.3	11.7	5.8
Transportation Equipment	13.0	9.5	12.5	10.0
Electric Appliances	10.2	13.3	15.6	15.0
Wholesale	10.0	5.3	9.5	5.2
Services	9.8	2.0	1.7	1.7
Machinery	5.1	4.8	3.3	4.7
Other Products	1.4	1.7	0.6	2.1
Precision Instruments	–	1.6	1.0	1.5
Consumer	13.3	13.9	14.0	11.9
Retail Trade	5.4	4.3	3.9	3.5
Other Consumer	5.3	8.8	7.7	7.7
Other Financing Business	2.6	0.8	2.4	0.7
Basic	13.0	16.0	17.6	15.8
Financial	5.6	13.1	8.4	12.9
Assets	2.8	9.1	4.1	8.3
Real Estate	1.5	2.3	–	2.3
Other Assets	1.3	6.8	4.1	6.0
Utilities	–	3.4	–	5.1
Total	100.0	100.0	100.0	100.0

Based on the total portfolio investments of £312.2m (2010: £300.5m)

List of Investments

at 30th September 2011

Company	Valuation £'000	Company	Valuation £'000
Processing		Services	
Communication		Rakuten	14,257
Nippon Telegraph and Telephone	17,816	CyberAgent	5,185
Konami	12,591	Dena	4,620
NTT Docomo	5,720	Kakaku.com	3,659
Softbank	5,133	M3	2,975
Gree	4,648		30,696
Capcom	3,396	Machinery	
	49,304	Makita	3,976
Transportation Equipment		Komatsu	3,614
Honda Motor	12,340	NSK	2,816
Suzuki Motor	7,018	Kubota	2,778
Nissan Motor	6,271	THK	2,556
Nissan Kogyo	4,627		15,740
Daihatsu Motor	3,708	Other Products	
Musashi Seimitsu	3,383	Namco Bandai	4,377
Daido Metal	2,414		4,377
Takata	784	Total Processing	203,819
	40,545		
Electric Appliances		Consumer	
Canon	11,836	Retail Trade	
Omron	6,090	FamilyMart	7,331
Mitsubishi Electric	4,387	Don Quijote	6,385
Fanuc	3,884	Nitori	3,104
Murata Manufacturing	2,924		16,820
Tokyo Electron	2,738	Other Consumer	
	31,859	Japan Tobacco	8,570
Wholesale		Toyo Suisan	3,448
Sumitomo Corporation	7,450	Asahi	3,116
Mitsubishi	6,045	Astellas Pharma	1,543
Marubeni	5,151		16,677
Itochu	5,096	Other Financing Business	
Mitsui & Co	4,311	Orix	6,877
Sanrio	3,245	Osaka Securities Exchange	1,206
	31,298		8,083
		Total Consumer	41,580

Company	Valuation £'000
Basic	
<i>Chemicals</i>	
Kansai Paint	5,409
Nippon Paint	3,576
Nihon Parkerizing	2,749
Nirco	1,708
Unicharm	925
	14,367
<i>Metal Products</i>	
JS	8,808
	8,808
<i>Nonferrous Metals</i>	
Sumitomo Electric	8,065
	8,065
<i>Glass & Ceramic</i>	
Asahi Glass	4,336
Nippon Sheet Glass	2,621
Nippon Electric Glass	1,019
	7,976
<i>Oil and Coal Products</i>	
JX Holdings	1,183
	1,183
Total Basic	40,399

Company	Valuation £'000
Financial	
<i>Banks</i>	
Sumitomo Mitsui Financial	9,306
Mitsubishi UFJ	8,250
	17,556
Total Financial	17,556
Assets	
<i>Real Estate</i>	
Sumitomo Realty & Development	4,609
	4,609
<i>Construction</i>	
JGC	4,187
	4,187
Total Assets	8,796
Total Portfolio	312,150

The portfolio comprises entirely equity investments

Board of Directors

Jeremy Paulson-Ellis (Chairman)

A Director since 1996

Last reappointed to the Board 2010

Remuneration £30,000

Until 30th June 2009 he was Chairman of Genesis Investment Management LLP a specialist institutional investment manager. Prior to that Mr Paulson-Ellis was Chairman of Vickers da Costa Limited where he had responsibility for all their Japanese business.

Connections with Manager None

Shared directorships with other Directors None

Shareholding in Company 9,000 Ordinary Shares

Alan Barber (Chairman of the Audit Committee)

A Director since 2006

Last reappointed to the Board 2010

Remuneration £25,000

Currently Non-Executive Chairman of the Management Consulting Group plc and a Director and Audit Committee Chairman of Witan Pacific Investment Trust plc and Impax Asian Environmental Markets plc. Mr Barber is a Chartered Accountant and was a partner in KPMG for twenty five years prior to his retirement in 2004.

Connections with Manager None

Shared directorships with other Directors None

Shareholding in Company 5,300 Ordinary Shares

Andrew Fleming

A Director since 2004

Last reappointed to the Board 2009

Remuneration £20,000

Chief Executive of Kames Capital plc and Kames Capital Management Limited. Mr Fleming has over twenty five years of investment management experience which included six years running an investment company in Tokyo from 1987.

Connections with Manager None

Shared directorships with other Directors None

Shareholding in Company 1,500 Ordinary Shares

David Pearson

A Director since 2003

Last reappointed to the Board 2009

Remuneration £20,000

Chairman of innoviTS Limited. Mr Pearson has considerable experience working for multinational corporations with exposure to Japan, as Managing Director of Sony UK Limited, Director of Pentland Group plc and Chief Executive of NXT plc.

Connections with Manager None

Shared directorships with other Directors None

Shareholding in Company 4,904 Ordinary Shares

Keith Percy

A Director since 2004

Last reappointed to the Board 2009

Remuneration £20,000

Currently Chairman of Brunner Investment Trust plc and a Director of Standard Life Equity Income Trust plc, Henderson Smaller Companies Investment Trust plc and The Children's Mutual.

Connections with Manager None

Shared directorships with other Directors None

Shareholding in Company 4,500 Ordinary Shares

All Directors are members of the Audit and Nomination Committees and are considered independent of the Manager.

Directors' Report

The Directors present their report and the audited financial statements for the year ended 30th September 2011

Business Review

Business of the Company

The Company carries on business as an investment trust and was approved by HM Revenue & Customs as an investment trust in accordance with Section 1158 of the Corporation Tax Act 2010 ('Section 1158') for the year ended 30th September 2010. In the opinion of the Directors, the Company has subsequently conducted its affairs so that it should continue to qualify. The Company will continue to seek approval under Section 1158 each year.

Approval for the year ended 30th September 2010 would be subject to review should there be any subsequent enquiry under Corporation Tax Self Assessment.

The Company is an investment company within the meaning of Section 833 of the Companies Act 2006. The Company is not a close company for taxation purposes.

A review of the Company's activities and prospects is given in the Chairman's Statement on pages 2 and 3 and in the Investment Manager's Report on pages 4 to 6.

Objective

The Company's objective is to achieve capital growth from investments in Japanese companies by long term outperformance of the Company's benchmark index, the Tokyo Stock Exchange 1st Section Index ('TOPIX') expressed in sterling terms.

Investment Policies and Risk Management

In order to achieve its investment objectives and to seek to manage risk, the Company invests in a diversified portfolio of quoted Japanese companies. The number of investments in the portfolio will normally range between 50 and 100. The average number of holdings in the portfolio has reduced in recent years as the Manager has focused on those companies that have strong balance sheets and are not affected by macro-economic issues. The Company makes use of both long and short term borrowings to increase returns and focusses on first hand company research and analysis.

Investment Restrictions and Guidelines

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

- The Company must maintain 97.5% of investments in Japanese securities or securities providing an indirect investment in Japan. (30th September 2011: 100%)

- No investment to be more than 5% in excess of benchmark weighting at time of purchase.
- The Company does not normally invest in unquoted investments and to do so requires prior Board approval. (30th September 2011: None %)
- The Company's gearing policy is to operate within a range of 95% to 115% invested in normal market conditions. (30th September 2011: 99.0%)
- The Company does not normally enter into derivative transactions and to do so requires prior Board approval. (30th September 2011: None %)
- The Company will not invest more than 15% of its gross assets in other UK listed investment companies and will not invest more than 10% of its gross assets in companies that themselves may invest more than 15% of gross assets in UK listed investment companies. (30th September 2011: None %)
- As an investment trust, the Company cannot invest more than 15% of its assets in any one investment at the time of acquisition. (30th September 2011: 5.4%)

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

Performance

In the year ended 30th September 2011, the Company produced a total return to shareholders of +5.9% and a total return on net assets of +3.9%. This compares with the return on the Company's benchmark of +2.8%. As at 30th September 2011, the value of the Company's investment portfolio was £312.2 million. The Investment Manager's Report on pages 4 to 6 includes a review of developments during the year as well as information on investment activity within the Company's portfolio.

Total Return, Revenue and Dividends

Gross total return for the year amounted to £17.1 million (2010: £10.6 million) and net total return after deducting interest, management expenses and taxation amounted to £12.8 million (2010: £7.3 million). Distributable income for the year amounted to £5.6 million (2010: £4.7 million). The Directors have declared a dividend of 3.3p (2010: 2.8p) per share. This dividend amounts to £5.3 million (2010: £4.5 million) and the revenue reserve after allowing for the dividend will amount to £1.8 million (2010: £1.4 million).

Key Performance Indicators ('KPIs')

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

- **Performance against the benchmark**
This is the most important KPI by which performance is judged

Performance Relative to Benchmark Index

Figures have been rebased to 100 at 30th September 2001

Source: Morningstar/Datastream

- JPMorgan Japanese - share price total return
- JPMorgan Japanese - net asset value total return
- The benchmark index is represented by the grey horizontal line

Ten Year Performance

Figures have been rebased to 100 at 30th September 2001

Source: Morningstar/Datastream

- JPMorgan Japanese - share price total return.
- JPMorgan Japanese - net asset value total return.
- Benchmark

- **Performance against the Company's peers**
The principal objective is to achieve capital growth relative to the benchmark. However, the Board also monitors the performance relative to a broad range of competitor funds

- **Performance attribution**

The purpose of performance attribution analysis is to assess how the Company achieved its performance relative to its benchmark index, i.e. to understand the impact on the Company's relative performance of the various components such as stock and sector allocation

Details of the attribution analysis for the year ended 30th September 2011 are given in the Investment Manager's Report on page 5

- **Share price discount to net asset value ('NAV') per share**

The Board has a share repurchase programme which seeks to address imbalances in supply of and demand for the Company's shares within the market. This minimises the volatility and absolute level of the discount to NAV per share at which the Company's shares trade in relation to its peers in the sector. In the year to 30th September 2011, the shares traded between a discount of 11.3% and 15.7%

Discount Performance

Source: Datastream

- JPMorgan Japanese - discount.

- **Total expense ratio ('TER')**

The TER represents the Company's management fee and all other operating expenses excluding interest, expressed as a percentage of the average of the month end net assets during the year. The TER for the year ended 30th September 2011 was 0.86% (2010: 0.81%). The Board reviews each year an analysis which shows a comparison of the Company's TER and its main expenses with those of its peers

Share Capital

During the year the Company repurchased 140,000 ordinary shares for cancellation, representing 0.1% of the Company's issued share capital at the beginning of the financial year, for a total consideration of £229,000. No other shares have been repurchased for cancellation since the year end.

Directors' Report continued

A resolution to renew the authority to repurchase shares will be put to shareholders at the forthcoming Annual General Meeting

The Company did not issue any new shares during the year

The Directors recommend a final dividend of 3.3p (2010 2.8p) per share payable on 21st December 2011 to holders on the register at the close of business on 2 December 2011

Principal Risks

With the assistance of the Manager J P Morgan Asset Management (UK) Limited ('JPMAM') the Board has drawn up a risk matrix, which identifies the key risks to the Company. These key risks fall broadly under the following categories

- **Investment and Strategy** An inappropriate investment strategy for example asset allocation or the level of gearing may lead to under-performance against the Company's benchmark index and peer companies resulting in the Company's shares trading on a wider discount. The Board manages these risks by diversification of investments through its investment restrictions and guidelines which are monitored and reported by the Manager. JPMAM provides the Directors with timely and accurate management information, including performance data and attribution analyses, revenue estimates, liquidity reports and shareholder analyses. The Board monitors the implementation and results of the investment process with the Investment Managers, who attend all Board meetings and reviews data which shows statistical measures of the Company's risk profile. The Investment Manager employs the Company's gearing tactically within a strategic range set by the Board. The Board holds a separate meeting devoted to strategy each year.
- **Market** Market risk arises from uncertainty about the future prices of the Company's investments. It represents the potential loss the Company might suffer through holding investments in the face of negative market movements. The Board considers asset allocation, stock selection and levels of gearing on a regular basis and has set investment restrictions and guidelines which are monitored and reported on by JPMAM. The Board monitors the implementation and results of the Investment process with the Investment Managers.
- **Accounting, Legal and Regulatory** In order to qualify as an investment trust the Company must comply with Section 1158 of the Corporation Tax Act 2010

('Section 1158'). Details of the Company's approval are given under 'Business of the Company' above. Should the Company breach Section 1158, it may lose investment trust status and as a consequence gains within the Company's portfolio would be subject to Capital Gains Tax. The Section 1158 qualification criteria are continually monitored by JPMAM and the results reported to the Board each month. The Company must also comply with the provisions of the Companies Act 2006 and as its shares are listed on the London Stock Exchange the UKLA Listing Rules. A breach of the Companies Act could result in the Company and/or the Directors being fined or the subject of criminal proceedings. Breach of the UKLA Listing Rules may result in the Company's shares being suspended from listing which in turn would breach Section 1158. The Board relies on the services of its Company Secretary JPMAM, and its professional advisers to ensure compliance with The Companies Act 2006 and The United Kingdom Listing Authority Listing Rules.

- **Corporate Governance and Shareholder Relations** Details of the Company's compliance with Corporate Governance best practice, including information on relations with shareholders, are set out in the Corporate Governance report on pages 21 to 24.
- **Operational** Disruption to, or failure of, JPMAM's accounting dealing or payments systems or the custodian's records may prevent accurate reporting and monitoring of the Company's financial position. Details of how the Board monitors the services provided by JPMAM and its associates and the key elements designed to provide effective internal control are included within the Internal Control section of the Corporate Governance report on pages 23 and 24.
- **Financial** The financial risks faced by the Company are disclosed in note 22 on pages 43 to 47.

Future Developments

The future development of the Company is dependent upon the success of the Company's investment strategy in the light of economic and equity market developments. The Investment Manager discusses the outlook in his report on pages 4 to 6.

Management of the Company

JPMorgan Asset Management (UK) Limited is employed as Manager and secretary to the Company under a contract terminable on six months notice without penalty. If the Company wishes to terminate the contract on shorter notice,

the balance of remuneration is payable by way of compensation

JPMAM is a wholly-owned subsidiary of JPMorgan Chase Bank which through other subsidiaries also provides banking, dealing and custodian services to the Company

The Board has thoroughly reviewed the performance of JPMAM in the course of the year. The review covered the performance of the Manager, its management processes, investment style, resources and risk controls. The Board is of the opinion that the continuing appointment of the Manager is in the interests of shareholders. Such a review is carried out on an annual basis.

With effect from 1st December 2007, the Board and the Manager agreed that day-to-day investment management activity would be conducted in Tokyo by Jardine Fleming Asset Management, a fellow investment management subsidiary and part of JPMorgan Chase Bank.

Management Fee

The fixed basic annual management fee, negotiated in 2005, is a sliding scale based on the Company's net assets:

Net assets	Fee level
First £465 million under management	0.65%
£465 million to £930 million under management	0.485%
Over £930 million under management	0.40%

The management fee includes a contribution towards JPMAM's general marketing and client administration costs.

If the Company invests in funds managed or advised by JPMAM, or any of its associated companies, those investments are excluded from the calculation of the fixed basic annual management fee.

Going Concern

The Directors believe that having considered the Company's investment objective (see page 16), risk management policies (see pages 43 to 49), capital management policies and procedures (see page 49), the nature of the portfolio and expenditure projections that the Company has adequate resources, an appropriate financial structure and suitable management arrangements in place to continue in operational existence for the foreseeable future. For these reasons, they consider that there is reasonable evidence to continue to adopt the going concern basis in preparing the accounts.

Payment Policy

It is the Company's policy to obtain the best terms for all business and therefore there are no standard payment terms. In general, the Company agrees with its suppliers the terms on which business will take place and it is the Company's policy to abide by these terms. As at 30th September 2011, the Company had no outstanding trade creditors (2010: Nil).

Directors

The Directors of the Company who held office at the end of the year, together with their beneficial interests in the Company's shares, are shown below:

	30th September 2011	1st October 2010 or at date of appointment
Alan Barber	5,300	5,300
Andrew Fleming	1,500	1,500
Jeremy Paulson-Ellis	9,000	9,000
David Pearson	4,904	4,904
Keith Percy	4,500	1,500

In accordance with the Company's Articles of Association, the Director retiring by rotation at the forthcoming Annual General Meeting will be David Pearson. Jeremy Paulson-Ellis, having been a Director for more than nine years, also stands for re-election.

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

Disclosure of information to Auditors

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

- so far as each of the Directors is aware, there is no relevant audit information (as defined in the Companies Act) of which the Company's auditors are unaware, and
- each of the Directors has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information (as defined) and to establish that the Company's auditors are aware of that information.

Directors' Report continued

The above confirmation is given and should be interpreted in accordance with the provision of Section 418(2) of the Companies Act 2006

Section 992 Companies Act 2006

The following disclosures are made in accordance with Section 992 Companies Act 2006

Capital Structure

The Company's capital structure is summarised on the inside front cover of this report.

Voting Rights in the Company's shares

Details of the voting rights in the Company's shares as at the date of this report are given in note 16 to the Notice of AGM on page 53

Notifiable Interests in the Company's Voting Rights

At the date of this report the following had declared a notifiable interest in the Company's voting rights

Shareholders	Number of shares held	%
Lazard Asset Management	22,527,659	14.0
1607 Capital Partners	20,336,065	12.6
J P Morgan Asset Management	13,185,931	8.2
Legal & General	5,914,359	3.7

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

There are no restrictions concerning the transfer of securities in the Company, no special rights with regard to control attached to securities, no agreements between holders of securities regarding their transfer known to the Company, no agreements which the Company is party to that affect its control following a takeover bid, and no agreements between the Company and its Directors concerning compensation for loss of office

Independent Auditors

Begbies Chettle Agar have expressed their willingness to continue in office as Auditors to the Company and a resolution proposing their re-appointment and to authorise the Directors to determine their remuneration for the ensuing year, will be put to shareholders at the Annual General Meeting

Annual General Meeting

NOTE 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 advisor authorised under the Financial Services and Markets Act 2000

Resolutions relating to the following item of special business will be proposed at the forthcoming Annual General Meeting

(i) Authority to allot new shares and to disapply statutory pre-emption rights (resolutions 7 and 8)

The Directors will seek renewal of the authority at the Annual General Meeting to issue up to 8,065,900 new ordinary shares for cash up to an aggregate nominal amount of £2,016,475 such amount being equivalent to 5% of the present issued share capital. The full text of the resolutions is set out in the Notice of Meeting on page 51

It is advantageous for the Company to be able to issue new shares (or to sell Treasury shares) to participants purchasing shares through the JPMorgan savings products and also to other investors when the Directors consider that it is in the best interests of shareholders to do so. As such issues are only made at prices greater than the net asset value (the 'NAV') they increase the NAV per share and spread the Company's administrative expenses other than the management fee which is charged on the value of the Company's assets over a greater number of shares. The issue proceeds are available for investment in line with the Company's investment policies

(ii) Authority to repurchase the Company's Shares (resolution 9)

The authority to repurchase up to 14.99% of the Company's issued share capital granted by shareholders at the 2010 Annual General Meeting will expire on 20th June 2012 unless renewed at the forthcoming Annual General Meeting

The Directors consider that the renewal of the authority is in the interests of shareholders as a whole as the repurchase of shares at a discount to their underlying net asset value ('NAV') would enhance the NAV of the remaining shares. The Directors therefore recommend that shareholders vote in favour of this resolution

The full text of the resolution is set out in the Notice of Meeting on pages 51 and 52. Repurchases will be made at the discretion of the Board and will only be made in the market at prices below the prevailing net asset value per share as and when market conditions are appropriate

(iii) Authority to increase the aggregate maximum Directors' fees (resolution 10)

To allow for Board succession planning, the Directors recommend that in accordance with Article 83 of the Company's Articles of Association, the permitted maximum aggregate of Directors' fees payable be increased from £125,000 to £175,000

Recommendation

The Board considers that resolutions 7 to 10 are likely to promote the success of the Company and are in the best interests of the Company and its shareholders as a whole. The Directors unanimously recommend that you vote in favour of the resolutions as they intend to do in respect of their own beneficial holdings which amount in aggregate to 25,204 shares representing approximately 0.02% of the voting rights of the Company.

Corporate Governance Statement

Compliance

The Company is committed to high standards of corporate governance. This statement, together with the Statement of Directors' Responsibilities on page 26, indicates how the Company has applied the principles of good governance of the Financial Reporting Council's UK Corporate Governance Code (the 'Code') and the AIC's Code of Corporate Governance (the 'AIC Code'), which complements the Code and provides a framework of best practice for investment trusts.

The Board is responsible for Corporate Governance and considers that the Company has complied with the best practice provisions of the Code insofar as they are relevant to the Company's business, and the AIC Code throughout the year under review.

Role of the Board

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

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

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

Board Composition

The Board consists of five non-executive Directors, all of whom are regarded by the Board as independent of the Company's Manager, including the Chairman.

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

The Board has considered whether a senior independent director should be appointed. As the Board comprises entirely of non-executive Directors, the appointment of a senior independent director is not considered necessary. However, the Chairman of the Audit Committee leads the evaluation of the performance of the Chairman and is available to shareholders if they have concerns that cannot be resolved through discussion with the Chairman.

Tenure

Directors are initially appointed until the following Annual General Meeting when, under the Company's Articles of Association, it is required that they be elected by shareholders. Thereafter, Directors are required to submit themselves for re-election at least every three years. The Chairman will meet with each Director before the Director is proposed for re-election and subject to the evaluation of performance carried out each year, the Board will agree whether it is appropriate for the director to seek an additional term. The Board does not believe that length of service in itself necessarily disqualifies a Director from seeking re-election but when making a recommendation, the Board will take into account the requirements of the Code, including the need to refresh the Board and its Committees.

Any Directors with more than nine years service will be required to submit themselves annually for re-election.

Directors' Report continued

In this regard, the Board recommends the re-election of Jeremy Paulson-Ellis who, having served in excess of nine years, retires at this year's AGM. Jeremy Paulson-Ellis has a wealth of experience in the financial sector and makes an invaluable contribution to the workings of the Board and, as Chairman, continues to demonstrate effective leadership of the Company.

Meetings and Committees

The Board delegates certain responsibilities and functions to committees. Details of membership of committees are shown with Directors' profiles on pages 14 and 15.

The table below lists the number of Board and Committee meetings attended by each Director. During the year there were four Board meetings, in addition to a meeting devoted to strategy, two Audit Committee meetings and a meeting of the Nomination and Remuneration Committee. In addition there is regular contact between the Directors and the Manager and Company Secretary throughout the year.

Director	Board Meetings Attended	Audit Committee Meetings Attended	Nomination and Remuneration Committee Meetings Attended
Alan Barber	4	2	1
Andrew Fleming	4	2	1
Jeremy Paulson-Ellis	4	2	1
David Pearson	4	2	1
Keith Percy	4	2	1

Training and Appraisal

On appointment the Manager and Company Secretary provide all Directors with induction training. Thereafter regular briefings are provided on changes in regulatory requirements that could affect the Company and Directors. Directors are encouraged to attend industry and other seminars covering issues and developments relevant to investment trusts.

The Board has agreed a procedure for the formal evaluation of its own performance and of that of its committees and individual Directors. The evaluation of individual Directors is led by the Chairman, and the Chairman of the Audit Committee leads the evaluation of the Chairman's performance. The Board

as a whole evaluates its own performance and that of its committees.

Board Committee

Nomination and Remuneration Committee

The Nomination and Remuneration Committee, which consists of the entire Board, meets at least annually to ensure that the Board has a balance of skills and experience to carry out its fiduciary duties and to select and propose suitable candidates for appointment when necessary. A variety of sources, including external search consultants, may be used to ensure that a wide range of candidates is considered.

The Committee undertakes an annual performance evaluation to ensure that all members of the Board have devoted sufficient time and contributed adequately to the work of the Board. The Committee also reviews Directors' fees and makes recommendations to the Board as and when required. An evaluation of the Board was carried out externally in 2011.

Audit Committee

The Audit Committee chaired by Alan Barber and whose membership is set out on page 14 meets at least twice each year. The members of the Audit Committee consider that they have the requisite skills and experience to fulfil the responsibilities of the Committee. The Committee reviews the actions and judgements of management in relation to the half year and annual accounts and the Company's compliance with the Combined Code. It reviews the terms of the management agreement and examines the effectiveness of the Company's internal control systems. It receives information from the Manager's compliance department and also reviews the scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external auditors. In the Directors' opinion the auditors are considered independent. Representatives of the Company's auditors attend the Audit Committee meeting at which the draft annual report and accounts are considered. The Directors' statement on the Company's system of internal control is set out below.

Terms of Reference

Copies of the terms of reference for the Nomination and Remuneration and Audit Committees are available for inspection on the Company's website on request at the Company's registered offices and at the Annual General Meeting.

Relations with Shareholders

The Board regularly monitors the shareholder profile of the Company. It aims to provide shareholders with a full understanding of the Company's activities and performance and reports formally to shareholders quarterly each year by way of the annual report and accounts, the half year report and two interim management statements. This is supplemented by the daily publication through the London Stock Exchange of the net asset value of the Company's shares.

All shareholders have the opportunity, and are encouraged, to attend the Company's Annual General Meeting at which the Directors and representatives of the Manager are available to meet shareholders and answer their questions. In addition, a presentation is given by the Investment Managers who review the Company's performance. During the year the Company's brokers, the Investment Managers and JPMAM hold regular discussions with larger shareholders. The Directors are made fully aware of their views. The Chairman and Directors make themselves available as and when required to address shareholder queries. The Directors may be contacted through the Company Secretary whose details are shown on page 57.

The Company's Annual Report and Accounts is published in time to give shareholders at least 20 working days' notice of the Annual General Meeting. Shareholders wishing to raise questions in advance of the meeting are encouraged to submit questions via the Company's website or write to the Company Secretary at the address shown on page 57.

Details of the proxy voting position on each resolution will be published on the Company web site shortly after the Annual General Meeting.

Internal Control

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

The Directors are responsible for the Company's system of internal control which is designed to safeguard the Company's assets, maintain proper accounting records and ensure that financial information used within the business, or published, is reliable. However, such a system can only be designed to

manage rather than eliminate the risk of failure to achieve business objectives and therefore can only provide reasonable but not absolute, assurance against fraud, material misstatement or loss.

Since investment management, custody of assets and all administrative services are provided to the Company by JPMAM and its associates, the Company's system of internal control mainly comprises monitoring the services provided by JPMAM and its associates, including the operating controls established by them, to ensure they meet the Company's business objectives. The Company does not have an internal audit function of its own, but relies on the internal audit department of JPMAM.

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

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

Management Agreement – Appointment of a manager and custodian regulated by the Financial Services Authority (FSA), whose responsibilities are clearly defined in a written agreement.

Management Systems – The Manager's system of internal control includes organisational agreements which clearly define the lines of responsibility, delegated authority, control procedures and systems. These are monitored by JPMAM's compliance department which regularly monitors compliance with FSA rules.

Investment Strategy – Authorisation and monitoring of the Company's investment strategy and exposure limits by the Board.

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

- reviews the terms of the management agreement and receives regular reports from JPMAM's compliance department;
- reviews reports on the internal controls and the operations of its custodian, JPMorgan Chase Bank, which is itself independently reviewed, and

Directors' Report continued

- reviews every six months an independent report on the internal controls and the operations of JPMAM

By the means of the procedures set out above, the Board confirms that it has reviewed the effectiveness of the Company's system of internal control for the year ended 30th September 2011, and to the date of approval of this Annual Report and Accounts

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

Corporate Governance and Voting Policy

The Company delegates responsibility for voting to JPMAM. The following is a summary of JPMAM's policy statements on corporate governance, voting policy and social and environmental issues which has been reviewed and noted by the Board

Corporate Governance

JPMAM believes that corporate governance is integral to our investment process. As part of our commitment to delivering superior investment performance to our clients, we expect and encourage the companies in which we invest to demonstrate the highest standards of corporate governance and best business practice. We examine the share structure and voting structure of the companies in which we invest, as well as the board balance, oversight functions and remuneration policy. These analyses then form the basis of our proxy voting and engagement activity.

Proxy Voting

JPMAM manages the voting rights of the shares entrusted to it as it would manage any other asset. It is the policy of JPMAM to vote in a prudent and diligent manner, based exclusively on our reasonable judgement of what will best serve the financial interests of our clients. So far as is practicable, we will vote at all of the meetings called by companies in which we are invested.

Stewardship/Engagement

JPMAM recognises its wider stewardship responsibilities to its clients as a major asset owner. To this end, we support the introduction of the FRC Stewardship Code, which sets out the responsibilities of institutional shareholders in respect of investee companies. Under the Code, managers should

- publicly disclose their policy on how they will discharge their stewardship responsibilities to their clients
- disclose their policy on managing conflicts of interest

- monitor their investee companies
- establish clear guidelines on how they escalate engagement,
- be willing to act collectively with other investors where appropriate,
- have a clear policy on proxy voting and disclose their voting record and
- report to clients

JPMAM endorses the Stewardship Code for its UK investments and supports the principles as best practice elsewhere. We believe that regular contact with the companies in which we invest is central to our investment process and we also recognise the importance of being an 'active' owner on behalf of our clients.

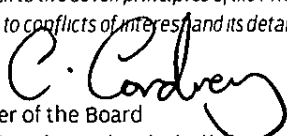
Social & Environmental

JPMAM believes that companies should act in a socially responsible manner. Although our priority at all times is the best economic interests of our clients, we recognise that increasingly, non-financial issues such as social and environmental factors have the potential to impact the share price, as well as the reputation of companies. Specialists within JPMAM's environmental, social and governance ('ESG') team are tasked with assessing how companies deal with and report on social and environmental risks and issues specific to their industry. This analysis is then used to identify outliers which require further engagement.

JPMAM is also a signatory to the United Nations Principles of Responsible Investment, which commits participants to six principles with the aim of incorporating ESG criteria into their processes when making stock selection decisions and promoting ESG disclosure. Our detailed approach to how we implement the principles is available on request. JPMAM is also a signatory to Carbon Disclosure Project. JPMorgan Chase is a signatory to the Equator Principles on managing social and environmental risk in project finance.

JPMAM's Voting Policy and Corporate Governance Guidelines are available on request from the Company Secretary or can be downloaded from JPMAM's website.

<http://www.jpmorganassetmanagement.co.uk/Institutional/CommentaryAndAnalysis/CorporateGovernance> which also sets out its approach to the seven principles of the FRC Stewardship Code, its policy relating to conflicts of interest and its detailed voting record.


By order of the Board
C. Cordrey, for and on behalf of
JPMorgan Asset Management (UK) Limited
Secretary
17th November 2011

Directors' Remuneration Report

The Board has prepared this Report in accordance with the requirements of Section 421 of the Companies Act 2006. An ordinary resolution to approve this Report will be put to shareholders at the forthcoming Annual General Meeting.

The law requires the Company's Auditors to audit certain of the disclosures provided. Where disclosures have been audited, they are indicated as such. The Auditors' opinion is included in their report on page 27.

Directors' Remuneration¹

Directors' Name	2011 £	2010 £
Jeremy Paulson-Ellis	30,000	25,000
Alan Barber	25,000	20,000
Andrew Fleming	20,000	17,500
Keith Percy	20,000	17,500
David Pearson	20,000	17,500
Total	115,000	97,500

¹Audited information

Directors' fees for the year were paid at a fixed rate of £30,000 per annum for the Chairman, £25,000 per annum for the Chairman of the Audit Committee and £20,000 per annum for each other Director. Fees were last increased with effect from 1st October 2010.

All Directors' fees were paid to Directors and none paid to third parties for making available the services of Directors.

The Directors' fees are not performance-related. Any increase in the aggregate fee level of £125,000 per annum requires both Board and shareholder approval. A resolution to increase the aggregate maximum payable per annum from £125,000 to £175,000 has been included in the Notice of Meeting of this year's Annual General Meeting.

The Board reviews fees on a regular basis. Reviews are based on information provided by the Manager, JPMorgan Asset Management (UK) Limited, and industry research on the level of fees paid to the directors of the Company's peers and within the investment trust industry generally.

Directors are initially appointed until the following Annual General Meeting when, under the Company's Articles of Association, it is required that they be elected by shareholders.

Thereafter, a Director's appointment will run for a three year term. A Director may then be invited by the Board to serve for a further three years. A Director's continuing appointment is subject to re-election by shareholders on retirement by rotation in accordance with the Company's Articles of Association, which require that one third of the Board must retire by rotation each year.

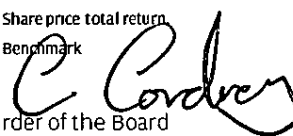
The Company does not operate any type of incentive or pension scheme and therefore no Directors receive bonus payments or pension contributions from the Company or hold options to acquire shares in the Company. Directors are not paid compensation for loss of office. No other payments are made to Directors other than the reimbursement of reasonable out-of-pocket expenses incurred in connection with attending the Company's business.

A graph showing the Company's share price total return compared with its benchmark, the Tokyo Stock Exchange 1st Section (TOPIX) Index expressed in sterling terms, over the last five years is shown below.

Five Year Share Price and Benchmark Total Return Performance to 30th September 2011

Source: Morningstar/Datastream

— Share price total return
— Benchmark



By order of the Board
C. Cordrey for and on behalf of
JPMorgan Asset Management (UK) Limited,
Secretary
17th November 2011

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Directors' 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, the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements the Directors are required to

- select suitable accounting policies and then apply them consistently,
- 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 accounts and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business

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

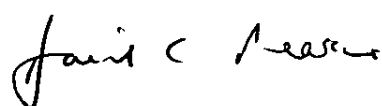
The accounts are published on the www.jpmmjapanese.co.uk website which is maintained by the Company's Manager, JPMorgan Asset Management (UK) Limited ('JPMAM'). The maintenance and integrity of the website maintained by JPMAM is so far as it relates to the Company the responsibility of JPMAM. The work carried out by the Auditors does not involve consideration of the maintenance and integrity of this website and, accordingly the Auditors accept no responsibility for any changes that have occurred to the financial statements since they were initially presented on the website. The financial statements are prepared in accordance with UK legislation, which may differ from legislation in other jurisdictions.

Statement under the Disclosure & Transparency Rules 4.1.12

The Directors each confirm to the best of their knowledge that

- (a) the financial statements, prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and Applicable Law), give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and
- (b) this 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 that it faces

For and on behalf of the Board
David Pearson
Director
17th November 2011



Independent Auditors' Report

To the Members of JPMorgan Japanese Investment Trust plc

We have audited the financial statements of The JP Morgan Japanese Investment Trust plc for the year ended 30th September 2011 which comprise the Income Statement the Reconciliation of Movements in Shareholders' Funds, the Balance Sheet the Cash Flow Statement and the related notes. The reporting framework that has been applied in their preparation is applicable law and UK Accounting Standard (UK Generally Accepted Accounting Practice)

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.

Respective responsibilities of Directors and Auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 26, the Directors are responsible for preparing the financial statements and the Directors' Remuneration Report and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements and the auditable part of the Directors' Remuneration Report in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the

reasonableness of significant accounting estimates made by the Directors and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 30th September 2011 and of its net return for the year then ended
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice
- have been prepared in accordance with the Companies Act 2006

Opinion 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 and
- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

We have nothing to report in respect of the following

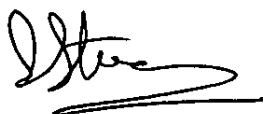
Under the Companies Act 2006 we are required to report to you if, in our opinion

- adequate accounting records have not been kept or
- the financial statements and the part of the Directors' Remuneration Report to be audited are not in agreement with the accounting records or 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

Independent Auditors' Report continued

Under the Listing Rules we are required to review

- the directors' statement, set out on page 19, in relation to going concern, and
- the part of the Corporate Governance Statement relating to the Company's compliance with the nine provisions of the UK Corporate Governance Code specified for our review
- certain elements of the report to shareholders by the Board on Directors' remuneration



Jeremy Staines (Senior Statutory Auditor)
For and on behalf of
Begbies Chettle Agar
Chartered Accountants and Statutory Auditors
Epworth House
25 City Road
London

17th November 2011

Income Statement

for the year ended 30th September 2011

	Notes	Revenue £'000	2011 Capital £'000	Total £'000	Revenue £'000	2010 Capital £'000	Total £'000
Gains on investments held at fair value through profit or loss	2	–	11,029	11,029	–	8,318	8,318
Net foreign currency losses		–	(1,260)	(1,260)	–	(3,862)	(3,862)
Income from investments	3	7,321	–	7,321	6,132	–	6,132
Other interest receivable and similar income	3	2	–	2	6	–	6
Gross return		7,323	9,769	17,092	6,138	4,456	10,594
Management fee	4	(449)	(1,795)	(2,244)	(403)	(1,613)	(2,016)
Other administrative expenses	5	(522)	–	(522)	(505)	–	(505)
Net return on ordinary activities before finance costs and taxation		6,352	7,974	14,326	5,230	2,843	8,073
Finance costs	6	(210)	(840)	(1,050)	(75)	(301)	(376)
Net return on ordinary activities before taxation		6,142	7,134	13,276	5,155	2,542	7,697
Taxation	7	(512)	–	(512)	(429)	–	(429)
Net return on ordinary activities after taxation		5,630	7,134	12,764	4,726	2,542	7,268
Return per share	9	3 49p	4.42p	791p	2 91p	1 56p	4 47p

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

The 'Total' column of this statement is the profit and loss account of the Company and the 'Revenue' and 'Capital' columns represent supplementary information prepared under guidance issued by the Association of Investment Companies. The Total column represents all the information that is required to be disclosed in a Statement of Total Recognised Gains and Losses ('STRGL'). For this reason a STRGL has not been presented.

The notes on pages 33 to 49 form an integral part of these accounts.

Reconciliation of Movements in Shareholders' Funds

	Called up share capital £'000	Other reserve £'000	Capital redemption reserve £'000	Capital reserves £'000	Revenue reserve £'000	Total £'000
At 30th September 2009	42,463	166,791	6,499	94,033	5,891	315,677
Repurchase and cancellation of the Company's own shares	(2,098)	—	2,098	(12,189)	—	(12,189)
Net return on ordinary activities	—	—	—	2,542	4,726	7,268
Dividends appropriated in the year	—	—	—	—	(4,650)	(4,650)
At 30th September 2010	40,365	166,791	8,597	84,386	5,967	306,106
Repurchase and cancellation of the Company's own shares	(35)	—	35	(229)	—	(229)
Net return on ordinary activities	—	—	—	7,134	5,630	12,764
Dividends appropriated in the year	—	—	—	—	(4,517)	(4,517)
At 30th September 2011	40,330	166,791	8,632	91,291	7,080	314,124

The notes on pages 33 to 49 form an integral part of these accounts

Balance Sheet

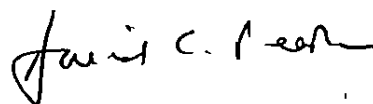
at 30th September 2011

	Notes	2011 £'000	2010 £'000
Fixed assets			
Investments held at fair value through profit or loss	10	312,150	300,515
Current assets	11		
Debtors		5,727	2,439
Cash and short term deposits		11,329	3,259
		17,056	5,698
Creditors: amounts falling due within one year	12	(2,590)	(107)
Net current assets		14,466	5,591
Total assets less current liabilities		326,616	306,106
Creditors: amounts falling due after more than one year	13	(12,492)	—
Net assets		314,124	306,106
Capital and reserves			
Called up share capital	14	40,330	40,365
Other reserve	15	166,791	166,791
Capital redemption reserve	15	8,632	8,597
Capital reserves	15	91,291	84,386
Revenue reserve	15	7,080	5,967
Total equity shareholders' funds		314,124	306,106
Net asset value per share	16	194.7p	189.6p

The accounts on pages 29 to 49 were approved and authorised for issue by the Directors on 17th November 2011 and were signed on their behalf by

David Pearson
Director

The notes on pages 33 to 49 form an integral part of these accounts



Company registration number 223583

Cash Flow Statement

for the year ended 30th September 2011

	Notes	2011 £'000	2010 £'000
Net cash inflow from operating activities	17	3,729	3 072
Returns on investments and servicing of finance			
Interest paid		(1,033)	(381)
Capital expenditure and financial investment			
Purchases of investments		(156,837)	(229,559)
Sales of investments		155,730	280,860
Other capital charges		(3)	(13)
Net cash (outflow)/inflow from capital expenditure and financial investment		(1,110)	51,288
Dividend paid		(4,517)	(4,650)
Net cash (outflow)/inflow before financing		(2,931)	49,329
Financing			
Net drawdown/(repayment) of loans		9,456	(56,165)
Repurchase and cancellation of the Company's own shares		(229)	(13,410)
Net cash inflow/(outflow) from financing		9,227	(69 575)
Increase/(decrease) in cash and cash equivalents	18	6,296	(20,246)

The notes on pages 33 to 49 form an integral part of these accounts

Notes to the Accounts

for the year ended 30th September 2011

1 Accounting policies

(a) Basis of accounting

The accounts are prepared in accordance with the Companies Act 2006, United Kingdom Generally Accepted Accounting Practice ('UK GAAP') and with the Statement of Recommended Practice 'Financial Statements of Investment Trust Companies and Venture Capital Trusts' (the 'SORP') issued by the AIC in January 2009. They have also been prepared on the assumption that approval as an investment trust will continue to be granted.

All of the Company's operations are of a continuing nature.

The accounts have been prepared on a going concern basis under the historical cost convention, as modified by the revaluation of investments and derivative financial instruments at fair value.

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

(b) Valuation of investments

The Company's business is investing in financial assets with a view to profiting from their total return in the form of income and capital growth. This portfolio of financial assets is managed and its performance evaluated on a fair value basis, in accordance with a documented investment strategy and information is provided internally on that basis to the Company's Board of Directors. Accordingly, upon initial recognition, the investments are designated by the Company as 'held at fair value through profit or loss'. They are included initially at fair value which is taken to be their cost, excluding expenses incidental to purchase which are written off to capital at the time of acquisition. Subsequently, the investments are valued at fair value which are quoted bid prices for investments traded in active markets.

Gains and losses on sales of investments, including the related foreign exchange gains and losses of a capital nature, are dealt with in capital reserves within 'Gains and losses on sales of investments'. Increases and decreases in the valuation of investments held at the year end are accounted for in capital reserves within 'Holding gains and losses on investments'.

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

(c) Income

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

Overseas dividends are shown gross of any withholding tax.

Interest receivable on deposits is taken to revenue on an accruals basis.

(d) Expenses

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

- the management fee is allocated 20% to revenue and 80% to capital in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio
- expenses incidental to the purchase and sale of an investment are charged to capital. These expenses are commonly referred to as transaction costs and comprise mainly brokerage commission. Details of transaction costs are given in note 10 on page 38.

(e) Finance costs

Finance costs are accounted for on an accruals basis and in accordance with the provisions of FRS 25 'Financial Instruments Presentation' and FRS 26 'Financial Instruments Measurement'.

Finance costs are allocated 20% to revenue and 80% to capital in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio.

Notes to the Accounts continued

1 Accounting policies continued

(f) Financial instruments

Cash and short term deposits may comprise cash and demand deposits which are readily convertible to a known amount of cash and are subject to insignificant risk of changes in value

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

Interest bearing bank loans and overdrafts are recorded at the proceeds received net of direct issue costs Finance costs including any premiums payable on settlement or redemption and direct issue costs are accounted for on an accruals basis in profit or loss using the effective interest rate method

(g) Foreign currency

In accordance with FRS 23 'The effects of changes in Foreign Currency Exchange Rates' the Company is required to nominate a functional currency, being the currency in which the Company predominantly operates The Board having regard to the currency of the Company's share capital and the predominant currency in which its shareholders operate has determined the functional currency to be sterling Sterling is also the currency in which the accounts are presented

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

Any gain or loss arising on monetary assets from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in revenue or capital depending on whether the gain or loss is of a revenue or capital nature Gains and losses on investments arising from a change in exchange rates are included in the Income statement within Gains or losses on investments held at fair value through profit or loss and charged or credited to capital reserves

(h) Taxation

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

Deferred tax is accounted for in accordance with FRS 19 'Deferred Tax'

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

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

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

(i) Dividend payable

In accordance with FRS 21 'Events after the Balance Sheet Date' the dividend payable is included in the accounts in the year in which it is approved by shareholders

(k) Repurchases of the Company's own shares for cancellation

The costs of repurchasing the Company's own shares for cancellation including any related stamp duty and transaction costs are charged to Capital Reserves and dealt with in the Reconciliation of Movements in Shareholders' Funds Share repurchase transactions are accounted for on a trade date basis The nominal value of share capital repurchased and cancelled is transferred out of called up Share Capital and into Capital Redemption Reserve

	2011 £'000	2010 £'000
2. Gains on investments held at fair value through profit or loss		
(Losses)/gains on investments held at fair value through profit or loss based on historical cost	(6,578)	19,967
Amounts recognised as investment holding gains and losses in the previous year in respect of investments sold during the year	4,073	(14,329)
(Losses)/gains on sales of investments based on the carrying value at the previous balance sheet date	(2,505)	5,638
Net movement in investment holding gains and losses	13,535	2,693
Other capital charges	(1)	(13)
Total capital gains on investments held at fair value through profit or loss	11,029	8,318

	2011 £'000	2010 £'000
3 Income		
Income from investments		
Dividends from investments listed overseas	7,321	6,132
Other interest receivable and similar income		
Deposit interest	2	6
Total income	7,323	6,138

	Revenue £'000	2011 Capital £'000	Total £'000	Revenue £'000	2010 Capital £'000	Total £'000
4 Management fee	449	1,795	2,244	403	1,613	2,016

Details of the management fee are given in the Directors' Report on page 19

	2011 £'000	2010 £'000
5 Other administrative expenses		
Other administration expenses	386	385
Directors' fees ¹	115	98
Auditors' remuneration for audit services ²	21	22
	522	505

¹Full disclosure is given in the Directors' Remuneration Report on page 25

²No other payments were made to the auditors (2010: same)

Notes to the Accounts continued

	Revenue £'000	2011 Capital £'000	Total £'000	Revenue £'000	2010 Capital £'000	Total £'000
6 Finance costs						
Interest on bank loans and overdrafts	210	840	1,050	75	301	376

7. Taxation

(a) Analysis of tax charge for the year

	Revenue £'000	2011 Capital £'000	Total £'000	Revenue £'000	2010 Capital £'000	Total £'000
UK corporation tax at 27% (2010 28%)	—	—	—	—	—	—
Overseas withholding tax	512	—	512	429	—	429
Current tax charge for the year	512	—	512	429	—	429

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

The tax assessed for the year is lower (2010 lower) than the Company's applicable rate of corporation tax for the year of 27% (2010 28%). The factors affecting the current tax charge for the year are as follows

	Revenue £'000	2011 Capital £'000	Total £'000	Revenue £'000	2010 Capital £'000	Total £'000
Net return on ordinary activities before taxation	6,142	7,134	13,276	5,155	2,542	7,697
Net return on ordinary activities before taxation multiplied by the Company's applicable rate of corporation tax of 27% (2010 28%)	1,658	1,926	3,584	1,443	712	2,155
Effects of						
Non taxable overseas dividends	(1,957)	—	(1,957)	(1,717)	—	(1,717)
Non taxable capital returns	—	(2,637)	(2,637)	—	(1,248)	(1,248)
Overseas withholding tax	512	—	512	429	—	429
Income taxed in different periods	(8)	—	(8)	—	—	—
Unutilised expenses carried forward to future periods	307	711	1,018	274	536	810
Current tax charge for the year	512	—	512	429	—	429

(c) Deferred taxation

The Company has an unrecognised deferred tax asset of £4,556,000 (2010 £3,720,000) based on a prospective corporation tax rate of 26% (2010 27%). The reduction in the standard rate of corporation tax was substantively enacted on 29th March 2011 and is effective from 1st April 2011. The Government has also indicated that it intends to enact future reductions in the main rate of corporation tax of 1% each year down to 23% by 1st April 2014. The deferred tax asset has arisen due to the cumulative excess of deductible expenses over taxable income. Given the composition of the Company's portfolio it is not likely that this asset will be utilised in the foreseeable future and therefore no asset has been recognised in the accounts.

Given the Company's status as an Investment Trust Company and the intention to continue meeting the conditions required to obtain approval, the Company has not provided deferred tax on any capital gains or losses arising on the revaluation or disposal of investments.

8 Dividend

(a) Dividends paid and proposed

	2011 £'000	2010 £'000
Dividend paid		
2010 final dividend of 2 8p (2009 2 8p)	4,517	4,650
Dividend proposed		
2011 final dividend of 3 3p (2010 2 8p)	5,323	4,521

The final dividend proposed in respect of the year ended 30th September 2010 amounted to £4 521,000. However, the amount actually paid was £4,517,000 due to shares repurchased and cancelled after the balance sheet date but prior to the share register dividend record date.

The final dividend proposed in respect of the year ended 30th September 2011 is subject to approval at the forthcoming Annual General Meeting. In accordance with the accounting policy of the Company, this dividend will be reflected in the accounts for the year ending 30th September 2012.

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

The proposed dividend of £5,323,000 (2010: £4,521,000) is the amount on which the requirements of Section 1158 are considered. The revenue available for distribution by way of dividend is £5,630,000 (2010: £4,726,000).

9 Return per share

The revenue return per share is based on the revenue earnings attributable to the ordinary shares of £5,630,000 (2010: £4,726,000) and on the weighted average number of shares in issue throughout the year of 161,334,188 (2010: 162,661,550).

The capital return per share is based on the capital return attributable to the ordinary shares of £7,134,000 (2010: £2,542,000) and on the weighted average number of shares in issue throughout the year of 161,334,188 (2010: 162,661,550).

The total return per share is based on the total earnings attributable to the ordinary shares of £12,764,000 (2010: £7,268,000) and on the weighted average number of shares in issue throughout the year of 161,334,188 (2010: 162,661,550).

Notes to the Accounts continued

	2011 £'000	2010 £'000
10 Investments		
Investments listed on a recognised stock exchange	312,150	300,515
Opening book cost	290,323	317,841
Opening investment holding gains	10,192	21,828
Opening valuation	300,515	339,669
Movements in the year		
Purchases at cost	159,311	227,432
Sales - proceeds	(158,706)	(274,917)
(Losses)/gains on sales of investments based on the carrying value at the previous balance sheet date	(2,505)	5,638
Net movement in investment holding gains and losses	13,535	2,693
Closing valuation	312,150	300,515
Closing book cost	284,350	290,323
Closing investment holding gains	27,800	10,192
Total investments held at fair value through profit or loss	312,150	300,515

Transaction costs on purchases during the year amounted to £90,000 (2010: £145,000) and on sales during the year amounted to £107,000 (2010: £174,000). These costs comprise mainly brokerage commission.

During the year prior year investment holding losses amounting to £4,073,000 have been transferred to Gains and Losses on Sales of Investments as disclosed in note 15 on page 40.

	2011 £'000	2010 £'000
11 Current assets		
Debtors		
Securities sold awaiting settlement	2,976	-
Dividends and interest receivable	2,710	2,394
Derivative financial instruments - forward foreign currency contracts	2	-
Other debtors	39	45
	5,727	2,439

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

Cash and short term deposits

Cash and short term deposits comprises bank balances and short term deposits. The carrying amount of these represents their fair value. Cash balances in excess of a predetermined amount are placed on short term deposit at market rates of interest.

	2011 £'000	2010 £'000
12 Creditors amounts falling due within one year		
Securities purchased awaiting settlement	2,474	–
Other creditors and accruals	116	107
	2,590	107

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

	2011 £'000	2010 £'000
13 Creditors amounts falling due after more than one year		
Bank loan	12,492	–

The bank loan is unsecured and represents ¥1.5 billion drawn down on the Company's facility with Scotiabank. Further details are given in note 22(a)(ii) on page 46.

	2011 £'000	2010 £'000
14 Called up share capital		
Allotted and fully paid		
Shares of 25p each		
Opening balance of 161,458,078 (2010: 169,851,078) shares	40,365	42,463
Repurchase of 140,000 (2010: 8,393,000) shares for cancellation	(35)	(2,098)
Closing balance ¹	40,330	40,365

¹Represented by 161,318,078 (2010: 161,458,078) shares of 25p each

During the year, the Company repurchased 140,000 shares, nominal value £35,000 for cancellation, representing 0.1% of the issued shares at the beginning of the year, for a total consideration of £229,000. The reason for the purchases was to seek to reduce the volatility and absolute level of the discount of the share price at which the Company's shares trade to net asset value per share in relation to its peers.

Notes to the Accounts continued

	Other reserve £'000	Capital redemption reserve £'000	Capital reserves			Revenue reserve £'000
			Gains and losses on sales of investments £'000	Holding gains and losses on investments £'000	Capital reserve - unrealised £'000	
15 Reserves						
Opening balance	166,791	8,597	74,194	10,192	—	5,967
Realised exchange gains on cash and short term deposits	—	—	1,774	—	—	—
Unrealised gain on forward foreign currency contract	—	—	—	—	2	—
Realised exchange losses on repayment of foreign currency loans	—	—	(1,978)	—	—	—
Losses on sales of investments based on the carrying value at the previous balance sheet date	—	—	(2,505)	—	—	—
Net movement in investment holding gains and losses	—	—	—	13,535	—	—
Transfer on disposal of investments	—	—	(4,073)	4,073	—	—
Repurchase and cancellation of the Company's own shares	—	35	(229)	—	—	—
Management fee and finance costs charged to capital	—	—	(2,635)	—	—	—
Unrealised exchange loss on foreign currency loan	—	—	—	—	(1,058)	—
Other capital charges	—	—	(1)	—	—	—
Dividend appropriated in the year	—	—	—	—	—	(4,517)
Net revenue for the year	—	—	—	—	—	5,630
Closing balance	166,791	8,632	64,547	27,800	(1,056)	7,080

16 Net asset value per share

The net asset value per share is based on the net assets attributable to the ordinary shareholders of £314,124,000 (2010: £306,106,000) and on the 161,318,078 (2010: 161,458,078) shares in issue at the year end.

	2011 £'000	2010 £'000
17. Reconciliation of total return on ordinary activities before finance costs and taxation to net cash inflow from operating activities		
Net total return on ordinary activities before finance costs and taxation	14,326	8,073
Less capital return before finance costs and taxation	(7,974)	(2,843)
Increase in accrued income	(316)	(137)
Decrease/(increase) in other debtors	6	(15)
(Decrease)/increase in accrued expenses	(6)	36
Overseas taxation	(512)	(429)
Management fee charged to capital	(1,795)	(1,613)
Net cash inflow from operating activities	3,729	3,072

	At 30th September 2010 £'000	Cash flow £'000	Exchange movements £'000	At 30th September 2011 £'000
18 Analysis of changes in net funds/(debt)				
Cash and short term deposits	3,259	6,296	1,774	11,329
Bank loan falling due after more than one year	–	(9,456)	(3,036)	(12,492)
Net funds/(debt)	3,259	(3,160)	(1,262)	(1,163)

19 Contingent liabilities and capital commitments

There were no contingent liabilities or capital commitments at the balance sheet date (2010 £nil)

20. Transactions with the Manager

Details of the management contract are set out in the Directors' Report on pages 18 and 19. The management fee payable to JPMorgan Asset Management (UK) Limited (JPMAM') for the year was £2,244,000 (2010 £2,016,000) of which £nil (2010 £nil) was outstanding at the year end.

Included in other management expenses in note 5 on page 35 are safe custody fees amounting to £45,000 (2010 £52,000) payable to JPMorgan Chase as custodian of the Company of which £13,000 (2010 £13,000) was outstanding at the year end.

JPMAM carries out some of its dealing transactions through group subsidiaries. These transactions are carried out at arms' length. The commission payable to JPMorgan Securities for the year was £19,000 (2010 £29,000) of which £nil (2010 £nil) was outstanding at the year end.

Handling charges payable on dealing transactions undertaken by overseas sub custodians on behalf of the Company during the year amounted to £1,000 (2010 £13,000) of which £1,000 (2010 £4,000) was outstanding at the year end.

At the year end, a bank balance of £11,329,000 (2010 £3,259,000) was held with JPMorgan Chase. A net amount of interest of £2,000 (2010 £6,000) was receivable by the Company during the year from JPMorgan Chase of which £1,000 (2010 £1,000) was outstanding at the year end.

The Company had an unsettled spot currency contract with JPMorgan Securities at the year end on which the unrealised gain was £2,000.

Notes to the Accounts continued

21. Disclosures regarding financial instruments measured at fair value

The disclosures required by the amendment to FRS 29 'Improving Disclosures about Financial Instruments' are given below. The Company's financial instruments within the scope of FRS 29 that are held at fair value comprise its investment portfolio and derivative financial instruments comprising forward foreign currency contracts.

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

Level 1 – valued using quoted prices in active markets

Level 2 – valued by reference to valuation techniques using observable inputs other than quoted market prices included within Level 1

Level 3 – valued by reference to valuation techniques using inputs that are not based on observable market data

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. Details of the valuation techniques used by the Company are given in note 1(b) on page 33.

The following table sets out the fair value measurements using the FRS 29 hierarchy as at 30th September

	2011			
	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial assets held at fair value through profit or loss				
Equity investments	312,150	—	—	312,150
Derivative financial instruments forward foreign currency contracts	2	—	—	2
Total	312,152	—	—	312,152

	2010			
	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial assets held at fair value through profit or loss				
Equity investments	300,515	—	—	300,515
Total	300,515	—	—	300,515

There have been no transfers between Levels 1, 2 or 3 during the current or comparative year.

22 Financial instruments' exposure to risk and risk management policies

As an investment trust the Company invests in equities and other securities for the long term so as to secure its investment objective stated on the 'Features' page. In pursuing this objective, the Company is exposed to a variety of risks that could result in a reduction in the Company's net assets or a reduction in the profits available for dividends. These risks include market risk (comprising currency risk, interest rate risk and other price risk), liquidity risk and credit risk. The Directors' policy for managing these risks is set out below. The Company Secretary, in close cooperation with the Board and the Manager, coordinates the Company's risk management strategy.

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

The Company's financial instruments may comprise the following:

- investments in equity shares of Japanese companies which are held in accordance with the Company's investment objective,
- short term debtors, creditors and cash arising directly from its operations, and
- a floating rate loan facility with Scotiabank.

(a) Market risk

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

(i) Currency risk

The Company's functional currency and the currency in which it reports, is sterling. However the Company's assets, liabilities and income are almost entirely denominated in Yen. As a result, movements in exchange rates will affect the sterling value of those items.

Management of currency risk

The Manager monitors the Company's exposure to foreign currencies on a daily basis and reports to the Board, which meets on at least four occasions each year. The Manager measures the risk to the Company of the foreign currency exposure by considering the effect on the Company's net asset value and income of a movement in the Yen/sterling exchange rate. Yen denominated borrowing may be used to limit the exposure of the Company's portfolio to the Yen/sterling exchange rate. Income is converted to sterling on receipt. The Company may use short term forward currency contracts to manage working capital requirements. It is currently not the Company's policy to hedge against foreign currency risk.

Notes to the Accounts continued

22 Financial instruments' exposure to risk and risk management policies continued

(a) Market risk continued

(i) Currency risk continued

Foreign currency exposure

The fair value of the Company's monetary items that have exposure to the Yen at 30th September are shown below. The Company's investments (which are not monetary items) have been included separately in the analysis so as to show the overall level of exposure.

	2011 Yen £'000	2010 Yen £'000
Current assets	17,042	3,335
Creditors	(15,382)	–
Foreign currency exposure on net monetary items	1,660	3,335
Investments held at fair value through profit or loss that are equities	312,150	300,515
Total net foreign currency exposure	313,810	303,850

The above year end amounts are not representative of the exposure to foreign currency risk during the current or comparative year due to fluctuation in drawings on the Yen loan facility.

Foreign currency sensitivity

The following tables illustrate the sensitivity of return after taxation for the year and net assets with regard to the Company's monetary financial assets and financial liabilities and exchange rates. The sensitivity analysis is based on the Company's monetary currency financial instruments held at each balance sheet date and assumes a 10% (2010: 10%) appreciation or depreciation in sterling against the Yen, which is considered to be a reasonable illustration based on the volatility of exchange rates during the year.

If sterling had weakened by 10% this would have had the following effect:

	2011 £'000	2010 £'000
Income statement return after taxation		
Revenue return	732	613
Capital return	166	334
Total return after taxation for the year	898	947
Net assets	898	947

Conversely if sterling had strengthened by 10% this would have had the following effect

	2011 £'000	2010 £'000
Income statement return after taxation		
Revenue return	(732)	(613)
Capital return	(166)	(334)
Total return after taxation for the year	(898)	(947)
Net assets	(898)	(947)

In the opinion of the Directors the above sensitivity analysis is not representative of the whole of the current or comparative year due to fluctuation in drawings on the Yen loan facility

(ii) Interest rate risk

Interest rate movements may affect the level of income receivable on cash deposits and the interest payable on the Company's variable rate cash borrowings

Management of interest rate risk

The Company does not normally hold significant cash balances. Short term borrowings are used when required. The Company may finance part of its activities through borrowings at levels approved and monitored by the Board. The possible effects on cash flows that could arise as a result of changes in interest rates are taken into account when the Company borrows on the loan facility. However amounts drawn down on this facility are for short term periods and therefore exposure to interest rate risk is not significant.

Interest rate exposure

The exposure of financial assets and liabilities to floating interest rates, giving cash flow interest rate risk when rates are re-set, is shown below

	2011 £'000	2010 £'000
Exposure to floating interest rates		
Cash and short term deposits	11,329	3,259
Creditors' amounts falling due after more than one year		
Bank loan	(12,492)	—
Total exposure	(1,163)	3,259

Interest receivable on cash balances is at a margin below LIBOR

Notes to the Accounts continued

22. Financial instruments' exposure to risk and risk management policies continued

(a) Market risk continued

(ii) Interest rate risk continued

Interest rate exposure continued

The Company has renegotiated its multicurrency loan facility with Scotiabank and the new agreement expires on 29th July 2013. Under the terms of this agreement, the Company may draw down up to ¥10 billion (£83.3 million) at an interest rate of Yen LIBOR as offered in the market for the relevant currency and loan period, plus a margin of 1.15% plus 'Mandatory costs', which are the lender's costs of complying with certain regulatory requirements of the Bank of England and the Financial Services Authority. The facility is unsecured and is subject to covenants which are customary for a credit agreement of this nature. At 30th September 2011, the Company had drawn down ¥1.5 billion (£12.5 million) on this facility at an interest rate of 1.29%.

The preceding facility with Scotiabank was undrawn at the comparative year end and this facility expired in August 2011.

The exposure to floating interest rates has fluctuated during the year between net cash and loan balances as follows:

	2011 £'000	2010 £'000
Maximum debit interest rate exposure to floating rates - net loan balances	(24,553)	(39,112)
Maximum credit interest rate exposure to floating rates - net cash balances	6,214	1,466

Interest rate sensitivity

The following table illustrates the sensitivity of return after taxation for the year and net assets to a 1% (2010: 1%) increase or decrease in interest rates in regards to the Company's monetary financial assets and financial liabilities. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's monetary financial instruments held at the balance sheet date, with all other variables held constant.

	2011		2010	
	1% increase in rate £'000	1% decrease in rate £'000	1% increase in rate £'000	1% decrease in rate £'000
Income statement - return after taxation				
Revenue return	88	(88)	33	(33)
Capital return	(100)	100	—	—
Total return after taxation for the year	(12)	12	33	(33)
Net assets	(12)	12	33	(33)

In the opinion of the Directors, the above sensitivity analysis may not be representative of the Company's future exposure to interest rate changes due to fluctuation in drawings on the loan facility.

(iii) Other price risk

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

Management of other price risk

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

Other price risk exposure

The Company's exposure to changes in market prices at 30th September comprises its holdings in equity investments as follows

	2011 £'000	2010 £'000
Equity investments held at fair value through profit or loss	312,150	300,515

The above data is broadly representative of the exposure to other price risk during the year

Concentration of exposure to other price risk

An analysis of the Company's investments is given on pages 12 and 13. This shows that all of the investments' value is in Japan. Accordingly there is a concentration of exposure to that country. However it should be noted that an investment may not necessarily be wholly exposed to the economic conditions in its country of domicile or of listing

Other price risk sensitivity

The following table illustrates the sensitivity of return after taxation for the year and net assets to an increase or decrease of 10% (2010: 10%) in the fair value of the Company's equities. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's equities and adjusting for change in the management fee, but with all other variables held constant

	2011		2010	
	10% increase in fair value £'000	10% decrease in fair value £'000	10% increase in fair value £'000	10% decrease in fair value £'000
Income statement - return after taxation				
Revenue return	(40)	40	(39)	39
Capital return	31,053	(31,053)	29,895	(29,895)
Total return after taxation for the year and net assets	31,013	(31,013)	29,856	(29,856)

Notes to the Accounts continued

22. Financial instruments' exposure to risk and risk management policies continued

(b) Liquidity risk

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

Management of the risk

Liquidity risk is not significant as the Company's assets comprise readily realisable securities which can be sold to meet funding requirements if necessary. Short term flexibility is achieved through the use of overdraft facilities. The Board's policy is for the Company to remain fully invested in normal market conditions and that short term borrowings be used to manage short term liabilities, working capital requirements and to gear the Company as appropriate. Details of the current loan facility are given in part (a)(ii) to this note on page 46.

Liquidity risk exposure

Contractual maturities of the financial liabilities at the year end, based on the earliest date on which payment can be required by the lender are as follows

	2011				2010 Three months or less £'000
	Three months or less £'000	More than three months but not more than one year £'000	More than one year £'000	Total £'000	
Creditors - amounts falling due within one year					
Securities purchased awaiting settlement	2,474	—	—	2,474	—
Other creditors and accruals	116	—	—	116	107
Creditors - amounts falling due after more than one year					
Bank loan - including interest	40	121	12,626	12,787	—
	2,630	121	12,626	15,377	107

(c) Credit risk

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

Management of credit risk

Portfolio dealing

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

Cash

Counterparties are subject to daily credit analysis by the Manager and trades can only be placed with counterparties that have a minimum rating of A1/P1 from Standard & Poor's and Moody's respectively.

Exposure to JPMorgan Chase

JPMorgan Chase is the custodian of the Company's assets. The custody agreement grants a general lien over the securities credited to the securities account. The Company's assets are segregated from JPMorgan's own trading assets. Therefore, these assets are designed to be protected from creditors in the event that JPMorgan Chase were to cease trading. However, no absolute guarantee can be given to investors on the protection of all assets of the Company.

Credit risk exposure

The amounts shown in the balance sheet under debtors and cash and short term deposits represent the maximum exposure to credit risk at the current and comparative year end

Cash and short term deposits comprises balances held at banks that have a minimum rating of A1/P1 (2010 A1/P1) from Standard & Poor's and Moody's respectively

There were no stocks on loan at 30th September 2011 (2010 nil) There has been no stock lending during the current or comparative year

(d) Fair values of financial assets and financial liabilities

All financial assets and liabilities are either included in the balance sheet at fair value or the carrying amount in the balance sheet is a reasonable approximation of fair value

23 Capital management policies and procedures

The Company's debt and capital structure comprises the following

	2011 £'000	2010 £'000
Debt		
Bank loan	12,492	–
Equity		
Share capital	40,330	40,365
Reserves	273,794	265,741
	314,124	306,106
Total debt and equity	326,616	306,106

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

The Board's policy is to limit gearing within the range 95% to 115% invested. Gearing for this purpose is defined as investments expressed as a percentage of total net assets

	2011 £'000	2010 £'000
Investments	312,150	300,515
Net assets	314,124	306,106
Gearing	99.4%	98.2%

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

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

Shareholder Analysis

at 30th September 2011

	Number of shares	% Holding
Pension Funds	33,268,215	20.9
Unit Trusts	30,103,181	18.7
Other Institutions	21,922,243	13.6
Insurance	20,094,201	12.5
Investment Trusts ¹	5,011,820	3.1
Total Institutions	110,899,660	68.8
Private Client Brokers	19,164,727	11.8
Retail Investors holding shares directly or through nominee accounts ²	25,121,630	15.6
Individuals in the Investment Trust Investment Account ³	4,306,574	2.7
Individuals in the Investment Trust ISA ³	1,130,935	0.7
Individuals in the Investment Trust SIPP ³	694,552	0.4
Total Retail Holdings	50,418,418	31.2
Total Shares in issue	161,318,078	100.0

¹Includes 3,730,943 shares held by JPMorgan Elect plc

²Includes holdings of below 10,000 shares

³Savings product managed by JPMorgan

Nominee accounts have been allocated to their appropriate category

Notice of Annual General Meeting

Notice is hereby given that the eighty third Annual General Meeting of JPMorgan Japanese Investment Trust plc will be held at Trinity House Tower Hill, London EC3N 4DH on Tuesday 20th December 2011 at 2.00 p.m. for the following purposes

- 1 To receive the Directors' Report & Accounts and the Auditors' Report for the year ended 30th September 2011
- 2 To approve the Directors' Remuneration Report for the year ended 30th September 2011
- 3 To approve a final dividend of 3.3p per share
- 4 To re-elect David Pearson as a Director of the Company
- 5 To re-elect Jeremy Paulson-Ellis as a Director of the Company
- 6 To re-appoint Begbies Chettle Agar as auditors to the Company and to authorise the Directors to determine their remuneration

Special Business

To consider the following resolutions

Authority to allot new shares – Ordinary Resolution

- 7 THAT the Directors of the Company be and they are hereby generally and unconditionally authorised (in substitution of any authorities previously granted to the Directors) pursuant to Section 551 of the Companies Act 2006 (the 'Act') to exercise all the powers for the Company to allot relevant securities (within the meaning of Section 551 of the Act) up to an aggregate nominal amount of £2,016,475, representing approximately 5% of the Company's issued ordinary share capital as at the date of the passing of this resolution, provided that this authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2012 unless renewed at a general meeting prior to such time, save that the Company may before such expiry make offers, agreements or arrangements which would or might require relevant securities to be allotted after such expiry and so that the Directors of the Company may allot relevant securities in pursuance of such offers, agreements or arrangements as if the authority conferred hereby had not expired

Authority to disapply pre-emption rights on allotment of relevant securities – Special Resolution

- 8 THAT subject to the passing of Resolution 7 set out above the Directors of the Company be and they are hereby empowered pursuant to Section 570 of the Companies Act 2006 (the 'Act') to allot equity securities (within the meaning of Section 560(1) of the Act) pursuant to the authority conferred by Resolution 8 or by way of a sale of Treasury shares as if Section 560(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities for cash up to an aggregate nominal amount of £2,106,475, representing approximately 5% of the issued ordinary share capital as at the date of the passing of this resolution at a price of not less than the net asset value per share and shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2012 unless renewed at a general meeting prior to such time, save that the Company may before such expiry make offers, agreements or arrangements which would or might require equity securities to be allotted after such expiry and so that the Directors of the Company may allot equity securities in pursuance of such offers, agreements or arrangements as if the power conferred hereby had not expired

Authority to repurchase the Company's shares – Special Resolution

- 9 THAT the Company be generally and subject as hereinafter appears unconditionally authorised in accordance with Section 701 of the Companies Act 2006 (the 'Act') to make market purchases (within the meaning of Section 693 of the Act) of its issued ordinary shares of 25 pence each in the capital of the Company

PROVIDED ALWAYS THAT

- (i) the maximum number of ordinary shares hereby authorised to be purchased shall be 24,181,579 or, if less, that number of shares which is equal to 14.99% of the Company's issued share capital as at the date of the passing of this resolution
- (ii) the minimum price which may be paid for an ordinary share shall be 25p.

Notice of Annual General Meeting continued

- (iii) the maximum price which may be paid for an ordinary share shall be an amount equal to the highest of
 - (a) 105% of the average of the middle market quotations for an ordinary share taken from and calculated by reference to the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the ordinary share is purchased
 - (b) the price of the last independent trade
 - or (c) the highest current independent bid
- (iv) any purchase of ordinary shares will be made in the market for cash at prices below the prevailing net asset value per ordinary share (as determined by the Directors) at the date following not more than seven days before the date of purchase,
- (v) the authority hereby conferred shall expire on 19th June 2013 unless the authority is renewed at the Company's Annual General Meeting in 2012 or at any other general meeting prior to such time, and
- (vi) the Company may make a contract to purchase ordinary shares under the authority hereby conferred prior to the expiry of such authority and may make a purchase of ordinary shares pursuant to any such contract notwithstanding such expiry

Authority to increase the maximum aggregate Directors' fees – Ordinary Resolution

- 10 THAT in accordance with Article 83 of the Company's Article of Association the maximum aggregate Directors' fees payable be increased from £125,000 to £175,000 per annum with immediate effect

By order of the Board
C. Cordrey for and on behalf of
JPMorgan Asset Management (UK) Limited,
Secretary
17th November 2011

Notes

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

- 1 A member entitled to attend and vote at the Meeting may appoint another person(s) (who need not be a member of the Company) to exercise all or any of his rights to attend, speak and vote at the Meeting. A member can appoint more than one proxy in relation to the Meeting provided that each proxy is appointed to exercise the rights attaching to different shares held by him
- 2 A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Your proxy could be the Chairman, another Director of the Company or another person who has agreed to attend to represent you. Details of how to appoint the Chairman or another person(s) as your proxy or proxies using the proxy form are set out in the notes to the proxy form. If a voting box on the proxy form is left blank, the proxy or proxies will exercise his/their discretion both as to how to vote and whether he/they abstain(s) from voting. Your proxy must attend the Meeting for your vote to count. Appointing a proxy or proxies does not preclude you from attending the Meeting and voting in person. If you attend the Meeting in person, your proxy appointment will automatically be terminated
- 3 Any instrument appointing a proxy to be valid must be lodged in accordance with the instructions given on the proxy form
- 4 You may change your proxy instructions by returning a new proxy appointment. The deadline for receipt of proxy appointments also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same Meeting, the one which is last received (regardless of its date or the date of its signature) shall be treated as replacing and revoking the other or others as regards that share. If the Company is unable to determine which was last received, none of them shall be treated as valid in respect of that share
- 5 To be entitled to attend and vote at the Meeting (and for the purpose of the determination by the Company of the number of votes they may cast) members must be entered on the Company's register of members as at 6.00 p.m. two business days prior to the Meeting (the specified time). If the Meeting is adjourned to a time not more than 48 hours after the specified time applicable to the original Meeting, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned Meeting. If however the Meeting is adjourned for a longer period then to be so entitled members must be entered on the Company's register of

members as at 6.00 p.m. two business days prior to the adjourned Meeting or if the Company gives notice of the adjourned Meeting at the time specified in that notice. Changes to entries on the register after this time shall be disregarded in determining the rights of persons to attend or vote at the Meeting or adjourned Meeting.

- 6 Entry to the Meeting will be restricted to shareholders and their proxy or proxies with guests admitted only by prior arrangement.
- 7 A corporation, which is a shareholder, may appoint an individual(s) to act as its representative(s) and to vote in person at the Meeting (see instructions given on the proxy form). In accordance with the provisions of the Companies Act 2006, each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual member of the Company provided that they do not do so in relation to the same shares. It is therefore no longer necessary to nominate a designated corporate representative.
Representatives should bring to the Meeting evidence of their appointment, including any authority under which it is signed.
- 8 Members that satisfy the thresholds in Section 527 of the Companies Act 2006 can require the Company to publish a statement on its website setting out any matter relating to (a) the audit of the Company's accounts (including the Auditors' report and the conduct of the audit) that are to be laid before the AGM or (b) any circumstances connected with Auditors of the Company ceasing to hold office since the previous AGM which the members propose to raise at the Meeting. The Company cannot require the members requesting the publication to pay its expenses. Any statement placed on the website must also be sent to the Company's Auditors no later than the time it makes its statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required to publish on its website pursuant to this right.
- 9 Pursuant to Section 319A of the Companies Act 2006, the Company must cause to be answered at the AGM any question relating to the business being dealt with at the AGM which is put by a member attending the Meeting except in certain circumstances, including if it is undesirable in the interests of the Company or the good order of the Meeting or if it would involve the disclosure of confidential information.
- 10 Under Sections 338 and 338A of the 2006 Act, members meeting the threshold requirements in those sections have the right to require the Company (i) to give, to members of the Company entitled to receive notice of the Meeting, notice of a resolution which those members intend to move (and which may properly be moved) at the Meeting and/or (ii) to include in the business to be dealt with at the Meeting any matter (other than a proposed resolution) which may properly be included in the business at the Meeting. A resolution may properly be moved, or a matter properly included in the business unless (a) (in the case of a resolution only) it would, if passed, be ineffective (whether by reason of any inconsistency with any enactment or the Company's constitution or otherwise), (b) it is defamatory of any person, or (c) it is frivolous or vexatious. A request made pursuant to this right may be in hard copy or electronic form; must identify the resolution of which

notice is to be given or the matter to be included in the business must be accompanied by a statement setting out the grounds for the request; must be authenticated by the person(s) making it and must be received by the Company not later than the date that is six clear weeks before the Meeting and (in the case of a matter to be included in the business only) must be accompanied by a statement setting out the grounds for the request.

- 11 A copy of this notice has been sent for information only to persons who have been nominated by a member to enjoy information rights under Section 146 of the Companies Act 2006 (a Nominated Person). The rights to appoint a proxy can not be exercised by a Nominated Person; they can only be exercised by the member. However, a Nominated Person may have a right under an agreement between him and the member by whom he was nominated to be appointed as a proxy for the Meeting or to have someone else so appointed. If a Nominated Person does not have such a right or does not wish to exercise it, he may have a right under such an agreement to give instructions to the member as to the exercise of voting rights.
- 12 In accordance with Section 311A of the Companies Act 2006, the contents of this notice of meeting, details of the total number of shares in respect of which members are entitled to exercise voting rights at the AGM, the total voting rights members are entitled to exercise at the AGM and, if applicable, any members' statements, members' resolutions or members' matters of business received by the Company after the date of this notice will be available on the Company's website www.jpmmjapanese.co.uk.
- 13 The register of interests of the Directors and connected persons in the share capital of the Company and the Directors' letters of appointment are available for inspection at the Company's registered office during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted). It will also be available for inspection at the Annual General Meeting. No Director has any contract of service with the Company.
- 14 You may not use any electronic address provided in this Notice of Meeting to communicate with the Company for any purposes other than those expressly stated.
- 15 As an alternative to completing a hard copy Form of Proxy/Voting Direction Form, you can appoint a proxy or proxies electronically by visiting www.sharevote.co.uk. You will need your Voting ID, Task ID and Shareholder Reference Number (this is the series of numbers printed under your name on the Form of Proxy/Voting Direction Form). Alternatively, if you have already registered with Equiniti Limited's online portfolio service, Shareview, you can submit your Form of Proxy at www.shareview.co.uk. Full instructions are given on both websites.
- 16 As at 16th November 2011 (being the latest business day prior to the publication of this Notice), the Company's issued share capital consists of 161,318,078 Ordinary shares carrying one vote each. Therefore the total voting rights in the Company are 161,318,078.

Electronic appointment - CREST members

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

Glossary of Terms and Definitions

Return to Shareholders

Total return to the investor on a mid-market price to mid-market price basis assuming that all dividends received were reinvested without transaction costs into the shares of the Company at the time the shares were quoted ex-dividend

Return on Net Assets

Total return on net asset value ('NAV') per share, on a bid value to bid value basis assuming that all dividends paid out by the Company were reinvested into the shares of the Company at the NAV per share at the time the shares were quoted ex-dividend

In accordance with industry practice, dividends payable which have been declared but which are unpaid at the balance sheet date are deducted from the NAV when calculating the total return on net assets

Benchmark Return

Total return on the benchmark, on a mid-market value to mid-market value basis, assuming that all dividends received were reinvested into the shares of the underlying companies at the time the shares were quoted ex-dividend

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

Actual Gearing Factor

Investments expressed as a percentage of shareholders' funds. This shows the effect of gearing on the net asset value per share if the market value of the portfolio were to increase by 100%. A gearing factor of less than 100% arises when the Company is in a 'net cash' position

Total Expense Ratio

Management fee and all other operating expenses excluding interest expressed as a percentage of the average of the

month end net assets during the year (2008 and prior years the average of the opening and closing net assets)

Share Price Discount/Premium to Net Asset Value ('NAV') per share

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

Performance Attribution

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

Performance Attribution Definitions

Allocation Effect

Measures the impact of allocating assets differently from those in the benchmark via the portfolio's weighting in different countries, sectors or asset types

Stock Selection

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

Gearing/Cash

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

Management Fee/Other Expenses

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

Share Repurchases

Measures the effect on relative performance of repurchasing and cancelling the Company's own shares at a price which is less than the net asset value per share

Information about the Company

Financial Calendar

Financial year end	30th September
Final results announced	November
Half year end	31st March
Half year results announced	May/June
Interim Management Statements announced	January and July
Dividend on ordinary shares paid	December
Annual General Meeting	December

History

The Company was formed in 1927 as The Capital & National Trust Limited. It was a general investment trust until 1982, when its shareholders approved a change of name to The Fleming Japanese Investment Trust plc and the adoption of a policy of specialising in investment in Japan. It is the largest UK investment trust specialising in Japan. The Company adopted its current name in December 2006.

Company Numbers

Company registration number 223583
London Stock Exchange number 0174002
ISIN GB0001740025
Bloomberg code JFI LN

Market Information

The Company's net asset value ('NAV') is published daily via the London Stock Exchange. The Company's shares are listed on the London Stock Exchange. The market price is shown daily in the Financial Times, The Times, The Daily Telegraph, The Scotsman, The Independent and on the JPMorgan internet site at www.jpmmorgan.co.uk, where the share price is updated every fifteen minutes during trading hours.

Website

www.jpmmorgan.co.uk

Share Transactions

The Company's shares may be dealt in directly through a stockbroker or professional adviser acting on an investor's behalf. They may also be purchased and held through the J.P. Morgan Investment Account, J.P. Morgan ISA and J.P. Morgan SIPP. These products are all available on the online wealth manager service, J.P. Morgan WealthManager+, available at www.jpmmorganwealthmanagerplus.co.uk.

Manager and Company Secretary

JPMorgan Asset Management (UK) Limited

Company's Registered Office

Finsbury Dials
20 Finsbury Street
London EC2Y 9AQ
Telephone 020 7742 6000

For company secretarial and administrative matters, please contact Chris Cordrey.

Custodian

JPMorgan Chase Bank N.A.
125 London Wall
London EC2Y 5AJ

Registrars

Equiniti Limited
Reference 1090
Aspect House
Spencer Road
West Sussex BN99 6DA
Telephone number 0871 384 2317

Notifications of changes of address and enquiries regarding share certificates or dividend cheques should be made in writing to the Registrar quoting reference 1090.

Registered shareholders can obtain further details on individual holdings on the internet by visiting www.shareview.co.uk.

Independent Auditors

Begbies Chettle Agar
Chartered Accountants and Statutory Auditors
Epworth House
25 City Road
London EC1Y 1AR

Brokers

Collins Stewart Europe Limited
88 Wood Street
London EC2V 7QR

Savings Product Administrators

For queries on the J.P. Morgan Investment Account, J.P. Morgan ISA and J.P. Morgan SIPP, see contact details on the back cover of this report.

A member of the AIC

J P Morgan Helpline

Freephone 0800 20 40 20 or +44 (0)20 7742 9995

Your telephone call may be recorded for your security

www.jpmpjapanese.co.uk