ANNUAL REPORT AND AUDITED ACCOUNTS TO 31 MARCH 2018 



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# Company Overview

Launched in 1989, Templeton Emerging Markets Investment Trust PLC ("TEMIT" or the "Company") is an investment company that invests principally in emerging market companies with the aim of delivering capital growth to shareholders over the long term. While the majority of the Company's shareholders are based in the UK, shares are quoted on both the London and New Zealand Stock Exchanges.

The Company is governed by a Board of Directors who are committed to ensuring that shareholders' best interests are at the forefront of all decisions. Under the guidance of the Chairman, the Board of Directors is responsible for the overall strategy of the Company and monitoring its performance. Only one member of the Board has a connection with Franklin Templeton Investments, with all others being independent.

TEMIT's research-driven investment approach and strong performance has helped it to grow to be the largest emerging market investment trust in the UK, with assets of £2.3 billion as at 31 March 2018.

Net asset value total return (cum-income) 2018<sup>(a)</sup>

12.4%

(2017: 47.8%)

Share price total return 2018<sup>(a)</sup>

13.7%

(2017: 48.3%)

MSCI Emerging Markets Index total return 2018(a)(b)

11.8%

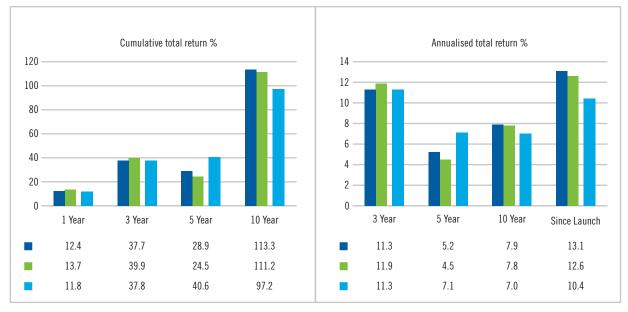
(2017: 35.2%)

Proposed dividend 2018

15.00p

(2017: 8.25p)

#### Performance to 31 March 2018(a)



- Net asset value (cum-income)
- Share price
- MSCI Emerging Markets Index
- (a) A glossary of alternative performance measures is included on page 96.
- (b) Source: MSCI. The Company's benchmark is the MSCI Emerging Markets Index, with net dividends reinvested.

# Strategic Report

The Directors present the Strategic Report for the year ended 31 March 2018, which includes pages 2 to 16 and incorporates the Chairman's Statement, and which has been prepared in accordance with the Companies Act 2006.

The aim of the Strategic Report is to provide shareholders with the ability to assess how the Directors have performed in their duty to promote the success of the Company for shareholders' collective benefit, by bringing together into one place all of the information about the Company's strategy, the risks it faces, how it is performing and the outlook.

# **Financial Summary**

2017–2018	Notes	Year ended 31 March 2018	Year ended 31 March 2017	Capital return %	Total return %
Total net assets (£ million)		2,300.8	2,148.1		
Total net asset value (cum-income, pence per share)		846.0	762.8	9.7 <sup>(a)</sup>	12.4 <sup>(a)</sup>
Highest net asset value (cum-income, pence per share)		918.2	780.6		
Lowest net asset value (cum-income, pence per share)		743.6	503.3		
Share price (pence per share)		743.0	661.5	11.1 <sup>(a)</sup>	13.7 <sup>(a)</sup>
Highest end of day share price (pence per share)		825.0	674.0		
Lowest end of day share price (pence per share)		643.0	435.0		
MSCI Emerging Markets Index				8.9 <sup>(a)</sup>	11.8 <sup>(a)</sup>
Share price discount to net asset value	(a)	12.2%	13.3%		
Average share price discount to net asset value over the year		12.3%	13.3%		
Dividend (pence per share)	(b)	15.00	8.25		
Revenue earnings (pence per share)	(c)	15.90	6.59		
Capital earnings (pence per share)	(c)	73.56	235.71		
Total earnings (pence per share)	(c)	89.46	242.30		
Net gearing	(a)	3.3%	0.8%		
Ongoing charges ratio	(a)	1.12%	1.20%		

 $Source: Franklin\ Templeton\ Investments\ and\ FactSet.$ 

<sup>(</sup>a) A glossary of alternative performance measures is included on page 96.

<sup>(</sup>b) A dividend of 15.00 pence per share on the Company's profits for the year ended 31 March 2018 has been proposed.

<sup>(</sup>c) The revenue, capital and total earnings per share figures are based on the earnings per share shown in the Income Statement on page 70 and Note 5 of the Notes to the Financial Statements.

### Ten Year Record

### 2008-2018

Year ended	Total net assets (£m)	NAV (pence per share)	Share price (pence per share)	Year-end discount (%)	Earnings per share – undiluted (pence)	Dividend (pence per share)	Ongoing charges ratio <sup>(a)</sup> (%)
30 Apr 2008	2,291.4	484.8	438.0	9.6	4.07	3.50	1.33
30 Apr 2009 <sup>(b)</sup>	1,208.3	365.7	340.5	6.9	7.69	3.75 <sup>(c)</sup>	1.34
31 Mar 2010 <sup>(d)</sup>	2,046.4	620.3	577.0	7.0	2.88	3.75	1.29
31 Mar 2011	2,368.4	718.0	660.0	8.1	6.14	4.25	1.31
31 Mar 2012	2,098.6	636.3	588.5	7.5	7.91	5.75	1.31
31 Mar 2013	2,302.7	702.3	640.5	8.2	8.45	6.25	1.30
31 Mar 2014	1,913.6	591.8	527.0	10.9	9.14	7.25	1.30
31 Mar 2015	2,045.0	641.2	556.0	13.3	9.28	8.25	1.20
31 Mar 2016	1,562.3	524.2	453.9	13.4	7.05	8.25	1.22
31 Mar 2017	2,148.1	762.8	661.5	13.3	6.59	8.25	1.20
31 Mar 2018	2,300.8	846.0	743.0	12.2	15.90	15.00 <sup>(e)</sup>	1.12

### 2008-2018

(rebased to 100.0 at 30 April 2008)

Year ended	NAV	NAV total return <sup>(a)</sup>	Share price	Share price total return <sup>(a)</sup>	MSCI Emerging Markets Index total return <sup>(a)</sup>	Revenue earnings per share – undiluted	Dividend per share
30 Apr 2008	100.0	100.0	100.0	100.0	100.0	100.0	100.0
30 Apr 2009 <sup>(b)</sup>	75.4	75.9	77.7	78.4	76.6	188.9	107.1
31 Mar 2010 <sup>(d)</sup>	127.9	131.1	131.7	135.2	116.4	70.8	107.1
31 Mar 2011	148.1	152.5	150.7	155.7	130.9	150.9	121.4
31 Mar 2012	131.3	136.0	134.4	139.8	120.1	194.3	164.3
31 Mar 2013	144.9	151.2	146.2	153.8	129.3	207.6	178.6
31 Mar 2014	122.1	129.1	120.3	128.0	116.5	224.6	207.1
31 Mar 2015	132.3	141.5	126.9	136.8	131.9	228.0	235.7
31 Mar 2016	108.1	117.4	103.6	113.5	120.2	173.2	235.7
31 Mar 2017	157.3	173.4	151.0	168.4	162.6	161.9	235.7
31 Mar 2018	174.5	194.9	169.6	191.5	181.7	390.7	428.6

Source: Franklin Templeton Investments and FactSet.

<sup>(</sup>a) A glossary of alternative performance measures is included on page 96.

<sup>(</sup>b) The results for the year ended 30 April 2009 reflect £633m returned to the shareholders as a result of the tender offer in 2008.

<sup>(</sup>c) Excludes the special dividend of 2.50 pence per share in 2009.

<sup>(</sup>d) 11 months to 31 March 2010.

e) A dividend of 15.00 pence per share for the year ended 31 March 2018 has been proposed.

# Ten Year Record (continued)

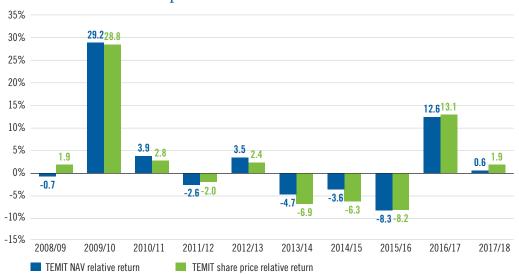
### 2008–2018 NAV, share price and benchmark total return(a)



### 2008-2018 NAV and share price total return relative to the benchmark total return<sup>(b)</sup>



### Annual NAV and share price total return relative to the benchmark total return<sup>(c)</sup>



- (a) This graph shows the value of £100 invested on 31 March 2008 at 31 March 2018. The Ten Year Growth Record performance on page 3 differs as it was rebased from the financial year end at 30 April 2008.
- (b) Rebased to 100 at March 2008.
- (c) Periods are TEMIT reporting periods (to 30 April up to April 2009 and 31 March thereafter).

### Chairman's Statement

#### Market Overview and Investment Performance

I reported at the half year stage that the recovery in the performance of emerging markets had continued. Since that time, and particularly in the current calendar year, volatility has returned. This is at least in part driven by global politics, with the US moving towards protectionism. While markets have reacted to this, the reaction has been more muted than was expected in some quarters. This possibly reflects the growing economic strength and autonomy of some of the countries in our investment universe where intra-regional trade has greatly increased, particularly in Asia, thereby reducing dependence on the US and Europe.

Despite this increased volatility, it is pleasing to report over the year under review a further double digit NAV total return and further marginal out-performance of our benchmark index, as set out in the table on page 1.

### Revenue, Earnings and Dividend

Underlying revenues were significantly higher than in the previous accounting period. Furthermore, as announced in last year's Annual Report, with effect from 1 April 2017, 70% of the annual AIFM fee and of the cost of borrowing is allocated to the capital account. This allocation reflects the Board's assessment of the likely ratio of long-term capital and revenue returns. The combined effect of the increased revenues and the change in the allocation of costs was to increase revenue earnings per share substantially, from 6.59 pence to 15.90 pence. Your Board recommends a final dividend of 15.00 pence per share, an increase of 81.8% from 8.25 pence last year.

In light of the increased revenue and recognising that many investors place a high value on a regular income, your Board believes that it would be beneficial in future to pay two dividends per year. These will be announced with the half yearly and full year results, with a first interim dividend to be declared with the half year results for the six months to September 2018.

As I and my predecessor have consistently pointed out, our Investment Manager's primary focus is on generating capital returns and we do not target a particular level of income.

### The Investment Manager

On 1 February 2018 we announced that Chetan Sehgal, Director of Portfolio Management overseeing the global emerging markets strategy at Franklin Templeton, had been appointed Lead Portfolio Manager of TEMIT. Chetan's appointment followed the resignation from Franklin Templeton of our previous Lead Portfolio Manager, Carlos Hardenberg.

Chetan has been an investment manager with Franklin Templeton in emerging markets for over 22 years. During much of that time, Chetan worked closely with Carlos and was a key contributor in delivering TEMIT's out-performance through in-depth research and investment execution decisions.

The Investment Manager will continue to adhere to the time-tested Templeton investment philosophy of bottom up, long-term, value oriented emerging markets investing.

The TEMIT Board believes that the appointment of Chetan as Lead Portfolio Manager will continue the strong Templeton legacy and will enable the Company to produce superior long term returns. The Board looks forward to working with Chetan and his colleagues.

## Chairman's Statement (continued)

On behalf of the Board, I would like to thank Carlos for his contribution to TEMIT over the past several years.

### Asset Allocation and Borrowing

The Investment Manager continued to deploy gearing in a cautious manner over the year under review. As at 31 March 2018, the current bank debt facility was fully drawn down and the level of gearing (net of cash in the portfolio) was 3.3%. If no cash had been held in the portfolio, based on the net asset value as at close of business on 31 March 2018, gearing would have been 6.5%.

#### The Discount

During the year to 31 March 2018, TEMIT's shares traded at discounts of between 9.2% and 14.5%, and on 31 March 2018 the discount was 12.2%.

Your Board continues to exercise its right to buy back shares when it believes this to be in shareholders' interests and with the aim of controlling volatility in the discount. We dealt in the market regularly over the year and, in total, bought back 9,661,644 shares, or 3.4% of the shares in issue at the start of the financial year. The effect of buying back shares at a discount was to increase the NAV per share for remaining shareholders by 0.4%.

As at 31 March 2018, TEMIT held 5,956,611 shares in treasury. The key advantage of shares held in treasury is that they can be reissued quickly and at minimal cost. In order to protect the interests of existing shareholders, shares held in treasury will only be reissued at a price above the prevailing NAV per share at the time of reissue.

For most of last year, and despite the strong investment performance, the discount remained stubbornly wide. We were, however, encouraged to see that the discount narrowed and remained stable from mid-December until the end of January. However, we were disappointed to see it come under pressure again in February and March as volatility returned to markets.

While share buy backs can help limit the supply of shares, it is equally important to stimulate demand. As mentioned in last year's Annual Report, your Board agreed with Franklin Templeton that the resources devoted to marketing would be increased, with the aim of stimulating demand for TEMIT's shares. A comprehensive marketing plan has been put in place. Over the past year, Franklin Templeton has launched a revamped website www.temit.co.uk which is optimised for mobile devices as well as desktop computers, launched on Twitter @ TEMIT and managed effective online advertising and media relations programmes, all of which have increased our profile.

Our website displays the latest news, price and performance information, portfolio details, updates from the Investment Manager and a blog dealing with topical issues in emerging markets. Via the website you can also ask to have the latest Company information e-mailed directly to you. I encourage all shareholders to register on our website and make full use of the facilities and materials available to help keep you informed about your Company.

#### **Investor Communications**

The Board and Investment Manager aim to keep shareholders informed and up-to-date with information about TEMIT as well as seeking feedback and comment from investors. I am aware that shareholders may, on occasion, wish to contact me or my fellow Board members directly and not via our Investment Manager. While our Investment Manager will, in most cases, be best placed to handle enquiries, I am at your disposal to receive any

## Chairman's Statement (continued)

questions or comments, as is the Senior Independent Director or any of the other Directors, all of whom may be reached via our brokers whose contact details are enclosed at the end of this report.

#### **AIFM Fees**

The current annual AIFM fee is 1% of net assets up to £2 billion and 0.85% of net assets above that level. We have agreed with Franklin Templeton that, with effect from 1 July 2018, the annual AIFM fee will be reduced to 1% of net assets up to £1 billion and 0.85% of net assets above £1 billion.

#### The Board

As previously announced, Hamish Buchan will step down from the Board at the conclusion of this year's AGM. I would like to record your Board's thanks to Hamish for his considerable contribution to TEMIT since his appointment in 2008.

Beatrice Hollond will replace Hamish as Senior Independent Director at the conclusion of the AGM.

Charlie Ricketts will join the Board at the conclusion of the AGM subject to shareholder approval. With over 30 years' experience in the investment trust sector, he brings a wealth of experience to the Board. Charlie was Head of Investment Funds at Cenkos Securities for 8 years and prior to that was Managing Director, Head of Investment Companies at UBS Investment Bank. Since stepping down from Cenkos in 2014 he has pursued a number of business and charitable interests.

#### Outlook

Since the fourth quarter of 2015 we have experienced a substantial recovery in emerging markets and in TEMIT's performance relative to those markets, as measured by our benchmark index. However, in recent months markets have moved on from a benign phase with share prices subject to much more volatility.

Our Investment Manager takes a long term approach to investment, driven by detailed, fundamental analysis of the individual companies in which they choose to invest. An integral part of the Investment Manager's philosophy has been to "see through the noise" and your Board continues to encourage an approach of seeking fundamental value with a long term time horizon.

Emerging markets remain, on most metrics, less expensive than their developed counterparts and your Board and Investment Manager remain of the view that an investment in TEMIT should provide attractive rewards over the long term.

#### **Annual General Meeting**

I would like to invite all shareholders to attend the AGM to be held at Stationers' Hall, Ave Maria Lane, London at 12 noon on Thursday 12 July 2018. There will be an opportunity to meet the Board and the Lead Portfolio Manager and to hear the latest news on your Company, its investments and the markets, as well as take part in the formal annual meeting. More details of the meeting can be found on pages 89 to 92 of this report.

### Paul Manduca

#### Chairman

5 June 2018

## Strategy and Business Model

### **Company Objective**

The objective of TEMIT is to provide long-term capital appreciation for private and institutional investors seeking exposure to global emerging markets, supported by both strong customer service and corporate governance.

#### **Investment Policy**

The Company seeks long term capital appreciation through investment in companies listed in emerging markets or companies which earn a significant amount of their revenues in emerging markets, but are listed on stock exchanges in developed countries.

It is intended that the Company will normally invest in equity instruments. However, the Investment Manager may invest in equity-related investments (such as convertibles) where they believe it is advantageous to do so. The portfolio may frequently be overweight or underweight in certain investments compared with the MSCI Emerging Markets Index and may be concentrated in a more limited number of sectors, geographical areas or countries than the benchmark. The Company may also invest a significant proportion of its assets in the securities of one issuer, securities domiciled in a particular country, or securities within one industry. No more than 10% of the Company's assets will be invested in the securities of any one issuer at the time of investment.

The Board has agreed that TEMIT may borrow up to 10% of its net assets.

#### **Strategy**

The Company seeks to achieve its objective by following a strategy focused on the following:

#### Performance

At the heart of the strategy is the appointment and retention of highly regarded investment management professionals, who will identify value and achieve superior growth for shareholders. The Investment Manager, under the leadership of Chetan Sehgal, continues to apply the same core investment philosophy that has driven TEMIT's performance since the Company's launch. The investment team aim to achieve long-term capital appreciation for shareholders by investing in companies that they believe offer long-term sustainable growth and good value, combined with strong management and sound governance. See pages 18 to 20 for details of the Investment Manager's process.

### Liquidity

The Company is listed on the London and New Zealand Stock Exchanges. The Company has engaged Winterflood as Financial Adviser and Stockbroker, who act as a market maker for investors wishing to buy and sell shares in the Company. They also continually monitor the market in our shares.

#### Gearing

On 31 January 2017, the Company entered into a three year £150 million unsecured multi-currency revolving loan facility with The Bank of Nova Scotia, London Branch. Under the facility, up to £150 million may be borrowed, and drawings are available in pounds sterling, US dollars and Chinese renminbi.

The Company's net gearing position was 3.3% (net of cash in the portfolio) at the year end (2017: 0.8%). The Directors' Report on page 44 includes further commentary on the gearing facility.

The Board continues to monitor the level of gearing and considers gearing up to 10% to be appropriate.

### Stability

The Board has powers to buy back the Company's shares as a discount control mechanism when it is in the best interests of the Company's shareholders. On a daily basis, the Board ensures that the share price discount to NAV is actively monitored. Discount management is reviewed regularly by the Board to ensure that it remains effective in the light of prevailing market conditions. This is discussed in more detail in the Directors' Report on page 45.

#### Affirmation of Shareholder Mandate

In accordance with the Company's Articles of Association, the Board must seek shareholders' approval for TEMIT to continue as an investment trust every five years. This allows shareholders the opportunity to decide on the long-term future of the Company. The last continuation vote took place at the 2014 AGM, when 99.74% of shareholders voted in favour. The next continuation vote will take place at the 2019 AGM.

#### Communication

We ensure that investors are informed regularly about the performance of TEMIT and emerging markets through clear communication and updates.

TEMIT seeks to keep you updated on performance and investment strategy through the revamped website (www.temit.co.uk). Here you will find all the latest information on the Company, including monthly factsheets, portfolio holdings information, updates from the Investment Manager on the latest news on emerging markets and other important documents that will help shareholders understand how their investment is managed. During the year we also launched @TEMIT on Twitter.

We also hold investor briefings and discussions in order better to understand investor needs.

#### Service Providers

The Board conducts regular reviews of the Company's primary service providers as discussed on pages 46 and 47, to ensure that the services provided are of the quality expected by TEMIT. The Directors also ensure that the Company's primary service providers have adopted an appropriate framework of controls, monitoring and reporting to enable the Directors to evaluate risk.

#### **Business Model**

The Company has no employees and all of its Directors are non-executive. The Company delegates its day-to-day activities to third parties.

At least quarterly, the Board reviews with Franklin Templeton International Services S.à r.l. ("FTIS" or the "Manager") and the Investment Manager a wide range of risk factors that may impact the Company. Further analysis of these risks is described on pages 12 and 13. A full risk and internal controls review is held every September at the Audit Committee meeting.

Due to the nature of the Company's business, investment risk is a key focus and is reviewed on an ongoing basis by the Investment Manager as part of every investment decision. Further information on this process is detailed on page 20.

The Board is responsible for all aspects of the Company's affairs, including the setting of parameters for the monitoring of the investment strategy and the review of investment performance and policy. It also has responsibility for all strategic policy issues, namely dividend, gearing, share issuance and buy backs, share price and discount/premium monitoring, and corporate governance matters.

### **Key Performance Indicators**

The Board considers the following as the key performance indicators for the Company:

- Net asset value total return over various periods, compared to its benchmark;
- Share price, discount and use of buy back powers;
- · Dividend and revenue earnings and
- Ongoing charges ratio.

The 10 year records of the KPIs are shown on pages 3 and 4.

#### Net asset value performance

Net asset value performance data is presented within the Company Overview on page 1 along with the 10 year record on pages 3 and 4.

The Chairman's Statement on pages 5 to 7 and the Investment Manager's Report on pages 17 to 37 include further commentary on the Company's performance.

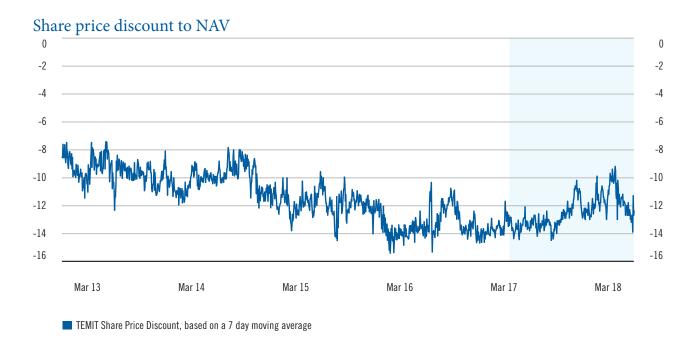
### Share price, discount and use of buy back powers

Details of the Company's share price and discount are presented within the Financial Summary on page 2. On 24 May 2018, the latest date for which information was available, the discount had widened to 14.5%.

The Company has powers to buy back its shares as a discount control mechanism when it is in the best interests of the Company's shareholders. The Company was authorised at its AGM on 13 July 2017 to buy back up to 42,105,217 shares (or 14.99% of the Company's issued share capital on that date, whichever was lower). The present authority expires on the conclusion of the AGM on 12 July 2018. The Directors are seeking to renew this authority at the 2018 AGM, as further detailed in the Directors' Report on page 51. Additionally, permission was given by the shareholders at the 2017 AGM to place shares bought back into treasury.

Details on share buy backs in the year can be found on pages 6, 45 and 82.

From 1 April 2018 to 24 May 2018, 3,634,942 shares were bought back for a total consideration of £26,696,000 and placed into treasury by the Company.



## Dividend and revenue earnings

As noted in the Chairman's Statement on page 5 underlying revenues were significantly higher this year. Total income earned was £60.5 million (2017: £46.1 million) which translates into net earnings of 15.90 pence per share (2017: 6.59 pence per share), an increase of 141.3% over the prior year. The increase in revenue earnings per share was partly attributable to the increase in underlying revenues and partly attributable to the change in the policy of allocating management fees and the cost of borrowing (70% to the capital account).

The Board is proposing a dividend of 15.00 pence per share.

### Ongoing charges ratio ("OCR")

The OCR fell to 1.12% for the year ended 31 March 2018, compared to 1.20% in the prior year. This was due to the AIFM fee reduction as detailed within the Directors' Report on page 46, and an increase in the average net assets during the year.

Costs associated with the purchase and sale of investments are taken to capital and are not included in the OCR. Transaction costs are disclosed in Note 6 to the Financial Statements on page 81.

### Principal Risks

The principal risks facing the Company, as determined by your Board, are summarised in the table below. Further explanation of the monitoring of risk and uncertainties is covered within the Report of the Audit Committee on pages 59 and 60. Information on the risks that TEMIT is subject to, including additional financial and valuation risks, are also detailed in Note 13 of the Notes to the Financial Statements.

#### Risk Mitigation

#### **Investment and concentration**

The portfolio will diverge significantly from the MSCI Emerging Markets Index and may be concentrated in a more limited number of sectors, geographical areas or countries. This is consistent with the stated investment approach of long-term value investing.

Where possible, investment will generally be made directly in the stock markets of emerging countries. Emerging markets can be subject to greater price volatility than developed markets.

The Board regularly reviews the portfolio composition / asset allocation and discusses related developments with the Investment Manager. The Investment Compliance team of the Investment Manager monitors concentration limits and potential breaches are signalled to portfolio management for remedial action.

#### Market

Market risk arises from volatility in the prices of the Company's investments, from the risk of volatility in global markets arising from macroeconomic and geopolitical circumstances and conditions as well as from the borrowing utilised by TEMIT. Many of the companies in which TEMIT invests are, by reason of the locations in which they operate, exposed to the risk of political or economic change. In addition, exchange control, tax or other regulations introduced in any country in which TEMIT invests may affect its income and the value and marketability of its investments.

The Board regularly reviews and discusses with the Investment Manager the portfolio and investment performance of the Company and the execution of the investment policy against the long-term objectives of the Company. The Board also reviews regularly risk management reports from the Manager's independent risk team.

#### Foreign currency

Currency movements may affect TEMIT's performance. In general, if the value of sterling increases compared with a foreign currency, an investment traded in that foreign currency will decrease in value because it will be worth less in sterling terms. This can have a negative effect on the Company's performance.

The Board monitors currency risk as part of the regular portfolio and risk management oversight. TEMIT does not hedge currency risk.

#### **Portfolio liquidity**

The Company's portfolio may include securities with reduced liquidity. This may impair the ability to sell assets which could limit the Investment Manager's ability to make significant changes to the portfolio.

The closed ended structure of TEMIT reduces the impact to shareholders of potential illiquidity in the portfolio. The Board regularly receives and reviews updates on portfolio liquidity.

#### Credit

Certain transactions that the Company enters into expose it to the risk that the counterparty will not deliver an investment (purchase) or cash (in relation to a sale or declared dividend) after the Company has fulfilled its responsibilities.

The Board receives regular reporting and reviews the approved counterparty list of the Investment Manager on an annual basis and receives and reviews regular reporting on counterparty risk from the Manager's independent risk team.

Risk Mitigation

#### Operational and custody

Like many other investment trust companies, TEMIT has no employees. The Company therefore relies upon the services provided by third parties and is dependent upon the control systems of the Manager and of the Company's other service providers. The security, for example, of the Company's assets, dealing procedures, accounting records and maintenance of regulatory and legal requirements depends on the effective operation of these systems.

The Manager's systems are regularly tested and monitored and an internal controls report, which includes an assessment of risks together with an overview of procedures to mitigate such risks, is prepared by the Manager and reviewed by the Audit Committee annually.

J.P. Morgan Europe Limited is the Company's depositary. Its responsibilities include cash monitoring, safe keeping of the Company's financial instruments, verifying ownership and maintaining a record of other assets and monitoring the Company's compliance with investment limits and borrowing requirements. The depositary is liable for any loss of financial instruments held in custody and will ensure that the custodian and any sub-custodian segregate the assets of the Company. The depositary oversees the custody function performed by JPMorgan Chase Bank. The custodian provides a report on its key controls and safeguards (SOC 1/SSAE 16/ISAE 3402) which is independently reported on by its auditor, PwC.

The Board reviews regular operational risk management reporting provided by the Investment Manager.

#### Key personnel

The ability of the Company to achieve its investment objective is significantly dependent upon the expertise of the Investment Manager and its ability to attract and retain suitable staff.

The Manager endeavours to ensure that the principal members of its management teams are suitably incentivised, participate in strategic leader programmes and monitor key succession planning metrics. The Board regularly discusses this risk with the Manager.

#### Regulatory

The Company is an Alternative Investment Fund ("AIF") under the European Union's Alternative Investment Fund Managers Directive. The Company operates in an increasingly complex regulatory environment and faces a number of regulatory risks. Breaches of regulations could lead to a number of detrimental outcomes and reputational damage.

The Board is active in ensuring that the Company complies with all applicable laws and regulation and its internal risk and control framework reduces the likelihood of breaches happening. As appropriate the Board is assisted by the Manager in doing this.

#### Cyber

Failure or breach of information technology systems of the Company's service providers may entail risk of financial loss, disruption to operations or damage to the reputation of the Company.

The Company benefits from Franklin Templeton's technology framework designed to mitigate the risk of a cyber security breach.

For key third party providers, the Audit Committee receives regular independent certifications of their controls environment.

Although not judged a principal risk for the Company, the Board continues to monitor developments around Brexit. Additionally, the Manager has a dedicated working group assessing the potential impact of Brexit.

#### **Environmental, Social and Governance Matters**

As an investment trust, the Company has no significant direct social, community, environmental or employee responsibilities. Its policy is focused on ensuring that its funds are properly managed and invested within the guidelines approved by the Board. The Board receives regular reports on the policies and controls in place.

The Investment Manager invests in companies which it considers to be well-managed and subject to appropriate corporate governance. A well-managed company is considered to be one which complies with all the relevant legislation and which meets the environmental, social, governance ("ESG") requirements of the country in which it operates. It is important to recognise that local laws and requirements of emerging markets do not necessarily equate with those of developed countries.

ESG issues have become increasingly important to companies worldwide as they seek to balance organisational goals with the expectations of their stakeholders in an increasingly complex operating environment. When companies manage these stakeholder relationships effectively, they are, in general, more successful at managing risks and capturing opportunities – placing them in a better position for long-term success.

Recognising the importance of these considerations, the Investment Manager became a signatory to the United Nations Principles for Responsible Investment ("UNPRI") in 2013. Becoming a signatory is a natural extension of the Investment Manager's existing practices to integrate ESG considerations within its investment process.

In addition, the Investment Manager has established a dedicated ESG team to support and enhance integration of UNPRI within its investment processes and provide firm wide support and participation in Responsible Investing Initiatives such as UNPRI. As a signatory, the Investment Manager reports annually on its integration approach and progress. A link to the UNPRI Transparency Report can be located at www.temit.co.uk. Additionally the Investment Manager is an active member of industry associations promoting best practice and greater understanding of evolving ESG practices. A full listing can be found at www.temit.co.uk.

As a long-term investor, the Investment Manager performs extensive bottom-up investment analysis, employing rigorous and comprehensive processes to assess both the risk and return potential of the investments it considers for the Company. The depth of its research provides comprehensive insights into the many factors that affect the value of an investment, which may include environmental, social and governance issues. The Investment Manager determines the extent to which various research inputs are included and weighted in its investment decisions.

TEMIT has no greenhouse gas emissions to report from the operations of the Company, as all of its activities are outsourced to third parties, nor does it have responsibility for any other emissions producing sources under the Companies Act 2006 (Strategic Report and Directors' Reports) Regulations 2013.

On 26 March 2015, the Modern Slavery Act 2015 came into force. TEMIT has no employees and is not an organisation which provides goods or services as defined in the Act and thus the Company considers that the Act does not apply.

### **Diversity**

The Board supports the principle of diversity. The selection policy of the Board is to appoint the best qualified person for the job, by considering factors such as diversity of gender, thought, experience and qualification. The Board currently comprises six Directors, five male and one female.

### **Viability Statement**

The Board consider viability as part of their continuing programme of monitoring risk. In preparing the Viability Statement, in accordance with the UK Corporate Governance Code provision C.2.2, the Directors have assessed the prospects of the Company over a longer period than the 12 months required by the 'Going Concern' provision.

The Board have considered the Company's business and investment cycles and are of the view that five years is a suitable time horizon to consider the continuing viability of the Company, balancing the uncertainties of investing in listed emerging market securities against having due regard to viability over the longer term.

In assessing the Company's viability, the Board have performed a robust assessment of controls over the principal risks. The Board consider, on an ongoing basis, each of the principal risks as noted above and set out in Note 13 of the Notes to the Financial Statements. Financial measures, including the ability of the Company to meet its ongoing liabilities, are also reviewed. The Board monitor income and expense projections for the Company, with the majority of the expenses being predictable and modest in comparison with the assets of the Company. The Company sees no issues with meeting the obligations of the gearing facility. A significant proportion of the Company's expenses are in ad valorem investment management fees, which would naturally reduce if the market value of the Company's assets were to fall.

Taking into account the above considerations, the Board have concluded that there is a reasonable expectation that, assuming there will be a successful continuation vote at the 2019 AGM, the Company will be able to continue to operate and meet its liabilities as they fall due over the next five years.

### **Future Strategy**

The Company was founded, and continues to be managed, on the basis of a long term investment strategy which seeks to generate superior returns from investments, principally in the shares of carefully selected companies in emerging markets.

The Company's results will be affected by many factors including political decisions, economic factors, the performance of investee companies and the ability of the Investment Manager to choose investments successfully.

The Board and the Investment Manager continue to believe in investment with a long term horizon in companies that are undervalued by stock markets but which are fundamentally strong and growing. It is recognised that, at times, extraneous political, economic and company-specific factors will affect the performance of investments, but the Company will continue to take a long term view in the belief that patience will be rewarded.

The Company's overall strategy remains unchanged and is expected to remain consistent with these aims for the foreseeable future.

### By order of the Board

Paul Manduca

5 June 2018

# The Investment Manager

The Investment Manager comprises a large, experienced team of emerging markets equity specialists. Previously known as the Templeton Emerging Markets Group ("TEMG"), the group has recently integrated with other local emerging markets teams to form the Franklin Templeton Emerging Markets Equity group ("FTEME" or the "Investment Manager"). FTEME brings together all of Franklin Templeton's emerging markets investment specialists in one organisation.

Franklin Templeton is one of the pioneers of emerging market investment with more than 30 years' experience and a significant presence in these areas. With over 80 portfolio managers and analysts, FTEME is one of the largest asset managers dedicated to emerging markets investing. Their on-the-ground presence in countries around the globe and years of relevant industry experience greatly assists their understanding of the companies researched for inclusion in the TEMIT portfolio. FTEME analysts are responsible for researching emerging markets and deciding which companies, in their opinion, offer the strongest risk and reward opportunities for TEMIT investors over the long term.

## Portfolio Manager

### Chetan Sehgal, CFA



Chetan Sehgal became the Lead Portfolio Manager for TEMIT on 1 February 2018. Chetan has been an integral part of the Investment Manager's Emerging Markets Group since joining in 1995, contributing to the Group's investment strategy. In October 2015, he was more formally recognised with his appointment to Senior Research Analyst and later as Deputy Portfolio Manager, working very closely with Carlos Hardenberg, the previous Lead Portfolio Manager. Prior to October 2015, as part of the Investment Manager's broader team, Chetan contributed investment research and to the overall investment strategy for TEMIT.

As part of his broader responsibilities within FTEME, Chetan is a Senior Managing Director and the Director of Portfolio Management. In this capacity, he is responsible for managing the overall Global Emerging Markets and Small Cap strategies, providing guidance and leadership, coordinating appropriate resources and coverage, and leveraging the group's expertise to add value across funds investing in these strategies.

He joined Franklin Templeton in 1995 from the Credit Rating Information Services of India, Ltd where he was a senior analyst.

Chetan holds a BE (Hons) in mechanical engineering from the University of Bombay and a post-graduate diploma in management from the Indian Institute of Management in Bangalore, where he specialised in finance and business policy and graduated as an institute scholar. Chetan speaks English and Hindi and is a Chartered Financial Analyst ("CFA") charterholder.

As well as drawing on his wealth of experience in managing emerging markets portfolios, Chetan is able to draw on the support of the large resources of the FTEME team and the independent analysis of the Franklin Templeton Investment Risk Management Group (see page 20).

### Carlos Hardenberg

Carlos Hardenberg was the Lead Portfolio Manager for TEMIT from 1 October 2015 until 31 January 2018.

## **Investment Manager's Process**

### **Investment Philosophy**

FTEME is known for its disciplined, yet flexible, long-term approach to finding attractive stocks derived from more than 30 years of experience.

FTEME's research-based, active approach to investing is intended to find companies with high standards of corporate governance, which respect their shareholder base and which understand the local intricacies that may determine consumer trends and habits. Utilising a large team of analysts, the FTEME team aims to maintain close contact with the board and senior management of existing and potential investments and believes in engaging constructively with investee companies.

#### Value

FTEME's investment style is based on finding good value in the companies in which to invest. Value is defined by reference to analysts' projections of the growth potential of companies, with a strong focus on sustainable earnings power and risks to that potential. This means that FTEME looks beyond traditional measures of value such as price/earnings ratios to a detailed analysis of a company's share price compared with potential long-term return, over typically five years or more. FTEME seeks companies whose shares are trading at a discount to its assessment of their value.

#### Patience

On a short-term basis, stocks may overreact to news and noise. On a long-term basis, FTEME believe that markets are efficient and that patience will reward those who have identified undervalued stocks.

### Bottom-up

FTEME identifies value through rigorous fundamental analysis and a worldwide network of experienced research resources. Research is carried out on a company by company basis – in different countries, geographical regions and industries – to determine an assessment of the economic worth of a company, based on many factors including projected future earnings, cash flow or asset value potential as well as management capability and governance.

While FTEME considers politics and macroeconomic events as an integral part of its investment process, it is their view that a fundamental focus on individual companies and their earnings can often play a bigger role in achieving investment objectives. The Investment Manager's investment style is based on finding good value in the companies in which it chooses to invest.

# Investment Manager's Process (continued)

### The Investment Manager's process is detailed below:

1. Identify Potential Bargains  Does this stock meet FTEME's criteria of valuation,	The large and experienced research team is key to the Franklin Templeton process.			
size and liquidity? Is it a potential bargain within the global universe, its sector and on a historical basis?	While their philosophy remains unchanged, continual refinement and improvement is part of the FTEME culture.			
	FTEME is able to leverage 60+ years of global investing by Franklin Templeton Investments to build an extensive network of local contacts around the world.			
<b>2. In Depth Fundamental Analysis</b> Is this stock a candidate for the FTEME Action List? Is the stock trading at a substantial discount to what their	Within the framework of a disciplined, long-term approach, analysts look beyond short-term noise to estimate long-term economic worth.			
research indicates the company may be worth over the long-term?	Bottom-up fundamental analysis, industry knowledge and access to company management drive original research.			
3. Team Review Process Has analysis met FTEME standards? Does the recommendation pass the FTEME review process?	A collaborative team culture that leverages the experience of the entire FTEME group produces comprehensive research insights.			
<b>4. Construct Portfolio</b> What is considered to represent the best combination of stocks for creating a diversified portfolio with the	Taking into account the investment objective and guidelines, the portfolio is constructed with attention to diversification and risk levels.			
greatest potential for appreciation?	The process seeks to reduce portfolio turnover.			
	The portfolio combines FTEME's best ideas with the risk benefits of diversification.			
<b>5. Portfolio Evaluation and Attribution Analysis</b> What are the performance contributors/detractors? FTEME follows a disciplined sell methodology where	Portfolios are subject to weekly review, while a semi-annual review evaluates methodology, resources, themes, country level issues and global trends.			
fair value is exceeded, another stock has greater value potential, or a fundamental company change alters the forecast.	FTEME's investment process combines the benefits of individual and team portfolio management.			

# Investment Manager's Process (continued)

### Investment Risk Management

Investment in emerging market equities inevitably involves risk in a volatile asset class, and portfolios constructed from the "bottom up" may be exposed to risks that become evident when viewed from the "top down". FTEME is one of a number of Investment Management groups within Franklin Templeton Investments ("FTI"). FTI uses a comprehensive approach to managing risks within its managed portfolios and this approach is inherent in all aspects of the investment process. Investment risks are to be identified and intentional. Risk is to be optimised, not minimised:

Risk management is led first and foremost by experienced portfolio managers. It is integrated within each step of FTEME's fundamental, research-driven process, and includes formalised collaboration with FTI's independent Investment Risk Management Group. The group consists of over 90 investment risk and performance professionals in 20 global locations. The group is responsible for the independent preparation and monitoring of risk management information and for the reporting of any exceptions to senior management and the Board of the Company. A monthly executive risk summary report is reviewed by FTI's Executive Investment Risk Committee as an input to the senior management reporting process. The group also provides regular performance analysis versus the benchmark and peers to identify absolute and relative performance trends or outliers. Exposure and attribution analysis is another key measure to support the integration of investment risk insight into each step of the investment process.

#### Risk management The approach Integrated • Strong risk management begins with the **PORTFOLIO** • Begins with portfolio management portfolio management team's research **MANAGERS** process and the assessment of market and • The Investment Risk Management Group Independent reports directly to the FTI CEO and serves • Strengthened by an independent risk team multiple stakeholders within FTI • Collaboration between portfolio managers and specialised risk professionals • No single measure or methodology can Insightful reveal the "truth" about risk. It requires a • Powered by actionable insights mosaic of analytics, oversight protocols and consultation

Building from this philosophy and within the boundaries of the overall investment strategy or potential regulatory restrictions, the portfolio manager and Investment Risk Management Group will agree upon guidelines that reflect TEMIT's risk profile.

As part of the ongoing risk management, potential performance in stressed markets or under anticipated scenarios are assessed and discussed. Using their specific expertise and with an independent view, the Investment Risk Management Group can provide risk-related information to the Investment Manager which can provide valuable insight for consideration in the portfolio construction process.

For additional information with respect to the AIFM risk management framework, visit the Investor Disclosure Document on the website.

## Portfolio Report

#### Market Overview

Despite periods of volatility in 2018, emerging-markets equities delivered steady returns over the year to 31 March 2018, with the MSCI Emerging Markets Index growing by 11.8%. This was thanks to a combination of tailwinds. Over the same period TEMIT produced a net asset value total return of 12.4% (all figures in sterling). Full details of TEMIT's performance can be found on page 1.

One of the most significant tailwinds was the synchronised global economic growth, which remained strong and resulted in the most broad-based global upswing since 2010<sup>(a)</sup>. Against this backdrop, commodity prices rebounded. Brent crude oil, for example, pushed past USD 70 per barrel for the first time in more than three years before settling at USD 69 at the end of the reporting period.

These developments were good news for emerging markets equities, which also continued to benefit from rising consumer spending and the technology revolution which drove greater corporate efficiencies and innovation. Emerging markets corporate earnings grew over the period but valuations remained attractive compared to those in developed markets, providing interesting investment opportunities. Investors reacted positively and flows into emerging markets funds surged.

While the emerging markets rally was mostly steady, bouts of volatility surfaced in 2018. Global stocks experienced brief falls in February as worries of resurgent US inflation outweighed initial optimism about an improving world economy. Investors who had largely shrugged off the US Federal Reserve's interest rate increases in 2017 began to assess the likelihood of more aggressive rate hikes ahead. Markets were also unnerved by rising trade tensions as the US announced tariffs on imported steel and aluminium, as well as a range of Chinese products. This was followed by moderate retaliatory action on the part of the Chinese government.

On balance, however, emerging markets were buoyant, with Asia riding the wave of technological innovation. Chinese stocks rose sharply amidst robust economic growth. China's gross domestic product ("GDP") expanded by 6.9% in 2017, marking its first annual acceleration in seven years. Exports rose on the back of strong global demand; fixed asset investment and retail sales also increased. China's economic strength allayed concerns about its ability to grow amidst wide-ranging reforms. Tackling industrial overcapacity, the government shut down illegal and inefficient steel mills and coal mines. Capital market reforms bore fruit as MSCI decided to include China A-shares in its benchmark indices from June 2018. On the political front, President Xi Jinping consolidated his power, aided by the parliament's removal of a two-term limit on the presidency. China was TEMIT's largest market position at the end of the reporting period. Investment opportunities were plentiful as growing affluence and consumer demand propelled a broad array of industries ranging from e-commerce to luxury cars.

**South Korean** equities advanced, though returns were capped by geopolitical tensions in the Korean Peninsula. Efforts by newly elected South Korean President Moon Jae-in to broker peace with North Korea helped to defuse some pressure. We note that geopolitical tensions in the region are not new and are generally reflected in stock prices. In fact, periods of market weakness can create opportunities to invest in well-run companies at compelling valuations. Moreover, South Korea is looking to improve corporate governance and the government took steps in this direction during the reporting period. Against this backdrop, TEMIT

<sup>(</sup>a) Source: International Monetary Fund, World Economic Outlook Update, January 2018. © 2018 International Monetary Fund. All Rights Reserved.

increased its weighting in South Korea, particularly in the information technology sector where certain companies stand out as world-leading brands.

Taiwan's stock market, where technology companies dominate, was influenced by sentiment towards the information technology sector. Strong demand for smartphones and other gadgets around the world increased Taiwan's technology-related exports in 2017. However, companies supplying parts used in Apple's iPhones were held back by lower than expected demand for the new iPhone X. The Taiwan dollar's strength against the US dollar also weighed on exporters' earnings. Notwithstanding the mixed news flow, Taiwanese companies continue to play an integral role in the global technology supply chain. As we have previously outlined, technology is likely to remain a major investment theme in emerging markets as innovations reshape an increasing number of industries. For this reason, TEMIT maintained a substantial position in Taiwanese companies.

By comparison, **India's** exposure to global technology trends was modest. Instead, its stock market was largely driven by economic reforms and political developments at home. Indian equities inched higher as policy changes drew uneven reactions from investors. The rollout of a national goods and services tax, though bumpy, was largely welcomed for its potential to reduce bureaucracy and raise government revenue. However, the reintroduction of a long-term capital gains tax on equities hurt sentiment. Adding to caution, stock valuations in India were higher than those in other major emerging markets. As we have not seen many compelling investment opportunities meeting our investment criteria, TEMIT remains underweight in India.

In Latin America, **Brazilian** stocks rallied. An economic recovery, accommodative monetary policy and structural reforms lifted market confidence. Brazil's GDP grew in 2017 after two straight years of contraction, buttressed by strength in the agriculture sector and increased consumer spending. At the same time, tame inflation allowed the central bank to cut its key interest rate to a record low to support the economy. Reforms progressed in areas like the labour market, though the government failed to push through a pivotal overhaul of Brazil's costly pension system. TEMIT was positioned for improvements in Brazil and increased its weighting in the market during the financial year, especially in financial companies.

Conversely, **Mexican** equities faltered and lagged their Latin American counterparts. The peso's weakness against sterling had a slight impact on returns. Stocks were hindered by subdued economic data and by continued uncertainty around the renegotiation of the North American Free Trade Agreement ("NAFTA"). US tariffs on steel and aluminium imports included exemptions for Mexico and Canada that would be positive, but that are conditional on the progress of NAFTA talks. Meanwhile, investors continued to keep a close eye on Mexico's presidential election race as most opinion polls placed left-wing populist Andres Manuel Lopez Obrador in the lead. TEMIT only invests in a small number of opportunities in Mexico, resulting in an underweight position compared to the benchmark index.

Elsewhere, **Russian** equities overcame a lull early in the period to finish higher. Markets however remained concerned about additional sanctions from the US and Europe, though a recovery in oil prices helped to alleviate the impact to same degree. Russia's economy returned to growth in 2017 after shrinking for two consecutive years. With inflation touching record lows, the central bank lowered its benchmark interest rate and indicated a potential for further monetary policy easing. Russia's political environment was largely stable and President Vladimir Putin achieved a landslide re-election victory in March of 2018. Importantly, Russia's stock

valuations remained attractive relative to the emerging-market universe, and Russian companies appeared well-positioned for earnings growth amidst the economic turnaround, however we are mindful of the ongoing sanctions but are still seeing selective opportunities and as a result, TEMIT added to its position in Russia within the period.

South Africa's stock market received a boost from the election of the African National Congress leader Cyril Ramaphosa as the country's president following Jacob Zuma's resignation—a development that raised hopes for the introduction of pro-business reforms. Although TEMIT increased exposure to South Africa during the reporting period, this was purely via Naspers which, through its more than 30% ownership of Tencent, gives indirect exposure to China rather than the domestic South African market.

From a sector perspective, **information technology** led the emerging markets rise. Internet-related companies delivered stellar returns as the digital revolution continued, whether in e-commerce, mobile payments or cloud computing. The growing services that smartphones and other devices support required ever-higher-specification components. This effect benefitted chip makers and other electronic component producers. The **financial** sector was another strong performer as improving macroeconomics lifted prospects for banks and other financial institutions. Separately, the **consumer discretionary** sector was boosted by strong consumer spending, which remains a major economic driving force in emerging markets.

### Portfolio Changes and Performance

The following sections show how different investment factors (stocks, sectors and geographies) accounted for the Company's performance over the period. Stock selection was once again the primary driver of TEMIT's outperformance relative to its MSCI benchmark (see table below). This reflects the emphasis that we put on our bottom-up stock selection investment process. A description of our investment management philosophy, process and approach to risk management is set out on pages 18 to 20. We select companies based on their individual attributes and ability to generate risk-adjusted returns for investors, rather than taking a top-down approach in allocating funds to sectors, countries or geographic regions. Avoiding stocks from the index which do not fit our investment criteria can be as important as identifying companies which do.

#### Performance Attribution Analysis %

Year to 31 March	2018	2017	2016	2015	2014
Net asset value total return <sup>(a)</sup>	12.4	47.8	(17.1)	9.6	(14.6)
Expenses incurred	1.1	1.2	1.2	1.2	1.3
Gross total return <sup>(a)</sup>	13.5	49.0	(15.9)	10.8	(13.3)
Benchmark total return <sup>(a)</sup>	11.8	35.2	(8.8)	13.2	(9.9)
Excess return <sup>(a)</sup>	1.7	13.8	(7.1)	(2.4)	(3.4)
Stock selection	1.3	13.7	(11.4)	(0.1)	(4.6)
Sector allocation	(0.3)	0.1	2.0	(7.8)	(0.5)
Currency	0.4	0.2	1.5	6.0	1.4
Residual <sup>(a)</sup>	0.3	(0.2)	0.8	(0.5)	0.3
Total portfolio manager contribution	1.7	13.8	(7.1)	(2.4)	(3.4)

Source: FactSet and Franklin Templeton Investments.

<sup>(</sup>a) A glossary of alternative performance measures is included on page 96.

### Contributors and detractors by security

### Top contributors to relative performance by security (%)<sup>(a)</sup>

Top contributors	Country	Sector	Share price total return	Relative contribution to portfolio
Brilliance China Automotive	China/Hong Kong	Consumer Discretionary	12.0	1.0
Ping An Insurance Group	China/Hong Kong	Financials	81.2	0.5
Yandex <sup>(b)</sup>	Russia	Information Technology	60.7	0.4
Mail.Ru, GDR <sup>(b)</sup>	Russia	Information Technology	41.4	0.3
Steinhoff International Holdings <sup>(c)</sup>	South Africa	Consumer Discretionary	(94.8)	0.3
Banco Bradesco, ADR	Brazil	Financials	17.6	0.3
China Mobile	China/Hong Kong	Telecommunication Services	(18.8)	0.3
Bank Danamon Indonesia	Indonesia	Financials	32.3	0.3
NagaCorp	Cambodia	Consumer Discretionary	68.8	0.3
Samsung Electronics	South Korea	Information Technology	16.3	0.3

<sup>(</sup>a) For the period 31 March 2017 to 31 March 2018.

Brilliance China Automotive manufactures and sells automobiles for the Chinese market, predominantly through its joint venture with German luxury car maker BMW. It reported strong volume and profit growth over the first half of its financial year, supported by generally robust demand. We expect the rise of China's upper middle class to continue driving the luxury car market in the country, and we are optimistic about the company's ability to capture that growth through new vehicle launches.

**Ping An Insurance Group** is a China-based personal financial service provider with three core businesses—insurance, banking and investment. It is one of the largest life, property and casualty (coverage against loss of property, damage or other liabilities) insurers in China by premiums. The company's full-year net profit beat market expectations, supported by strength in its life and health insurance business. We expect further growth from the company's core insurance operations as, well as their financial technology businesses.

Yandex is a technology company. Its core product is its search engine. In its home market, Russia, it has more than 50% of all search traffic. It also owns the leading online taxi services provider in the country, as well as e-commerce and classified advertising businesses. Yandex reported double-digit revenue growth in 2017, largely driven by strength in its core search and taxi operations. The merger between Yandex. Taxi and Uber Russia provided investors with additional good news. We expect to see continued growth in Yandex's search engine and taxi businesses. Further, the online advertising market should continue to take market share from traditional media outlets, benefitting the company.

<sup>(</sup>b) Security not included in the MSCI Emerging Markets Index.

<sup>(</sup>c) Security not held by TEMIT.

### Top detractors to relative performance by security (%)<sup>(a)</sup>

Top detractors	Country	Sector	Share price total return	Relative contribution to portfolio
Astra International	Indonesia	Consumer Discretionary	(25.2)	(0.9)
IMAX <sup>(b)</sup>	United States	Consumer Discretionary	(49.6)	(0.7)
Banco Santander Mexico, ADR <sup>(b)</sup>	Mexico	Financials	(25.5)	(0.5)
Glenmark Pharmaceuticals	India	Health Care	(44.6)	(0.4)
MCB Bank	Pakistan	Financials	(14.7)	(0.4)
Tencent	China/Hong Kong	Information Technology	62.9	(0.4)
Largan Precision	Taiwan	Information Technology	(33.0)	(0.3)
Thai Beverages(b)	Thailand	Consumer Staples	(18.2)	(0.3)
Celltrion <sup>(c)</sup>	South Korea	Health Care	227.7	(0.3)
Wiz Soluções e Corretagem <sup>(b)</sup>	Brazil	Financials	(45.1)	(0.3)

<sup>(</sup>a) For the period 31 March 2017 to 31 March 2018.

Astra International is an Indonesia-based conglomerate with businesses in the automotive, financial services, heavy equipment, infrastructure, IT and property industries. Its largest business, the automotive division, distributes motorcycles, cars and trucks under brands such as Honda and Toyota. It also provides after-sales services and auto components. Astra's full-year net profit missed market expectations as car sales weakened in the face of increased competition. Nevertheless, we remain positive about long-term automotive demand in Indonesia as the economy continues to grow.

**IMAX** is an entertainment technology company specialising in motion-picture technologies. It designs and manufactures premium theatre systems and has installed these systems around the world, of which a substantial number are in emerging markets. Weaker-than-expected box office results weighed on IMAX and it embarked on a cost-cutting exercise. However, we expect demand for premium cinematic experiences to grow in emerging markets and the company, we believe, is well-positioned to increase its market share. We are also positive about its share buy back programme.

**Banco Santander Mexico** is one of the leading financial groups in its home market. It offers a wide range of services, including retail and commercial banking. Mexican equities generally underperformed their emerging markets peers over the year on concerns surrounding the ongoing NAFTA renegotiation and the 2018 presidential election. Disappointing earnings over the last two quarters of 2017 further pressured returns from the stock. However, we believe that the company is well positioned to benefit from the growth in the banking sector, where penetration currently remains low.

<sup>(</sup>b) Security not included in the MSCI Emerging Markets Index.

<sup>(</sup>c) Security not held by TEMIT.

### Top contributors and detractors to relative performance by sector (%)(a)

Top contributors	MSCI Emerging Markets Index sector total return	Relative contribution to portfolio	Top detractors	MSCI Emerging Markets Index sector total return	Relative contribution to portfolio
Financials	12.4	1.0	Health Care	20.1	(0.9)
Telecommunication Services	(6.3)	0.8	Real Estate	18.4	(0.2)
Materials	7.5	0.4	Consumer Staples	3.8	(0.1)
Utilities	(2.3)	0.3	Information Technology	25.4	(0.1)
Consumer Discretionary	4.0	0.1	Energy	11.7	(0.1)
Industrials	(2.4)	0.0			

<sup>(</sup>a) For the period 31 March 2017 to 31 March 2018.

The financial sector was the largest contributor to performance, followed by the telecommunication services and materials sectors. Stock selection in the financial sector, which is a significant investment theme in the portfolio, proved favourable and we increased our positions during the reporting period. Our underweight position in telecommunication services also helped investment performance relative to the benchmark index as the sector lost ground. We sought investment opportunities elsewhere as we saw high levels of regulation and few growth catalysts in this area. Conversely, the health care, real estate, consumer staples and information technology sectors held back relative results. We added to holdings in information technology and health care during the period.

# Top contributors and detractors to relative performance by country $(\%)^{(a)}$

Top contributors	MSCI Emerging Markets Index country total return	Relative contribution to portfolio	Top detractors	MSCI Emerging Markets Index country total return	Relative contribution to portfolio
Russia	8.5	1.3	United States(b)	_	(0.7)
China/Hong Kong	24.0	0.6	Thailand	20.7	(0.6)
South Africa	12.4	0.5	Indonesia	(3.5)	(0.5)
Kenya <sup>(b)</sup>	_	0.5	Pakistan	(23.5)	(0.5)
Cambodia <sup>(b)</sup>	_	0.3	Hungary	23.6	(0.3)
Qatar <sup>(c)</sup>	(20.6)	0.2	South Korea	12.3	(0.3)
Brazil	13.0	0.2	United Kingdom <sup>(b)</sup>	_	(0.2)
Taiwan	8.3	0.2	Mexico	(9.9)	(0.1)
United Arab Emirates <sup>(c)</sup>	(11.2)	0.2	Saudi Arabia <sup>(b)</sup>	_	(0.1)
Philippines	(7.1)	0.1	Peru	29.0	(0.0)

<sup>(</sup>a) For the period 31 March 2017 to 31 March 2018.

Our selection of stocks in Russia, China/Hong Kong and South Africa were major contributors to TEMIT's returns relative to the MSCI Emerging Markets Index. Higher oil prices, an easing monetary policy, stronger earnings growth prospects and undemanding valuations buoyed Russian equity prices while a change of leadership boosted South Africa's stock market. In contrast, relative performance was hampered by stock selection and an overweight position in Thailand and Indonesia, as well as an overweight position in Pakistan. We pared our position in Pakistan, where political instability weighed on the stock market. However, the largest country detractor was the US due to TEMIT's holding in IMAX, which is listed in the US but has significant exposure to emerging markets. IMAX is discussed in the stock detractors section above.

Our resulting portfolio is listed by size of holding on pages 30 to 34.

<sup>(</sup>b) No companies included in the MSCI Emerging Markets Index in this country.

<sup>(</sup>c) No companies held by TEMIT in this country.

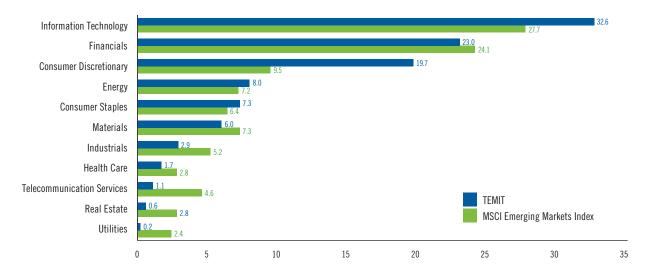
# Portfolio changes by Sector

#### Total return in sterling

Sector	31 March 2017 market value £m	Purchases £m	Sales £m	Market movement £m	31 March 2018 market value £m	TEMIT %	MSCI Emerging Markets Index %
Information Technology	626	105	99	116	748	22.2	25.4
Financials	439	121	94	63	529	17.5	12.4
Consumer Discretionary	476	45	98	31	454	6.5	4.0
Energy	186	8	22	12	184	13.4	11.7
Consumer Staples	176	6	16	1	167	3.1	3.8
Materials	129	35	41	16	139	14.0	7.5
Industrials	68	14	6	(9)	67	(12.3)	(2.4)
Health Care	34	15	_	(11)	38	(23.8)	20.1
Telecommunication Services	11	30	11	(4)	26	(18.3)	(6.3)
Real Estate	13	_	_	1	14	14.7	18.4
Utilities	8	_	1	(2)	5	(18.4)	(2.3)
Other Net Assets	(18)	_	_	(52)	(70)	_	_
Total	2,148	379	388	162	2,301		

### Sector Asset Allocation As at 31 March 2018

### Sector weightings vs benchmark (%)



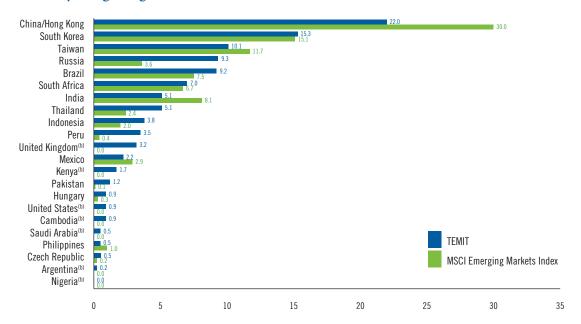
### Portfolio changes by Country

#### Total return in sterling

Country	31 March 2017 market value £m	Purchases £m	Sales £m	Market movement £m	31 March 2018 market value £m	TEMIT %	MSCI Emerging Markets Index %
China/Hong Kong	471	92	184	127	506	28.8	24.0
South Korea	266	87	16	16	353	9.7	12.3
Taiwan	220	30	27	8	231	8.0	8.3
Russia	168	3	_	42	213	28.6	8.5
Brazil	173	56	44	27	212	11.8	13.0
South Africa	116	23	5	26	160	25.2	12.4
India	132	23	25	(13)	117	(7.3)	(1.7)
Thailand	123	_	8	1	116	4.7	20.7
Other	497	65	79	(20)	463	_	_
Other Net Assets	(18)	_	_	(52)	(70)	_	_
Total	2,148	379	388	162	2,301		

### Geographic Asset Allocation As at 31 March 2018

### Country weightings vs benchmark (%)(a)



Other countries included in the benchmark are Chile, Colombia, Egypt, Greece, Malaysia, Poland, Qatar, Romania, Turkey and United Arab Emirates.

<sup>(</sup>b) Countries not included in the MSCI Emerging Markets Index.

### Portfolio Investments by Fair Value As at 31 March 2018

Holding	Country	Sector	Trading <sup>(a)</sup>	Fair Value £'000	% of net assets
Samsung Electronics	South Korea	Information Technology	IH	195,338	8.5
Naspers	South Africa	Consumer Discretionary	IH	137,027	6.0
Taiwan Semiconductor Manufacturing	Taiwan	Information Technology	NT	116,248	5.0
Brilliance China Automotive	China/Hong Kong	Consumer Discretionary	PS	114,375	5.0
Alibaba, ADR <sup>(b)</sup>	China/Hong Kong	Information Technology	IH	100,668	4.4
Tencent	China/Hong Kong	Information Technology	IS	74,897	3.3
Unilever <sup>(c)</sup>	United Kingdom	Consumer Staples	PS	74,584	3.2
Buenaventura, ADR(b)	Peru	Materials	NT	73,055	3.2
Itaú Unibanco, ADR <sup>(b)</sup>	Brazil	Financials	IS	53,397	2.4
ICICI Bank	India	Financials	IH	52,006	2.3
TOP 10 LARGEST INVESTMENTS				991,595	43.3
LUKOIL, ADR <sup>(b)</sup>	Russia	Energy	NT	48,767	2.1
Astra International	Indonesia	Consumer Discretionary	NT	47,167	2.0
Banco Bradesco, ADR <sup>(b)(d)</sup>	Brazil	Financials	IS	46,867	2.0
Sberbank Of Russia, ADR(b)	Russia	Financials	IH	44,302	2.0
Hon Hai Precision Industry	Taiwan	Information Technology	IS	44,242	1.9
Bank Danamon Indonesia	Indonesia	Financials	PS	36,500	1.6
Banco Santander Mexico, ADR <sup>(b)(e)</sup>	Mexico	Financials	IH	34,327	1.5
Mail.Ru, GDR <sup>(f)</sup>	Russia	Information Technology	NT	34,321	1.5
Yandex	Russia	Information Technology	NT	32,084	1.4
Gazprom, ADR <sup>(b)</sup>	Russia	Energy	NT	31,253	1.4
TOP 20 LARGEST INVESTMENTS				1,391,425	60.7

<sup>(</sup>a) Trading activity during the year: (NH) New Holding, (IH) Increased Holding, (PS) Partial Sale, (IS) Increased Holding and Partial Sale and (NT) No Trading.

<sup>(</sup>b) US listed American Depositary Receipt.

<sup>(</sup>c) This company, listed on a stock exchange in a developed market, has significant exposure to operations from emerging markets.

<sup>(</sup>d) Preferred Shares.

<sup>(</sup>e) Previously known as Grupo Financiero Santander Mexico, B, ADR. Name changed due to an acquisition on 29 January 2018.

<sup>(</sup>f) UK listed Global Depositary Receipt.

Holding	Country	Sector	Trading <sup>(a)</sup>	Fair Value £'000	% of net assets
Kasikornbank	Thailand	Financials	NT	29,254	1.3
CNOOC	China/Hong Kong	Energy	IH	28,551	1.2
Ping An Insurance Group	China/Hong Kong	Financials	IS	28,540	1.2
China Petroleum and Chemical	China/Hong Kong	Energy	NT	28,030	1.2
POSCO	South Korea	Materials	NH	27,531	1.2
Hyundai Development	South Korea	Industrials	IS	27,098	1.2
China Mobile	China/Hong Kong	Telecommunication Services	NH	26,425	1.1
BM&F Bovespa	Brazil	Financials	IH	26,235	1.1
MCB Bank	Pakistan	Financials	PS	26,058	1.1
Kiatnakin Bank	Thailand	Financials	PS	25,718	1.1
TOP 30 LARGEST INVESTMENTS				1,664,865	72.4
Ping An Bank	China/Hong Kong	Financials	NH	23,574	1.0
Lojas Americanas	Brazil	Consumer Discretionary	IH	23,469	1.0
Massmart	South Africa	Consumer Staples	PS	22,932	1.0
Catcher Technology	Taiwan	Information Technology	NT	22,378	1.0
NetEase, ADR <sup>(b)</sup>	China/Hong Kong	Information Technology	NT	21,402	0.9
NagaCorp	Cambodia	Consumer Discretionary	NT	21,216	0.9
Daelim Industrial	South Korea	Industrials	PS	20,996	0.9
IMAX <sup>(c)</sup>	United States	Consumer Discretionary	IH	20,477	0.9
Gedeon Richter	Hungary	Health Care	NT	20,238	0.9
NAVER	South Korea	Information Technology	NH	19,383	0.8
TOP 40 LARGEST INVESTMENTS				1,880,930	81.7

Trading activity during the year: (NH) New Holding, (IH) Increased Holding, (PS) Partial Sale, (IS) Increased Holding and Partial Sale and (NT) No Trading.

<sup>(</sup>b) US listed American Depositary Receipt.

<sup>(</sup>c) This company, listed on a stock exchange in a developed market, has significant exposure to operations from emerging markets.

Holding	Country	Sector	Trading <sup>(a)</sup>	Fair Value £'000	% of net assets
Largan Precision	Taiwan	Information Technology	NT	17,945	0.8
Cia.Hering	Brazil	Consumer Discretionary	PS	17,881	0.8
Thai Beverages	Thailand	Consumer Staples	PS	17,331	0.8
Hanon Systems	South Korea	Consumer Discretionary	PS	16,200	0.7
KCB Group	Kenya	Financials	PS	16,024	0.7
Siam Commercial Bank	Thailand	Financials	NT	15,508	0.7
Uni-President China	China/Hong Kong	Consumer Staples	PS	15,372	0.7
Norilsk Nickel, ADR <sup>(b)</sup>	Russia	Materials	NT	14,740	0.6
Land and Houses	Thailand	Real Estate	NT	14,080	0.6
MGM China	China/Hong Kong	Consumer Discretionary	NT	13,509	0.6
TOP 50 LARGEST INVESTMENTS				2,039,520	88.7
Glenmark Pharmaceuticals	India	Health Care	IH	13,292	0.6
Equity Group	Kenya	Financials	PS	13,318	0.6
TOTVS	Brazil	Information Technology	PS	13,283	0.6
Baidu, ADR <sup>(b)</sup>	China/Hong Kong	Information Technology	PS	13,019	0.6
SK Innovation	South Korea	Energy	NT	12,920	0.6
Infosys Technologies	India	Information Technology	PS	12,605	0.5
PTT Exploration and Production	Thailand	Energy	NT	12,192	0.5
LG	South Korea	Industrials	NH	12,039	0.5
Moneta Money Bank	Czech Republic	Financials	IH	11,859	0.5
M. Dias Branco	Brazil	Consumer Staples	NT	11,586	0.5
TOP 60 LARGEST INVESTMENTS				2,165,633	94.2

<sup>(</sup>a) Trading activity during the year: (NH) New Holding, (IH) Increased Holding, (PS) Partial Sale, (IS) Increased Holding and Partial Sale and (NT) No Trading.

<sup>(</sup>b) US listed American Depositary Receipt.

Holding	Country	Sector	Trading <sup>(a)</sup>	Fair Value £'000	% of net assets
SABIC, Participatory Note	Saudi Arabia	Materials	PS	10,643	0.5
Tata Chemicals	India	Materials	PS	10,176	0.4
PChome Online	Taiwan	Information Technology	NH	9,301	0.4
Pegatron	Taiwan	Information Technology	PS	8,880	0.4
East African Breweries	Kenya	Consumer Staples	IH	8,732	0.4
Nemak	Mexico	Consumer Discretionary	IH	8,347	0.4
Bajaj Holdings & Investments	India	Financials	IH	7,940	0.3
TMK, GDR <sup>(f)</sup>	Russia	Energy	IH	7,673	0.3
Intercorp Financial Services	Peru	Financials	NH	7,359	0.3
Hite Jinro	South Korea	Consumer Staples	NT	7,292	0.3
TOP 70 LARGEST INVESTMENTS				2,251,976	97.9
B2W Digital	Brazil	Consumer Discretionary	NH	6,905	0.3
Dairy Farm	China/Hong Kong	Consumer Staples	NT	6,790	0.3
BDO Unibank	Philippines	Financials	NT	6,570	0.3
Tata Motors	India	Consumer Discretionary	NT	6,511	0.3
Coal India	India	Energy	PS	6,516	0.3
Wiz Soluções e Corretagem	Brazil	Financials	NT	6,386	0.3
FIT Hon Teng	Taiwan	Information Technology	NH	6,279	0.3
Primax Electronics	Taiwan	Information Technology	NH	6,100	0.3
MAHLE Metal Leve	Brazil	Consumer Discretionary	NT	5,552	0.2
Youngone	South Korea	Consumer Discretionary	NT	5,425	0.2
TOP 80 LARGEST INVESTMENTS				2,315,010	100.7

<sup>(</sup>a) Trading activity during the year: (NH) New Holding, (IH) Increased Holding, (PS) Partial Sale, (IS) Increased Holding and Partial Sale and (NT) No Trading.

<sup>(</sup>f) UK listed Global Depositary Receipt.

Holding	Country	Sector	Trading <sup>(a)</sup>	Fair Value £'000	% of net assets
Security Bank	Philippines	Financials	IH	5,249	0.2
Crédit Real	Mexico	Financials	NH	5,220	0.2
COSCO Pacific	China/Hong Kong	Industrials	NT	5,003	0.2
Reliance Industries	India	Energy	PS	4,881	0.2
Perusahaan Gas Negara Persero	Indonesia	Utilities	PS	4,769	0.2
KT Skylife	South Korea	Consumer Discretionary	NT	4,600	0.2
BBVA Banco Francés, ADR(b)	Argentina	Financials	NH	4,455	0.2
Biocon	India	Health Care	NT	3,560	0.2
Inner Mongolia Yitai Coal	China/Hong Kong	Energy	PS	3,529	0.2
Interpark	South Korea	Consumer Discretionary	NT	2,658	0.1
TOP 90 LARGEST INVESTMENTS				2,358,934	102.6
Weifu High-Technology	China/Hong Kong	Consumer Discretionary	NT	2,655	0.1
Industrias Peñoles	Mexico	Materials	NT	2,519	0.1
United Bank	Pakistan	Financials	NT	2,491	0.1
Univanich Palm Oil	Thailand	Consumer Staples	PS	1,698	0.1
iMarketKorea	South Korea	Industrials	PS	1,628	0.1
Nigerian Breweries	Nigeria	Consumer Staples	NT	421	0.0
TOTAL INVESTMENTS				2,370,346	103.1
OTHER NET LIABILITIES				(69,534)	(3.1)
TOTAL NET ASSETS				2,300,812	100.0

<sup>(</sup>a) Trading activity during the year: (NH) New Holding, (IH) Increased Holding, (PS) Partial Sale, (IS) Increased Holding and Partial Sale and (NT) No Trading.

<sup>(</sup>b) US listed American Depositary Receipt.

# Portfolio Report (continued)

### Portfolio Summary

### As at 31 March 2018 All figures are in %

	Consumer Discretionary	Consumer Staples	Energy	Financials	Health Care	Industrials	Information Technology	Materials	Real Estate	<b>Telecommunication</b> <b>Services</b>	Utilities	Total Equities	Other Net Liabilities	2018 Total	2017 Total
Argentina	_	_	_	0.2	_	_	_	_	_	_	_	0.2	_	0.2	0.2
Brazil	2.3	0.5	_	5.8	_	_	0.6	_	_	_	_	9.2	_	9.2	8.1
Cambodia	0.9	_	_	_	_	_	_	_	_	_	_	0.9	_	0.9	0.6
China/Hong Kong	5.7	1.0	2.6	2.2	_	0.2	9.2	_	_	1.1	_	22.0	_	22.0	21.9
Czech Republic	_	_	_	0.5	_	_	_	_	_	_	_	0.5	_	0.5	0.4
Hungary	_	_	_	_	0.9	_	_	_	_	_	_	0.9	_	0.9	1.2
India	0.3	_	0.5	2.6	0.8	_	0.5	0.4	_	-	_	5.1	_	5.1	6.1
Indonesia	2.0	_	_	1.6	_	_	_	_	_	_	0.2	3.8	_	3.8	5.3
Kenya	_	0.4	_	1.3	_	_	_	_	_	_	_	1.7	_	1.7	1.2
Mexico	0.4	_	_	1.7	_	_	_	0.1	_	-	_	2.2	_	2.2	2.5
Nigeria	_	0.0	_	_	_	_	_	_	_	_	_	0.0	_	0.0	0.0
Pakistan	_	_	_	1.2	_	_	_	_	_	_	_	1.2	_	1.2	2.4
Peru	_	_	_	0.3	_	_	_	3.2	_	_	_	3.5	_	3.5	3.0
Philippines	_	_	_	0.5	_	_	_	_	_	_	_	0.5	_	0.5	0.5
Russia	_	_	3.8	2.0	_	_	2.9	0.6	_	-	_	9.3	_	9.3	7.8
Saudi Arabia	_	_	_	_	-	_	_	0.5	_	_	-	0.5	-	0.5	1.3
South Africa	6.0	1.0	_	_	_	_	_	_	_	_	_	7.0	_	7.0	5.4
South Korea	1.2	0.3	0.6	_	-	2.7	9.3	1.2	_	_	_	15.3	-	15.3	12.4
Taiwan	_	_	_	_	-	_	10.1	_	_	_	_	10.1	-	10.1	10.2
Thailand	_	0.9	0.5	3.1	_	_	_	_	0.6	_	_	5.1	_	5.1	5.7
United Kingdom	_	3.2	_	_	_	_	_	_	_	_	_	3.2	_	3.2	3.7
United States	0.9	_	_	_	_	_	_	_	_	_	_	0.9	_	0.9	0.9
Other Net Liabilities	_	_	_	_	_	_	_	_	_	_	_	_	(3.1)	(3.1)	(8.0)
31 March 2018 Total	19.7	7.3	8.0	23.0	1.7	2.9	32.6	6.0	0.6	1.1	0.2	103.1	(3.1)	100.0	_
31 March 2017 Total	22.1	8.1	8.8	20.5	1.6	3.1	29.1	6.0	0.6	0.5	0.4	100.8	(8.0)	- :	100.0

Market Capitalisation Breakdown <sup>(b)</sup> (%)	Less than £1.5bn	£1.5bn to £5bn	Greater than £5bn	Other Net Liabilities <sup>(a)</sup>
31 March 2018	8.0	15.4	79.7	(3.1)
31 March 2017	9.3	18.9	72.6	(0.8)

Split Between Markets <sup>(c)</sup> (%)	31 March 2018	31 March 2017
Emerging Markets	96.2	92.4
Frontier Markets	2.8	3.8
Developed Markets <sup>(d)</sup>	4.1	4.6
Other Net Liabilities <sup>(a)</sup>	(3.1)	(0.8)

<sup>(</sup>a) Other Net Liabilities represent the Company's net current liabilities per the Balance Sheet on page 71.

<sup>(</sup>b) A glossary of alternative performance measures is included on page 96.

<sup>(</sup>c) Geographic split between "Emerging Markets", "Frontier Markets" and "Developed Markets" are as per MSCI index classifications.

<sup>&</sup>lt;sup>(d)</sup> Developed markets exposure represented by companies listed in the United Kingdom and United States. Source: FactSet Research System, Inc.

# Portfolio Report (continued)

#### Market Outlook

We believe that prospects for emerging markets remain sound despite the recent increase in volatility. Emerging markets have historically bounced back from external shocks, and they displayed a healthy resilience amidst choppy trading in early 2018. We still see strong tailwinds underpinning emerging-market equities even as we are mindful of the challenges that may arise.

Importantly, emerging-market economies look poised for further growth. The International Monetary Fund is estimating 4.9% GDP growth for emerging markets in 2018, up from 4.7% in 2017<sup>(a)</sup>. Oil exporters were particularly bolstered by higher oil prices and we expect the upturn to continue, even if it may not be smooth. We are mindful of the fact that protectionist trade actions taken by the United States have cast a shadow over the synchronised global growth that has lifted stock markets. However, the long-term outcome of these political manoeuvres remains to be seen. The scope and strength of international trade flows should not be underestimated, as the growth in intra-Asia trade over the years shows, reducing the importance of the US and other developed markets to emerging markets.

We are upbeat about Asia and the investment opportunities present in markets from China to Indonesia. We believe that the outlook for China is stable as the leadership continues to strive for a balance between economic growth and structural reforms. The recent elimination of term limits on the Chinese presidency suggests that President Xi Jinping could seek to serve beyond the end of his second term in 2022. This development could be generally positive over the short to medium term as top leadership would remain stable and major government policies could be more consistent. But, structurally, this is a significant shift from the concept of "collective leadership" in the Chinese Communist Party and could raise the risk of policy errors in the absence of checks and balances. This is an area that we will closely monitor over the longer term.

Similarly, we see investment opportunities in countries like Brazil and South Africa, where reform momentum is encouraging. Brazil continues to face some challenges, including high unemployment and uncertainty ahead of a presidential election in October 2018. However, the country emerged from a prolonged recession in mid-2017 and we are largely confident in the prospects for corporate earnings growth amidst an improving business climate.

Meanwhile, several trends bode well for emerging markets, such as technology. Emerging markets companies have embraced the use of technology and importantly have also become global innovators in many areas, ranging from e-commerce to mobile banking, robotics, autonomous vehicles and more. E-commerce, for example, continues to gain new customers and a greater share of wallets as companies come up with ways to improve shoppers' experiences. Amidst this progress, the IT sector has yielded many investment opportunities in internet-related firms, hardware makers, semiconductor companies and other enterprises, many of which are based in South Korea, Taiwan and China. We expect more opportunities to emerge as the digital revolution continues.

Rising wealth in emerging markets is another secular driver. We expect demand for basic goods and services to continue growing as household incomes head higher, and this could benefit companies ranging from consumer

<sup>(</sup>a) Source: International Monetary Fund, World Economic Outlook Update, January 2018. © 2018 International Monetary Fund. All Rights Reserved.

# Portfolio Report (continued)

goods manufacturers to food retailers. And as consumers meet their basic needs, aspirational wants are likely to follow. This "premiumisation" trend could boost demand for higher-end items such as luxury cars or services such as entertainment and wealth management. We also find emerging markets equities attractive as we expect earnings to improve further, while valuations remain at a discount to those in developed markets. Sustained earnings growth should prompt valuations to return to a more normal level.

As value-oriented, bottom-up and long-term investors, we continue to seek companies that demonstrate sustainable earnings power, trade at a discount relative to their potential and alternative investments available in the market, and provide exposure to our major investment themes. With our rigorous research and investment processes, we believe that TEMIT is in a good position to weather any periods of volatility and benefit from the continued dynamism of emerging markets.

Chetan Sehgal Lead Portfolio Manager 5 June 2018

# Report of the Directors and Governance Directors' Report

The Directors submit their Annual Report, together with the Financial Statements of the Company, for the year ended 31 March 2018.

#### **Board of Directors**

#### Paul Manduca (Chairman)



Paul Manduca was appointed to the Board and the Management Engagement Committee on 1 August 2015. Paul took over as Chairman on 20 November 2015. He was appointed to the Nomination Committee on 22 February 2016 and is Committee Chairman. He is currently Chairman of Prudential plc, one of the world's leading financial services groups with significant emerging market exposure. Paul has had a long and successful career in asset management, both as a fund manager and as chief executive of fund management groups.

He is an independent Director. (Fees for the year £63,000; beneficial interest 5,000 shares). Attendance Record: Board 4/4, Nomination Committee 1/1 and Management Engagement Committee 1/1.

#### Hamish N Buchan



Hamish Buchan was appointed to the Board and the Audit Committee on 26 June 2008, the Management Engagement Committee on 12 June 2012 and the Nomination Committee on 18 July 2014. Mr. Buchan is also the Senior Independent Director and is due to retire from these positions at the 2018 AGM. He is currently Chairman of Personal Assets Trust plc. Mr. Buchan has been involved with the investment company sector for over almost 50 years, and for 30 years was one of the leading UK Investment Trust sector analysts, working with Wood Mackenzie & Co and its successor owners. Since semi-retiring in 2000, he has been a director of nine investment companies as well as Chairman of the Association of Investment Companies. He will stand down at the conclusion of the AGM in July 2018.

He is an independent Director. (Fees for the year £36,000; beneficial interest 15,000 shares). Attendance Record: Board 4/4, Audit Committee 3/3, Nomination Committee 1/1 and Management Engagement Committee 1/1.

#### David Graham



David Graham joined the TEMIT Board and Audit Committee on 1 September 2016. He is also a member of the Management Engagement Committee.

David is a Chartered Accountant whose career has been in investment management, firstly as an Asian fund manager with Lazards and then building businesses across Asia Pacific, Europe, the Middle East and Africa for BlackRock and predecessor firms (Merrill Lynch Investment Managers and Mercury Asset Management). David has worked in Hong Kong, Tokyo and Sydney and has been a Representative Director in domestic, joint venture, fund management companies in India, China, Thailand and Taiwan.

David is an advisor to BlackRock in the Asia Pacific region and is one of BlackRock's nominated Directors on the Board of DSP BlackRock, a fund management joint venture in India. He is also a non-executive Director of both JPMorgan Chinese Investment Trust and Fidelity Japan Trust.

He is an independent Director. (Fees for the year £36,000; beneficial interest 9,298 shares). Attendance Record: Board 4/4, Audit Committee 3/3 and Management Engagement Committee 1/1.

#### Beatrice Hollond



Beatrice Hollond joined the TEMIT Board and the Audit Committee on 1 April 2014. She was appointed to the Nomination Committee on 22 February 2016 and the Management Engagement Committee on 1 April 2014.

Beatrice Hollond is a non-executive Director of M&G Group Limited and sits on the main Board and International Advisory Board of US based Brown Advisory. She is Chair of Keystone Investment Trust plc and a non-executive Director and Chairman of the Audit Committee of the Henderson Smaller Companies Investment Trust plc. Beatrice is a non-executive Director of Telecom Plus PLC and a non-executive Director of Foreign & Colonial Investment Trust PLC. She had a long career in the investment industry, starting as UK equity analyst at Morgan Grenfell, before spending 16 years at Credit Suisse Asset Management. Beatrice has experience as a fund manager, as well as 13 years as a non-executive Director in the investment trust sector.

She is an independent Director. (Fees for the year £36,000; beneficial interest 6,250 shares). Attendance Record: Board 4/4, Audit Committee 3/3, Nomination Committee 1/1 and Management Engagement Committee 1/1.

#### Simon Jeffreys



Simon Jeffreys joined the TEMIT Board on 15 July 2016 and became Chairman of the Audit Committee on 13 July 2017. He is also a member of the Management Engagement Committee.

Simon has been a non-executive Director of St James Place plc since 2014 and is Chair of their Audit Committee and a member of their Remuneration and Risk Committees. Simon is on the Board of Directors and chairs the audit committee of SimCorp A/S (since 2011) and is Chairman of Henderson International Income Investment Trust.

He was previously Chief Administrative Officer for Fidelity International and for most of his professional life was a partner in PricewaterhouseCoopers, where he was the global leader of the firm's investment management and real estate practice. Simon is currently Chairman of The Aon UK Limited Board where previously he served as Chairman of The Audit Committee between May 2009 and November 2015. Simon was also a Senior Advisor of the Wellcome Trust, having been that organisation's Chief Operating Officer from 2009 to 2014.

He is an independent Director. (Fees for the year £44,700; beneficial interest 5,392 shares).

Attendance Record: Board 4/4, Audit Committee 3/3 and Management Engagement Committee 1/1.

#### Gregory E Johnson



Gregory Johnson was appointed to the Board on 12 December 2007. He is the Chairman of the Board and Director of Franklin Resources, Inc., and serves as the Chief Executive Officer of the company. Mr. Johnson serves as a trustee, director or officer on a number of the company's subsidiaries and fund boards. He joined Franklin Resources in 1986 and has held numerous roles within the company.

(Fees for the year £nil; beneficial interest nil shares).

Attendance Record: Board 4/4.

The terms and conditions of the Directors' appointments are set out in their Letters of Appointment, which are available for inspection on request at the registered office of the Company and at the AGM.

#### **Board Changes and Succession Planning**

Peter Harrison and Christopher Brady both served on the Board from 2007 until their retirement on 13 July 2017.

Hamish Buchan, the Senior Independent Director, is retiring at the conclusion of the 2018 AGM. Beatrice Hollond will become Senior Independent Director following the conclusion of the 2018 AGM.

Charlie Ricketts will join the Board at the conclusion of the AGM, subject to shareholder approval. He is an experienced investment professional with a wealth of investment management, marketing and corporate broking experience.

#### **Board Committees**

The **Audit Committee** comprises Simon Jeffreys (Chairman), Hamish Buchan, David Graham and Beatrice Hollond. The formal Report of the Audit Committee is on pages 57 to 61.

The Management Engagement Committee comprises Paul Manduca (Chairman), Hamish Buchan, David Graham, Beatrice Hollond and Simon Jeffreys. The role of the Committee is to review the performance of, and the contractual arrangements with the Manager. The Management Engagement Committee has undertaken a formal investment review of TEMIT's portfolio management during the year. The review considered investment strategy, investment process, performance and risk, and was carried out through meetings between the Management Engagement Committee and members of the investment and risk management teams of the Manager.

The Nomination Committee comprises Paul Manduca (Chairman), Hamish Buchan and Beatrice Hollond. The role of the Committee is to review regularly the Board structure, size and composition and make recommendations to the Board with regard to any adjustments that seem appropriate, to consider the rotation and renewal of the Board, approve the candidate specification for all Board appointments, approve the process by which suitable candidates are identified and short-listed, and to nominate candidates for consideration by the full Board, whose responsibility it is to make appointments. The Committee also considers the effectiveness of individual Directors and makes recommendations to the Board in respect of re-elections. The Committee keeps under review the balance of skills, independence, knowledge of the Company and experience and length of service of the Directors. When the composition of the Board requires review, female candidates will be encouraged to apply and progress will be actively monitored in relation to diversity. An external search consultant will be used to assist with the selection of candidates in relation to new appointments.

The Committee periodically reviews the level of Directors' fees relative to other comparable companies and in the light of the Directors' responsibilities. In doing so, the Committee will access independent research and may obtain advice from external sources. The Chairman of the Nomination Committee will attend the Company's AGM and will be prepared to respond to questions which may be raised by shareholders on matters within the Nomination Committee's responsibilities.

A copy of the terms of reference for the Audit Committee, Management Engagement Committee and Nomination Committee are available to shareholders on the TEMIT website (www.temit.co.uk) or upon request via Client Dealer Services using the contact details provided on the inside back cover of this report.

#### The Board

The primary focus of the Directors at regular Board meetings is the consideration of investment performance and outlook, market activity, discount control mechanisms including share buy backs, gearing, marketing, shareholder profile, investor relations, peer group information, review of top risks and investment risk reporting, regulatory updates, corporate governance and industry issues.

Further details of the Directors' responsibilities can be found in the Statement of Directors' Responsibilities on page 62.

In addition to the primary focus of the Board, the following important matters were considered at Board meetings during the year:

- Lead Portfolio Manager change;
- Introduction of treasury shares;
- Review of three year marketing plan and contribution to marketing costs from the Manager;
- Agreement reached with the Manager on a revised management fee;
- Introduction of interim dividends; and
- Introduction of stock lending.

#### **Board Evaluation**

The Board undertakes an annual evaluation of its own performance and that of its Committees and individual Directors including the Chairman. The Board has also considered the independence of each Director.

In 2017, TEMIT engaged Lintstock Ltd to facilitate an evaluation of the performance of the Board of Directors. Lintstock is an advisory firm that specialises in Board reviews and provides no other services to the Company.

The first stage of the review involved Lintstock engaging with the key project sponsors to set the context for the evaluation and to tailor the survey content to the specific circumstances of the Company. All Board members were then invited to complete an online survey addressing the performance of the Board, its Committees, the Chairman and the Manager. The anonymity of the respondents was ensured throughout the process in order to promote an open and frank exchange of views.

Lintstock subsequently produced a report addressing the following areas of performance:

- The composition of the Board was assessed, and Board members were asked to identify the key attributes that should be prioritised in future Director appointments;
- The relationships and dynamics between Board members were reviewed, as was the engagement between the Directors and the Manager;
- The management and focus of the Board meetings was considered, and the Board members' views as to areas on which the Board spends too much, or too little, time were identified;
- The performance of the Board in overseeing the overall strategy was addressed, as was the effectiveness with which the Board monitors Company performance, risks to the Company and succession matters;

- The performance of the Manager and the support they provide to the Board was considered; and
- The members of the Board also identified the top priorities for improving the Board's performance over the coming year.

The output of the Review was discussed at a subsequent Board meeting and, as a result of the exercise, the Board agreed to continue its focus on succession planning for Directors, and review the scope of support provided from the Manager.

The Chairman confirms that, following performance evaluation, each Director's performance continues to be effective and they demonstrate commitment to their role.

Formal performance evaluations will continue to take place at least annually.

#### Directors' Conflicts of Interest

The Company's Articles give the Directors authority to approve conflicts and potential conflicts with the Company's interests, where appropriate.

There are safeguards which apply when Directors decide whether to authorise a conflict or potential conflict and these have been operated effectively. Firstly, only Directors who have no interest in the matter being considered are able to make the relevant decision, and secondly, in taking the decision the Directors must act in a way they consider, in good faith, will be most likely to promote the Company's success. The Directors are able to impose limits or conditions when giving authorisation if they think this is appropriate.

The Company maintains a register of Directors' conflicts of interest which have been disclosed and approved by the other Directors. Directors are reminded at each Board meeting to disclose any conflicts not previously disclosed.

Gregory Johnson is not present when the performance of the Manager and Investment Manager are considered.

#### Indemnification and Insurance

The Company has entered into deeds of indemnity with each of the Directors. These are qualifying third party indemnity provisions and are in force as at the date of this report. This information is disclosed in accordance with Sections 236(2) and 236(3) of the 2006 Act. The Company maintains appropriate insurance cover in respect of legal action against the Directors.

#### The Company

#### Principal Activity and Investment Company Status

The Company is a public limited company in terms of the Companies Act 2006 and is an investment company under Section 833 of the Companies Act 2006.

The Company has been accepted as an approved investment trust by HM Revenue & Customs for accounting periods commencing on or after 1 April 2012, subject to continuing to meet the eligibility conditions of Section 1158 of the Corporation Tax Act 2010 and the ongoing requirements of The Investment Trust (Approved Company) (Tax) Regulations 2011. The Directors are satisfied that the Company intends to direct its affairs to ensure its continued approval as an investment trust.

The Company is an Alternative Investment Fund ("AIF") under the European Union's Alternative Investment Fund Managers Directive.

#### Results and Dividends

The capital gain for the year was £204.2 million (2017: gain of £680.4 million) and the revenue profit was £44.1 million (2017: £19.0 million).

The full results for the Company are disclosed in the Income Statement on page 70.

The Directors propose an ordinary dividend of 15.00 pence per share (2017: 8.25 pence) and, if approved by shareholders at the AGM on 12 July 2018, the dividend will be payable on 19 July 2018 to shareholders on the register at close of business on 15 June 2018.

#### Gearing

As part of the Company's investment objective and policy, the Company may borrow up to 10% of its net assets. On 31 January 2017, the Company entered into a three year, £150 million, unsecured, multi-currency, revolving loan facility with The Bank of Nova Scotia, London Branch. Under the facility, up to £150 million may be borrowed with drawings available in pounds sterling, US dollars and Chinese renminbi (CNH). The maximum amount of CNH which may be drawn down is the equivalent of £30 million. The Company has no other debt.

The Manager has been granted discretion by the Board to draw down the debt as investment opportunities arise, subject to overall supervision by the Board.

At the year end, £49.5 million and USD 133.3 million (£95.1 million) had been drawn down and are repayable within one year (2017: CNH 214.1 million and USD 73.3 million (£24.9 million and £58.5 million respectively)).

#### **Financial**

#### Share Capital

Changes in the share capital of the Company are set out in Note 10 of the Notes to the Financial Statements.

#### Share Buy Backs

The Board is once again seeking shareholder permission to continue its programme of share buy backs as outlined on page 51. A key point in the Investment Manager's mandate is to take a long-term view of investments and one of the advantages of a closed end fund is that the portfolio structure is not disrupted by large inflows or outflows of cash. However, the Board and the Investment Manager recognise that the returns experienced by shareholders are in the form of movements in the share price, which are not directly linked to NAV movements, and the shares may trade at varying discounts or premiums to NAV. Many shareholders, both professional and private investors, have expressed a view that a high level of volatility in the discount is undesirable. A less volatile discount, and hence share price, is seen as important to investors. For this reason, TEMIT uses share buy backs selectively with the intention of limiting volatility and where it is in the interests of shareholders.

	2018	2017
Shares bought back and cancelled during the year	3,705,033	16,395,704
Proportion of share capital bought back and cancelled	1.3%	5.5%
Shares bought back and placed into treasury during the year	5,956,611	_
Proportion of share capital bought back and placed into treasury	2.1%	_
Total share capital bought back	9,661,644	16,395,704
Total cost of share buy backs	£72.5m	£89.4m
The benefit to NAV	£10.3m	£13.7m
The benefit to NAV	0.4%	0.8%

#### **Auditor**

The Audit Committee has recommended that Deloitte LLP, appointed in 2009, be reappointed as the Company's auditor. Deloitte LLP has expressed a willingness to continue in office as auditor and a resolution proposing their reappointment will be submitted at the AGM. Further details on the assessment of the auditor can be found within the Report of the Audit Committee on page 60.

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant information of which the Company's auditor was unaware and that each Director had taken all steps that they ought to have taken as a Director to make themselves appraised of any relevant audit information and to establish that the Company's auditor was notified of that information. This confirmation is given, and should be interpreted in accordance with, the provision of Section 418 of the Companies Act 2006.

#### Substantial Shareholdings

As at 24 May 2018 and 31 March 2018, the Company had been notified that the following were interested in 3% or more of the issued share capital of the Company.

Number of shares	24 May 2018 %
33,661,234	12.5
25,368,504	9.5
17,233,887	6.4
13,343,118	5.0
10,396,884	3.9
7,936,684	3.0
	33,661,234 25,368,504 17,233,887 13,343,118 10,396,884

Name	Number of shares	31 March 2018 %
City of London Investment Management Company Limited	34,784,442	12.8
Lazard Asset Management LLC Group	27,256,475	10.0
Old Mutual Plc	19,061,343	7.0
Investec Wealth & Investment Limited	18,523,449	6.8
Rathbone Brothers PLC	10,394,852	3.8
Equiniti Investment Account	8,291,208	3.0

### **Principal Service Providers**

#### Alternative Investment Fund Manager, Secretary and Administrator

Franklin Templeton International Services S.à r.l. is the Alternative Investment Fund Manager, Secretary and Administrator with the role of investment management delegated to Templeton Asset Management Ltd. ("TAML"). Portfolio Managers from TAML form part of the wider Franklin Templeton Emerging Markets Equity group ("FTEME").

The main secretarial duties involve compliance with statutory and regulatory obligations which the Company must observe.

The annual ad valorem fee rate for the services provided by FTIS, including investment management, risk management, secretarial and administration services, was 1.1% of shareholders' funds to 30 June 2017. With effect from 1 July 2017 the annual ad valorem fee paid to FTIS was reduced to 1% of shareholders' funds up to the value of £2 billion and 0.85% of shareholders' funds above £2 billion. With effect from 1 July 2018, the annual AIFM fee will be reduced to 1% of net assets up to £1 billion and 0.85% of net assets above £1 billion. The agreement between the Company and FTIS may be terminated by either party, given one year's notice, but in certain circumstances the Company may be required to pay compensation to FTIS of an amount up to one year's fee. No compensation is payable if at least one year's notice of termination is given.

Details of the Remuneration Policy of the Alternative Investment Fund Manager and amounts attributable to the Company are available to existing shareholders upon request at the registered office of the Company.

The Board considers the arrangements for the provision of investment management services to the Company on an ongoing basis, and a formal review is conducted annually by the Management Engagement Committee, which consists solely of Directors independent of Franklin Templeton. Gregory Johnson is not present when the Manager's and Investment Manager's performance is reviewed. When assessing the performance of the Manager and Investment Manager, the Board believes it is appropriate to make this assessment over a medium to long-term timeframe, which is in accordance with the long-term approach taken to investment. In the opinion of the Directors, the continuing appointment of FTIS is in the best interests of the shareholders as a whole.

#### Depositary and Custodian

J.P. Morgan Europe Limited performs the role of depositary for the Company and is responsible for the provision of depositary, custodial and settlement services. The depositary agreement may be terminated by either party giving the other 90 days' notice.

A detailed list of service providers, along with addresses, can be found in the General Information section on page 94.

#### **Corporate Governance**

The Company is committed to high standards of corporate governance. The Board is accountable to the shareholders for good governance and this statement describes how governance principles have been applied.

#### Association of Investment Companies Code of Corporate Governance (the "AIC Code")

The Board considers that reporting against the principles of the AIC Code, and by reference to the AIC Guide (which incorporates the UK Corporate Governance Code), will provide helpful information to the shareholders.

Throughout the year ended 31 March 2018, the Company complied with the provisions of the AIC Guide and AIC Code.

A statement explaining TEMIT's compliance with the AIC Code principles can be found at www.temit.co.uk.

#### Additional Information for New Zealand Shareholders

As a result of a requirement for Overseas Issuers listed on the New Zealand Stock Exchange, the following should be noted by New Zealand shareholders:

- The corporate governance rules and principles in TEMIT's home exchange jurisdiction of the United Kingdom may materially differ from the New Zealand Stock Exchange ("NZX") corporate governance rules and the principles of the NZX Corporate Governance Code;
- Investors may find more information about the corporate governance and principles of TEMIT's home exchange in the United Kingdom in the above Corporate Governance statement and online at www.frc. org. uk/corporate/ukcgcode.cfm; and
- The Company relies on the Financial Markets Conduct (Overseas FMC Reporting Entities) Exemption Notice 2016, issued by the New Zealand Financial Markets Authority, which exempts it from certain financial reporting obligations under the Financial Markets Conduct Act 2013.

#### Schedule of Reserved Matters

The Board has formally adopted a Schedule of Reserved Matters, which details the matters which the Board has agreed are specifically reserved for their collective decision. These matters include, inter alia, approval of the Half-Yearly and Annual Financial Statements, recommendation of the dividend, approval of any preliminary results announcements of the Company, approval of any proposed changes to the Company's investment objective and/or policy, appointment or removal of the Company's Manager or Investment Manager, gearing, Board membership and Board committee membership and any major changes to the investment objective, philosophy or policy of the Company, other than any such changes delegated to the Investment Manager under the Investment Management Agreement.

The day to day investment management of the portfolio of the Company is delegated to the Investment Manager, which manages the portfolio in accordance with the investment objectives of the Company as set by the Board.

#### Environmental, Social and Governance

Details of the Company's approach to environmental, social and governance issues can be found on page 14.

#### Activities in the Field of Research and Development

The Company does not undertake activities in the field of research and development.

#### Institutional Shareholder Voting and Engagement

As an institutional investor, the Company recognises its responsibility that the companies in which it invests should aspire to appropriate levels of corporate governance. As a matter of policy, the Company aims to utilise its votes in shares held in the relevant underlying portfolio companies at the general meetings of these companies.

The Company has engaged with the Investment Manager in relation to its approach to the Stewardship Code ("the Code"). The Company and the Investment Manager generally support the Principles of the Code as outlined below.

On-going monitoring of investee companies and dialogue with management are fundamental to the Investment Manager's investment approach. The strategy on intervention with investee companies is dealt with on a case-by-case basis and is usually a judgement made by the Investment Manager based on the research done on each investee company for the investment decision making process. In all cases, the Investment Manager holds regular review meetings with the senior management of investee companies.

At the same time, there may be instances in which "activism" is not consistent with the Investment Manager's fiduciary duty. For example, in the process of company research and monitoring, a significant problem or risk may be identified, and the Investment Manager may decide it is better to sell a position than to seek to undertake a lengthy engagement with management.

The Investment Manager has adopted proxy voting policies and procedures which cover voting guidelines, processing and maintenance of proxy records and conflicts of interest.

Summary information on the exercise of proxies is reviewed quarterly by the Board. Voting records for the Company detailing the proxies voted for investee companies are not currently published. The Company considers that there is limited demand for such detailed disclosure and therefore the administrative burden and expense is not justified.

#### Risk Management Objectives and Policy

The Company invests in equities and other investments for the long term to achieve its objective, as stated on page 8. This creates potential exposure to the risks as stated on pages 12 and 13. Further details on the AIFMD risk disclosures can be found on the Company's website.

#### **Internal Control**

Details of the Company's system of internal controls can be found on pages 59 and 60.

#### **Annual General Meeting**

The AGM on Thursday 12 July 2018, will be held at Stationers' Hall, Ave Maria Lane, London.

#### **Ordinary Business**

It is proposed to receive and adopt the Directors' and Auditor's Report and Financial Statements for the year ended 31 March 2018.

It is proposed to declare an ordinary dividend of 15.00 pence per share, payable on 19 July 2018 to shareholders on the register as at close of business on 15 June 2018.

It is proposed to elect Charlie Ricketts as an independent non-executive director with effect from the conclusion of the AGM on 12 July 2018. He has over 30 years' experience within the investment company sector. Until 2014, he was the head of investment funds at Cenkos Securities plc, providing equity capital markets services to the fund management industry and to investment trust companies. He was previously a managing director of UBS Investment Bank and was then head of investment companies. In 2014 Mr Ricketts founded Crix Capital Limited, a consultancy, enterprise philanthropy and venture funding business. He is also a non-executive director of Edinburgh Dragon Trust plc, CEO of Carefreebreaks and Chairman of Privatus Club.

It is proposed to re-elect each of the other current Directors with the exception of Hamish Buchan, who will retire from the Board at the conclusion of the AGM.

It is proposed to re-appoint Deloitte LLP as auditor and to authorise the Directors to determine the auditor's remuneration.

#### **Special Business**

The Special Business to be dealt with at the forthcoming AGM of the Company is:

#### i) Authority for the Allotment of New Shares

These resolutions to allot shares are set out in resolutions 12 and 13 in the Notice of Annual General Meeting. These resolutions, if passed, will give your Directors power to allot for cash equity securities of the Company and/or to sell equity securities held as treasury shares up to a maximum aggregate nominal amount of £3,354,093 (being an amount equal to 5% of the issued share capital of the Company as at 24 May 2018) as if Section 561 of the Companies Act 2006 ("the 2006 Act") did not apply (this section requires, when shares are to be allotted for cash or shares held as treasury shares are sold, that such shares first be offered to existing shareholders in proportion to their existing holdings of shares, this entitlement being known as "pre-emption rights"). The authorities contained in resolutions 12 and 13 will continue until the AGM of the Company in 2019 and your Directors envisage seeking the renewal of this authority in 2019 and in each succeeding year.

Your Directors will only issue new shares other than in accordance with pre-emption rights at a price above the prevailing net asset value per share.

#### ii) Authority to Purchase Own Shares

At the AGM of the Company held on 13 July 2017, a Special Resolution was passed authorising the Company to purchase its shares in the market, a maximum of 14.99% of the shares in issue on 13 July 2017 or 42,105,217 shares, whichever is lower, up to the conclusion of the AGM in 2018. The present authority expires at the end of the AGM on 12 July 2018.

The Directors are seeking renewal of the authority to purchase the Company's shares in the market, being a maximum of 14.99% of the shares in issue on 12 July 2018 or 40,222,277 shares, whichever is the lower, at the 2018 AGM. This is set out in resolution 14 of the notice of the AGM.

Any shares purchased pursuant to this authority may be cancelled or held in treasury pursuant to the Companies (Acquisition of own shares) (Treasury Shares) Regulations 2003. Purchases will only be made for cash at a cost which is below the prevailing net asset value per share. Under the rules of the UK Listing Authority, the maximum price which may be paid is the higher of:

- (a) 5% above the average market value of the shares for the five business days before the purchase is made;
- (b) the higher of the last independent trade price and the highest current independent bid price on the London Stock Exchange; and
- (c) The minimum price payable for the shares will be the nominal value of 25 pence per share.

The authority to purchase shares (whether for cancellation or to be held in treasury) will only be exercised if to do so would be in the best interests of shareholders generally and would result in an increase in net asset value per share for the remaining shareholders. The purpose of holding some shares in treasury is to allow the Company to re-issue those shares quickly and cost-effectively, thus providing the Company with greater flexibility in the management of its capital base. Whilst in treasury, no dividends are payable on, or voting rights attach to, these shares. Other than in accordance with a dispensation from the UK Listing Authority, no shares will be purchased by the Company during periods when the Company would be prohibited from making such purchases by the rules of the UK Listing Authority.

The Directors envisage seeking the renewal of the relevant authority in 2019 and in each succeeding year.

#### iii) Notice period for general meetings

At the AGM of the Company held on 13 July 2017, a Special Resolution was passed authorising the Company to call general meetings (other than Annual General Meetings) on 14 days' clear notice, up to the conclusion of the AGM in 2018. The Directors are seeking renewal of the authority to call general meetings (other than Annual General Meetings) on 14 days' clear notice, up to the conclusion of the Annual General Meeting in 2019. This is set out in resolution 15 of the notice of the AGM.

This resolution is required to reflect the implementation of the EU Shareholder Rights Directive which requires that all general meetings must be held on 21 days' notice, unless shareholders agree to a shorter notice period.

The Directors only intend to call a general meeting on less than 21 days' notice where the proposals are time sensitive and the short notice would clearly be an advantage to the shareholders as a whole.

The approval will be effective until the Company's next AGM, when it is intended that a similar resolution will be proposed. The Company will also be required to meet the requirements for electronic voting under the Directive before it can call a general meeting on 14 days' notice.

#### Recommendation

The Directors believe that all of the resolutions proposed are in the best interests of the Company and the shareholders as a whole, and recommend that all shareholders vote in favour of all the resolutions.

The results of the votes on the resolutions at the AGM will be published on the Company's website (www.temit.co.uk).

#### **Going Concern**

The Company's assets consist of equity shares in companies listed on recognised stock exchanges and in most circumstances are realisable within a short timescale. Having made suitable enquiries, including considerations of the Company's investment objective, the nature of the portfolio, net current liabilities, expenditure forecasts and the principal risks and uncertainties described within the Annual Report, the Directors are satisfied that the Company has adequate resources to continue to operate as a going concern for a period of at least 12 months from the date of approval of the Financial Statements and for the foreseeable future and, as such, a going concern basis is appropriate in preparing the Financial Statements.

#### By order of the Board

Paul Manduca

5 June 2018

# Directors' Remuneration Report

This report has been prepared in accordance with the requirements of Section 420-422 of the Companies Act 2006. Following amendments to the Companies Act 2006, effective from 30 September 2013, the Remuneration Report comprises a Directors' Remuneration Policy and a Directors' Remuneration Report. The Directors' Remuneration Policy is subject to a triennial binding shareholder vote and the Directors' Remuneration Report will be subject to an annual shareholder vote, as ordinary resolutions.

The law requires your Company's auditor to audit certain of the disclosures provided. Where disclosures have been audited, they are indicated as such. The auditor's opinion is included in their report on pages 63 to 69.

All Directors are Non-Executive, appointed under the terms of Letters of Appointment, and none has a service contract. These letters are available for inspection by shareholders at the Company's registered address or at the AGM. The Directors' Report includes, on page 41, details of the Directors' terms of appointments. The Company has no employees.

Details on the Nomination Committee can be found on page 41 within the Directors' Report.

#### Directors' Remuneration Policy

This Policy provides details of the remuneration policy for the Directors of the Company. It was approved at the 2017 AGM and will be subject to shareholder approval at the 2020 AGM.

The Board's policy is that the remuneration of Non-Executive Directors should reflect the responsibilities of the Board, Directors' time commitments, the experience of the Board as a whole, and be fair and comparable to that of other investment trusts similar in size, capital structure and investment objective. To this end, the Nomination Committee may engage independent external advisors to provide a formal review of Directors' remuneration. Any changes to fee levels as a result of this review will be subject to an annual review.

The review process involves an analysis of fees paid to Directors of other companies having similar profiles to that of the Company. This review is submitted to the Nomination Committee and the Directors' fees are agreed for the next year subject to approval by the shareholders at the relevant AGM. A review was carried out this year which recommended an increase of £1,000 for all independent non-executive Directors with an additional increase for the Chairman of £1,000, effective from 1 April 2018.

Directors' and Officers' liability insurance cover is maintained by the Company, at its expense.

Directors' remuneration is not linked to the performance of the Company and Directors are not eligible for bonuses, pension benefits, share options, long-term incentive schemes or other benefits. The Directors are entitled to reclaim reasonable expenses incurred in order to perform their duties as Non-Executive Directors for the Company. Directors are not entitled to payment for loss of office.

# Directors' Remuneration Report (continued)

#### Current Directors' Remuneration

Component	Director	Annual Fee	Determination
Annual Fee	All Independent Directors	£36,000	Set by the Nomination Committee
Additional Fee	Chairman	£27,000	Set by the Nomination Committee
Additional Fee	Chairman of the Audit Committee	£12,000	Set by the Nomination Committee
Expenses	All Independent Directors	n/a	Reimbursement upon submission of appropriate receipts

#### Proposed Directors' Remuneration

Component	Director	Annual Fee	Determination
Annual Fee	All Independent Directors	£37,000	Set by the Nomination Committee
Additional Fee	Chairman	£28,000	Set by the Nomination Committee
Additional Fee	Chairman of the Audit Committee	£12,000	Set by the Nomination Committee
Expenses	All Independent Directors	n/a	Reimbursement upon submission of appropriate receipts

The Chairman of the Board and Chairman of the Audit Committee are paid higher fees than the other Directors, reflecting the greater amount of time spent on the Company's business.

#### Directors' Fees for the Year

Directors' fees for the financial year to 31 March 2018 are set out below. A non-binding ordinary resolution proposing adoption of the Remuneration Report was put to shareholders at the Company's AGM held on 13 July 2017, and was passed by 99.8% of shareholders voting in favour of the resolution, 0.1% voting against and 0.1% abstaining from voting.

A resolution proposing the approval of the Directors' Remuneration Policy was put to the shareholders at the 2017 AGM and passed by 99.8% of shareholders voting in favour of the resolution, 0.1% voting against and 0.1% abstaining from voting.

The Directors who served during the year received the following fees, which represented their total remuneration:

	2018	2017
(audited information)	£	£
Paul Manduca <sup>(a)</sup>	63,000	60,000
Simon Jeffreys <sup>(b)</sup>	44,700	24,800
Hamish N Buchan	36,000	35,000
David Graham <sup>(c)</sup>	36,000	20,400
Beatrice Hollond	36,000	35,000
Peter O Harrison <sup>(d)</sup>	13,700	47,000
Christopher D Brady <sup>(e)</sup>	10,300	35,000
Gregory E Johnson <sup>(f)</sup>	-	-

<sup>(</sup>a) Chairman of the Board.

<sup>(</sup>b) Joined the Board on 15 July 2016 and was appointed Chairman of the Audit Committee on 13 July 2017.

<sup>(</sup>c) Joined the Board on 1 September 2016.

<sup>(</sup>d) Chairman of the Audit Committee until retirement from the Board on 13 July 2017.

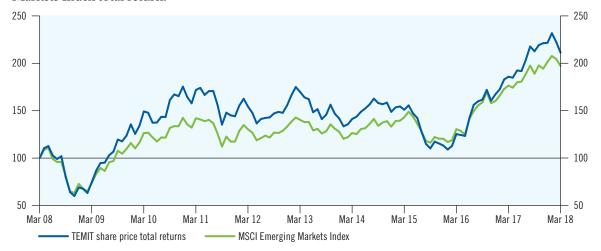
<sup>(</sup>e) Retired from the Board on 13 July 2017.

<sup>(</sup>f) Compensated in his capacity as Chairman and Chief Executive Officer of Franklin Resources, Inc.

# Directors' Remuneration Report (continued)

### Performance Graph<sup>(a)</sup>

The line graph below details TEMIT's share price total return against TEMIT's benchmark, the MSCI Emerging Markets Index total return.



 $<sup>^{\</sup>mbox{\tiny (a)}}$  Figures rebased to 100 at 31 March 2008.

Source: Franklin Templeton Investments.

#### Relative Cost of Directors' Fees

The table below shows the proportion of the Company's income spent on Directors' fees compared to the dividends paid out by the Company:

	2018 £'000	2017 £'000	Difference %
Revenue profit for the year	44,143	19,026	132.0
Capital profit for the year	204,222	680,386	(70.0)
Dividends	40,249 <sup>(a)</sup>	23,137	73.9
Directors' Remuneration(b)	262	290	(9.6)

<sup>(</sup>a) Based on a proposed dividend of 15.00 pence per share and shares in issue as at 24 May 2018.

<sup>(</sup>b) Directors' Remuneration comprises Directors' fees of £240,000 and Employer National Insurance Contributions of £22,000 for the financial year 2018 (2017: £267,000 and £23,000 respectively).

# Directors' Remuneration Report (continued)

### Statement of Directors' Shareholdings

The Directors' interests (including any family interests) existing as at 31 March 2018 in the Company's shares are as follows:

(audited information)	31 March 2018	31 March 2017
Hamish N Buchan	15,000	15,000
David Graham	9,298	5,000
Beatrice Hollond	6,250	6,250
Simon Jeffreys	5,392	5,392
Paul Manduca	5,000	5,000

The Company has not received notifications of any changes in the above interests as at 24 May 2018.

### Approval

The Directors' Remuneration Report was approved by the Board of Directors on 5 June 2018.

#### Paul Manduca

5 June 2018

# Report of the Audit Committee

As Chairman of the Audit Committee, I am pleased to present the Company's report of the Audit Committee to the shareholders. This report contains details of the Audit Committee's activities and responsibilities along with the effectiveness of the external and internal audit process for the year ended 31 March 2018.

#### Composition of the Audit Committee

The Audit Committee comprises Simon Jeffreys (Chairman), Hamish Buchan, David Graham and Beatrice Hollond. Peter Harrison served as Chairman until he retired on 13 July 2017 with Simon Jeffreys appointed as his successor on that date.

The Board considers that the members of the Audit Committee have sufficient recent and relevant financial experience in order for it to perform its functions effectively, noting in particular that the Audit Committee Chairman is a Chartered Accountant and former auditor. The Directors' biographies are given on pages 38 to 40 of the Annual Report.

#### Role and Responsibilities of the Audit Committee

The Audit Committee plays an important role in the appraisal and supervision of key aspects of the Company's business. The Audit Committee's main objectives are to:

- Review and recommend to the Board for approval the Annual and Half Yearly Reports of the Company;
- Review the appropriateness of the Company's accounting policies;
- Review and challenge the accounting estimates;
- Review and challenge compliance with appropriate reporting standards and corporate governance requirements;
- Consider whether the Annual Report, taken as a whole, is fair, balanced and understandable;
- Monitor and review the effectiveness of the controls and risk management systems on which the Company is reliant;
- Oversee the relationship with the external auditor;
- Review the quality and content of the Auditor's Report;
- Review and report on the external auditor's effectiveness and independence and the effectiveness of the audit process;
- Review the effectiveness of the internal audit function of Franklin Templeton; and
- Review other ad hoc items referred to the Audit Committee that have come to the Board's attention.

During the year the Audit Committee, also:

- Reviewed the accounting and operational procedures for the implementation of treasury shares;
- Held meetings with the new external audit partner, Stuart McLaren, since the start of his appointment;
- Reviewed the new disclosures within the Annual and Half Yearly Reports related to alternative performance measures, gearing, the allocation of expenses between revenue and capital, and the update to the AIFM fee.

The terms of reference of the Audit Committee reflect the recommendations of the UK Corporate Governance Code. A copy of the terms of reference of the Audit Committee is available to shareholders on the TEMIT website (www.temit.co.uk) or upon request via Client Dealer Services at Franklin Templeton using the contact details provided on the inside back cover of this report.

#### Meetings

The Committee met three times during the year. Additionally, in the year under review, the Chairman met with Franklin Templeton's Head of Internal Audit to discuss the ongoing strategy for the Company's internal audit engagement. The Chairman also met with representatives of the Manager on separate occasions to discuss the Company's risk and controls framework and to review the Annual Report. On these visits he also met with the Company's external auditors.

The Audit Committee Chairman will attend the Company's AGM on 12 July 2018 and will be prepared to respond to questions which may be raised by shareholders on matters within the Audit Committee's responsibilities.

#### Performance Evaluation

The Board undertakes an annual evaluation of performance of the Audit Committee and its individual Directors, further details of this review can be found on pages 42 and 43.

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

A primary responsibility of the Audit Committee is to review the appropriateness of the Annual and Half Yearly Reports. This review is assisted by discussion with and presentations from the Investment Manager and the external auditor.

During the year, the work of the Committee included the following significant issues in relation to the Financial Statements:

#### Portfolio Valuation

The Directors received regular portfolio reports, liquidity information and presentations from the Manager and the Investment Manager. The Manager employs global pricing policy procedures compliant with current regulations as disclosed in the accounting policies on pages 76 and 77.

#### Misappropriation of Assets

The Company has appointed an independent custodian (JPMorgan Chase Bank) to hold its investments. The Manager reconciles the investment portfolio to the custodian records on a regular basis and regular reporting was provided to the Committee.

#### Going Concern

The Committee considered the nature of the portfolio, the investment objective, income and expenditure, the principal risks of the Company and the continuation vote in July 2019, and assessed whether it was appropriate to prepare the Financial Statements on a going concern basis, and made its recommendations to the Board.

#### Recognition of Investment Income

The Committee received quarterly income forecast reports which detailed the income received and the estimated income due to be received in the financial year. These forecasts included details of material variances compared with prior forecasts.

#### Compliance with Section 1158

The Company has been accepted as an approved investment trust by HM Revenue and Customs for accounting periods commencing on or after 1 April 2012, subject to continuing to meet the eligibility conditions of Section 1158 of the Corporation Tax Act 2010 and the ongoing requirements of The Investment Trust (Approved Company) (Tax) Regulations 2011. The Committee is satisfied that the Company complies with these conditions and intends to direct its affairs to ensure its continued approval as an investment trust.

#### Conclusion

As a result of the work undertaken, the Committee has concluded that the Annual Report for the year ended 31 March 2018, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy, and has reported on these findings to the Board. The Board's conclusions in this respect are set out in the Statement of Directors' Responsibilities on page 62.

#### **Internal Control**

The Company does not have an internal audit function of its own because it has no employees. The Company relies on the internal audit department of Franklin Templeton to report any material failings or weaknesses.

The Board monitors the risk management and system of internal controls on an ongoing basis and the Company also engages Franklin Templeton's internal audit function to carry out a review of specific areas that the Audit Committee deems necessary.

The Audit Committee met representatives of the Manager and Investment Manager, including their internal auditors, risk manager and their compliance officer, who reported as to the proper conduct of business in accordance with the regulatory environment in which both the Company and the Manager operate. The meetings held with the internal auditors are conducted on a private basis, with no representation from the Manager.

The Committee reviewed the Company's risk map which explains in detail the key risks identified by the Company, assessing the likelihood of the risk materialising and the impact that this would have on the Company. It also identified the key operational procedures and oversight by the Manager and the Board.

During the year, the Audit Committee also reviewed the following significant items:

### Counterparty Credit Oversight

The review considered the risk that the Company's counterparties default on payment or delivery of portfolio and cash transactions. This included a review of the primary and mitigating controls implemented by the Manager and Investment Manager.

#### Global Custody Review

This annual review evaluated JPMorgan Chase Bank's global custody and sub-custody network including the results of the ISAE 3402 report by PricewaterhouseCoopers.

#### **Key Service Providers**

This review confirmed the value and quality of services provided to the Company by third parties.

#### **External Auditor Assessment and Independence**

TEMIT's external auditor, Deloitte LLP, has been the Company's auditor since 27 August 2009. The EU regulations on mandatory auditor rotation require an audit tender to take place after ten years, with the option of the incumbent auditor being re-appointed for a further ten years at which point a new auditor must be appointed. An audit tender will commence next year, ahead of the 2020 financial year end, to coincide with the tenth anniversary of Deloitte's appointment.

The audit partner is rotated every five years. To this end, 2017 was Andrew Partridge's last year as audit partner and accordingly he was replaced for the 2018 audit by Stuart McLaren, who had been selected by the Committee in 2017.

To assess the effectiveness of the external audit process, the auditor is asked, on an annual basis, to set out the steps that they have taken to ensure objectivity and independence. The auditor's performance, behaviour and effectiveness during the exercise of its duties are monitored during the year by the Audit Committee. The Committee considered an annual independent Audit Quality Review report by the Financial Reporting Council which monitors audit quality of the major audit firms in the UK.

Deloitte presented their detailed audit plan for the 2018 financial year end at the November 2017 Audit Committee meeting. The Committee also reviewed Deloitte's policies and procedures including quality assurance procedures and independence, and concluded they were satisfactory.

TEMIT is able to rely on the Financial Markets Conduct (Overseas FMC Reporting Entities) Exemption Notice 2016, issued on 4 November 2016 which exempts it from requirements to prepare audited financial statements in accordance with the New Zealand Financial Market Conduct Act 2013. This exemption recognises that companies with a primary listing in the United Kingdom prepare Financial Statements and are audited in accordance with UK requirements. This exempts TEMIT from the New Zealand requirement that firms be audited by a New Zealand unlimited liability entity.

Based on their review, the Committee recommends that Deloitte LLP is re-appointed as the Company's auditor at the upcoming annual general meeting.

#### Non-Audit Services

Performance of any non-audit services must be approved in advance by the Committee and must comply with the guidelines set out in the FRC's Revised Ethical Standard 2016. The Committee concluded that the non-audit service fees were appropriate relative to fees paid for audit services. An engagement letter is issued for all non-audit work and is reviewed by the Committee to ensure that the independence and objectivity of the auditor is safeguarded.

During the year, Deloitte were engaged to perform a review of the Half Yearly Report. This is assurance related and the Audit Committee believes that Deloitte are best placed to provide this service on a cost effective basis for the shareholders.

The fees paid to Deloitte in the year were as follows:

	2018	2017	
Audit Services	£31,500	£30,500	
Non Audit Services:			
Review of Half Yearly Report	£5,250	£5,100	
Percentage of Audit Services	16.7%	16.7%	

The Committee therefore confirms that the non-audit work undertaken by the auditor satisfies and does not compromise the tests of the auditor's independence, objectivity, effectiveness, resources and qualification.

Simon Jeffreys Audit Committee Chairman 5 June 2018

# Statement of Directors' Responsibilities

#### In Respect of the Annual Report and the Financial Statements

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulations. Details of the Directors and members of the committees are reported on pages 38 to 41.

Company law requires the Directors to prepare Financial Statements for each financial year. Under that law the Directors are required to prepare the Financial Statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Under company law the Directors must be satisfied that the Financial Statements give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for the period.

In preparing these Financial Statements, International Accounting Standard 1 requires that Directors:

- Properly select and apply accounting policies;
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- Provide additional disclosures when compliance with the specific requirements of IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- Make an assessment of the Company's ability to continue as a going concern.

The Directors are responsible for keeping adequate 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 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 Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website (www.temit.co.uk). Legislation in the United Kingdom governing the preparation and dissemination of Financial Statements may differ from legislation in other jurisdictions.

#### Responsibility Statement

Each of the Directors, who are listed on pages 38 to 40, confirms that to the best of their knowledge:

- The Financial Statements, which have been prepared in accordance with IFRS, give a fair, balanced and understandable view of the assets, liabilities, financial position and profit or loss of the Company for the year ended 31 March 2018; and
- The Chairman's Statement, Strategic Report and the Report of the Directors include a fair review of the information required by 4.1.8R to 4.1.11R of the FCA's Disclosure and Transparency Rules; and
- The Annual Report and Audited Financial Statements, taken as a whole, are fair, balanced and understandable and provide the information necessary to assess the Company's position and performance, business model and strategy, and include a description of principal risks and uncertainties.

#### By order of the Board

Paul Manduca

5 June 2018

# Independent Auditor's Report

#### to the Members of Templeton Emerging Markets Investment Trust Plc

#### Report on the audit of the financial statements

#### **Opinion**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act
   2006

We have audited the financial statements of Templeton Emerging Markets Investment Trust PLC (the 'Company') which comprise:

- the Income Statement;
- the Balance Sheet:
- the Statement of Changes in Equity;
- the Cash Flow Statement:
- the Accounting Policies; and
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and IFRSs as adopted by the European Union.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We confirm that the non-audit services prohibited by the FRC's Ethical Standard were not provided to the Company.

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

#### Summary of our audit approach

#### Key audit matters

The key audit matters that we identified in the current year were:

- · valuation and ownership of quoted investments;
- Revenue recognition; completeness of dividend Income.

#### Materiality

The materiality that we used in the current year was £23.0m which was determined on the basis of 1% of net asset value.

#### **Scoping**

The Company has appointed Franklin Templeton International Services S.à r.I ("FTIS") as its administrator and alternative investment fund manager ("AIFM"). As part of our audit we evaluated the design and implementation of relevant controls in place at FTIS.

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

#### Going concern

We have reviewed the directors' statement in note a to the financial statements about whether they considered it appropriate to adopt the going concern basis of accounting in preparing them and their identification of any material uncertainties to the Company's ability to continue to do so over a period of at least twelve months from the date of approval of the financial statements.

We are required to state whether we have anything material to add or draw attention to in relation to that statement required by Listing Rule 9.8.6R(3) and report if the statement is materially inconsistent with our knowledge obtained in the audit.

We confirm that we have nothing material to report, add or draw attention to in respect of these matters.

#### Principal risks and viability statement

Based solely on reading the directors' statements and considering whether they were consistent with the knowledge we obtained in the course of the audit, including the knowledge obtained in the evaluation of the directors' assessment of the Company's ability to continue as a going concern, we are required to state whether we have anything material to add or draw attention to in relation to:

- the disclosures on pages 12-13 that describe the principal risks and explain how they are being managed or mitigated;
- the directors' confirmation on page 15 that they have carried out a robust assessment of the principal risks facing the Company, including those that would threaten its business model, future performance, solvency or liquidity; or
- the directors' explanation on page 15 as to how they have assessed the
  prospects of the Company, over what period they have done so and why they
  consider that period to be appropriate, and their statement as to whether
  they have a reasonable expectation that the Company will be able to
  continue in operation and meet its liabilities as they fall due over the period
  of their assessment, including any related disclosures drawing attention to
  any necessary qualifications or assumptions.

We are also required to report whether the directors' statement relating to the prospects of the Company required by Listing Rule 9.8.6R(3) is materially inconsistent with our knowledge obtained in the audit.

We confirm that we have nothing material to report, add or draw attention to in respect of these matters.

#### **Key audit matters**

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

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Valuation and Ownership of quoted investments

#### Key audit matter description



The quoted investments of the Company of £2,370m make up 96.9% of the total assets of the Company at 31 March 2018. See report of the Audit Committee on page 57, accounting policy (g) and also see note 6 of the Financial Statements.

Investments are valued at the closing bid price at the year end. There is a risk that listed investments within the portfolio may not be valued correctly. There is also a risk that quoted investments within the portfolio may not represent the property of the Company.

As the listed investments of the Company make up 96.9% of total net assets ("NAV") as at 31 March and the NAV is the key driver of the management fee paid to Franklin Templeton International Services S.à r.I ("FTIS"), we have considered that there is a potential risk of fraud related to the manipulation of NAV. If the Company performs well the AIFM benefits with a higher income.

# How the scope of our audit responded to the key audit matter



We have performed the following procedures to test the valuation of the investment portfolio at 31 March 2018:

- reviewed the internal controls report over FTIS as it applied to the valuation of quoted investments to assess the adequacy of the design and implementation of key controls;
- reviewed the internal controls report over the custodian as it applied to the ownership of quoted investments to assess the adequacy of the design and implementation of key controls;
- agreed 100% of the bid prices of quoted investments at year end to an independent pricing source; and
- agreed 100% of the Company's quoted investment portfolio at the year end to confirmations received directly from the custodian.

#### Key observations



No misstatements were identified which required reporting to those charged with governance.

#### Revenue recognition; completeness of dividend Income

#### Key audit matter description



For the year ended 31 March 2018 income from investments is £60.3m. Please see Please see Accounting Policy (c) and note 1.

The Company invests in emerging markets where there is a risk that not all dividend information is captured in a timely manner and, as a result, revenue maybe incomplete or recognised in the incorrect period.

# How the scope of our audit responded to the key audit matter



We have performed the following procedures to test the completeness of dividend income for the year to 31 March 2018:

- critically assessed the design and implementation of controls relating to revenue recognition at FTIS which acts as the Company's AIFM; and
- agreed 100% of dividend income received, obtained ex dividend dates and rates for dividends declared during the year and agreed the amounts to the income received report. Additionally, we agreed a sample of these to receipt in the Bank Statement.

#### **Key observations**



No misstatements were identified which required reporting to those charged with governance.

#### Our application of materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

#### Materiality

£23.0m (2017: £21.5m)

#### Basis for determining materiality

1% of net assets (2017: 1% of net assets)

#### Rationale for the benchmark applied

Net assets has been chosen as a benchmark as it is considered the most relevant benchmark for investors and is a key driver of shareholder value.

We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of £460k (2017: £429k), as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

#### An overview of the scope of our audit

Our audit was scoped by obtaining an understanding of the entity and its environment, including internal control and assessing the risks of material misstatement through quantitative and qualitative factors relating to each account balance, class of transactions and disclosure. Audit work to respond to the risks of material misstatement was performed directly by the audit engagement team.

The Company has appointed Franklin Templeton International Services S.à r.I ("FTIS") as its administrator and Alternative Investment Fund Manager ("AIFM"). As part of our audit we evaluated the design and implementation of relevant controls in place at FTIS.

#### Other information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

In this context, matters that we are specifically required to report to you as uncorrected material misstatements of the other information include where we conclude that:

- Fair, balanced and understandable the statement given by the directors
  that they consider the annual report and financial statements taken as a
  whole is fair, balanced and understandable and provides the information
  necessary for shareholders to assess the Company's position and
  performance, business model and strategy, is materially inconsistent with
  our knowledge obtained in the audit; or
- Audit committee reporting the section describing the work of the audit committee does not appropriately address matters communicated by us to the audit committee; or
- Directors' statement of compliance with the UK Corporate Governance Code the parts of the directors' statement required under the Listing Rules relating to the Company's compliance with the UK Corporate Governance Code containing provisions specified for review by the auditor in accordance with Listing Rule 9.8.10R(2) do not properly disclose a departure from a relevant provision of the UK Corporate Governance Code.

#### We have nothing to report in respect of these matters.

#### Responsibilities of directors

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

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

# Auditor's responsibilities for the audit of the financial statements

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

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

#### Use of our report

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

#### Report on other legal and regulatory requirements

# Opinions on other matters prescribed by the Companies Act 2006

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

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

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

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

# Matters on which we are required to report by exception

Adequacy of explanations received and accounting records

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

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Company financial statements are not in agreement with the accounting records and returns.

#### We have nothing to report in respect of these matters.

Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of directors' remuneration have not been made or the part of the directors' remuneration report to be audited is not in agreement with the accounting records and returns.

We have nothing to report in respect of these matters.

#### Other matters

Auditor tenure

Following the recommendation of the audit committee, we were appointed by the shareholders at the Annual General Meeting on 17 July 2009 to audit the financial statements for the year ending 31 March 2010 and subsequent financial periods. The period of total uninterrupted engagement including previous renewals and reappointments of the firm is 9 years, covering the years ending 31 March 2010 to 31 March 2018.

Consistency of the audit report with the additional report to the audit committee Our audit opinion is consistent with the additional report to the audit committee we are required to provide in accordance with ISAs (UK).

#### **Stuart McLaren (Senior statutory auditor)**

For and on behalf of Deloitte LLP Statutory Auditor London, United Kingdom 5 June 2018

# **Financial Statements**

### **Income Statement**

For the Year Ended 31 March 2018

		-	ear ended March 2018		Year ended 31 March 2017		
	Note	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Gains/(losses) on investments and foreign exchange							
Gains on investments at fair value	6	_	213,924	213,924	_	682,120	682,120
Gains/(losses) on foreign exchange		_	10,220	10,220	_	(1,357)	(1,357)
Revenue							
Dividends	1	60,319	_	60,319	46,071	_	46,071
Bank and deposit interest	1	168	_	168	49	_	49
		60,487	224,144	284,631	46,120	680,763	726,883
Expenses							
AIFM fee	2	(7,049)	(16,449)	(23,498)	(20,735)	_	(20,735)
Other expenses	3	(2,087)	-	(2,087)	(1,857)	_	(1,857)
		(9,136)	(16,449)	(25,585)	(22,592)	-	(22,592)
Profit before finance costs and taxation		51,351	207,695	259,046	23,528	680,763	704,291
Finance costs		(1,161)	(2,703)	(3,864)	(418)	_	(418)
Profit before taxation		50,190	204,992	255,182	23,110	680,763	703,873
Tax expense	4	(6,047)	(770)	(6,817)	(4,084)	(377)	(4,461)
Profit for the year		44,143	204,222	248,365	19,026	680,386	699,412
Profit attributable to equity holders of the Company		44,143	204,222	248,365	19,026	680,386	699,412
Earnings per share	5	15.90p	73.56p	89.46p	6.59p	235.71p	242.30p
Ongoing charges ratio <sup>(a)</sup>				1.12%			1.20%

<sup>(</sup>a) A glossary of alternative performance measures is included on page 96.

Under the Company's Articles of Association the capital element of return is not distributable.

The total column of this statement represents the profit and loss account of the Company.

The accompanying notes on pages 78 to 88 are an integral part of the Financial Statements.

# **Balance Sheet**

### As at 31 March 2018

	Note	As at 31 March 2018 £'000	As at 31 March 2017 £'000
Non-current assets	14010	2 000	2 000
Investments at fair value through profit or loss	6	2,370,346	2,165,950
Current assets			
Trade and other receivables	7	9,002	6,390
Cash and cash equivalents		67,843	65,265
Total assets		76,845	71,655
Current liabilities			
Bank loans	8	(144,690)	(83,732)
Trade and other payables	9	(762)	(5,286)
Capital gains tax provision	4	(927)	(490)
Total liabilities		(146,379)	(89,508)
Net current liabilities		(69,534)	(17,853)
Total assets less current liabilities		2,300,812	2,148,097
Share capital and reserves			
Equity Share Capital	10	69,480	70,406
Capital Redemption Reserve		13,189	12,263
Capital Reserve		1,667,608	1,535,899
Special Distributable Reserve		433,546	433,546
Revenue Reserve		116,989	95,983
Equity Shareholders' Funds		2,300,812	2,148,097
Net Asset Value pence per share <sup>(a)</sup>		846.0	762.8

<sup>(</sup>a) Based on shares in issue excluding shares held in treasury.

These Financial Statements of Templeton Emerging Markets Investment Trust PLC were approved for issue by the Board and signed on 5 June 2018.

Paul ManducaSimon JeffreysChairmanDirector

# Statement of Changes in Equity

# For the Year Ended 31 March 2018

	Equity Share Capital £'000	Capital Redemption Reserve £'000	Capital Reserve £'000	Special Distributable Reserve £'000	Revenue Reserve £'000	Total £'000
Balance at 31 March 2016	74,505	8,164	944,961	433,546	101,089	1,562,265
Profit for the year	_	_	680,386	_	19,026	699,412
Equity dividends	_	_	_	_	(24,132)	(24,132)
Purchase and cancellation of own shares	(4,099)	4,099	(89,448)	_	_	(89,448)
Balance at 31 March 2017	70,406	12,263	1,535,899	433,546	95,983	2,148,097
Profit for the year	-	_	204,222	_	44,143	248,365
Equity dividends	_	_	_	_	(23,137)	(23,137)
Purchase and cancellation of own shares	(926)	926	(26,198)	_	-	(26,198)
Purchase of shares into treasury	_	_	(46,315)	_	_	(46,315)
Balance at 31 March 2018	69,480	13,189	1,667,608	433,546	116,989	2,300,812

# Cash Flow Statement

# For the Year Ended 31 March 2018

	For the year to 31 March 2018 £000	For the year to 31 March 2017 £000
Cash flows from operating activities		
Profit before finance costs and taxation	259,046	704,291
Adjustments for:		
Gains on investments at fair value	(213,924)	(682,120)
Realised (gains)/losses on foreign exchange	(10,220)	1,357
Stock dividends received in year	(157)	(1,108)
Increase in debtors	(2,737)	(785)
(Decrease)/increase in creditors	(2,017)	528
Cash generated from operations	29,991	22,163
Tax paid	(6,380)	(4,296)
Net cash inflow from operating activities	23,611	17,867
Cash flows from investing activities		
Purchases of non-current financial assets	(381,286)	(556,380)
Sales of non-current financial assets	398,826	556,971
Net cash inflow from investing activities	17,540	591
Cash flows from financing activities		
Purchase and cancellation of own shares	(26,644)	(89,734)
Repurchase of shares into treasury	(45,886)	-
Equity dividends paid	(23,137)	(24,132)
Movement in bank loans outstanding	61,161	83,390
Bank loan interest and fees paid	(4,067)	(76)
Net cash outflow from financing activities	(38,573)	(30,552)
Net increase/(decrease) in cash	2,578	(12,094)
Cash at the start of the year	65,265	77,359
Cash at the end of the year	67,843	65,265

# Reconciliation of liabilities arising from financing activities

		Non-cash movements				
	Liability				Liability	
	as at				as at	
	31 March		FX	Profit &	31 March	
	2017	Cash flows	movement	Loss	2018	
	£000	£000	£000	£000	£000	
Bank loan	83,390	72,049	(10,888)	-	144,551	
Interest and fees	342	(4,072)	5	3,864	139	
Total liabilities from financing activities	83,732	67,977	(10,883)	3,864	144,690	

# **Accounting Policies**

### (a) Basis of preparation

The Financial Statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRSs") and, where appropriate, International Accounting Standards ("IAS"), which comprise standards and interpretations approved by the International Accounting Standards Board ("IASB") and International Accounting Standards and Standing Interpretations Committee ("IASC") that remain in effect, and to the extent that they have been adopted by the European Union. The Financial Statements have also been prepared in accordance with the Statement of Recommended Practice ("SORP") for investment trusts issued by the Association of Investment Companies ("AIC") in November 2014 and updated in February 2018.

At last year's AGM, shareholders gave permission for the Company to transfer shares which are bought back into treasury. The costs of repurchasing shares into treasury, including related costs, are charged to the Capital Reserve. If treasury shares are subsequently cancelled, the nominal value is transferred out of Equity Share Capital and into the Capital Redemption Reserve.

### Adoption of new and revised Accounting Standards

The following amendments and new IFRSs were adopted for the year ended 31 March 2018:

- IAS 7: Disclosure Initiative Statement of Cash Flows;
- IAS 12: Accounting for Uncertainties in Income Taxes; and
- IFRS 16: Leases.

IAS 7 has introduced a new financing activities reconciliation within the Cash Flow Statement on page 73. IAS 12 and IFRS 16 have not had an effect on the measurement or disclosure of amounts recognised within the Financial Statements of the Company.

At the date of authorisation of these Financial Statements, the following standards and interpretations which have not been applied in these Financial Statements were in issue but not yet applicable (and in some cases had not yet been adopted by the EU):

International Accounting Standards	accounting periods beginning on or after
IFRS 9: Financial Instruments – Classification and Measurement (revised)	1 January 2018
IFRS 15: Revenue from Contracts with Customers	1 January 2018
Annual Improvement Cycle 2015-2017	1 January 2019

The Directors expect that the adoption of the standards listed above will have either no impact or that any impact will not be material on the Financial Statements of the Company in future periods.

The Financial Statements have been prepared on the historical cost basis, except for the measurement at fair value of certain financial instruments. The principal accounting policies adopted are set out below.

At 31 March 2018, the Company had net current liabilities of £69,534,000 (31 March 2017: £17,853,000). The Directors have a reasonable expectation that the Company has sufficient resources to continue in operational existence for the foreseeable future. Therefore a going concern basis has been adopted in preparing the Company's Financial Statements. The Going Concern statement is set out on page 52.

Effective data for

# Accounting Policies (continued)

All financial assets and financial liabilities are recognised (or de-recognised) on the date of the transaction by the use of "trade date accounting".

As the Company is a UK investment trust, whose share capital is issued in the UK and denominated in sterling, the Directors consider that the functional currency of the Company is sterling.

There have been no significant judgements, estimates or assumptions for the year.

### (b) Presentation of income statement

In order to reflect better the activities of an investment trust company and in accordance with guidance issued by the AIC, supplementary information which analyses the income statement between items of a revenue and capital nature has been presented within the income statement. In accordance with the Company's Articles of Association, net capital profits may not be distributed by way of dividend. Additionally, the net revenue is the measure which the Directors believe appropriate in assessing the Company's compliance with certain requirements set out in Section 1158 of the Corporation Tax Act 2010.

### (c) Revenue

Dividends receivable on equity shares are treated as revenue for the year on an ex-dividend basis. Where no ex-dividend date is available, dividends are recognised on their due date. Provision is made for any dividends not expected to be received.

Where the Company has elected to receive its dividends in the form of additional shares rather than in cash, the amount of the cash dividend is recognised in the income section of the Income Statement. Any excess in the value of the shares received over the amount of the cash dividend is recognised in the capital section of the Income Statement.

Special dividends receivable are treated as repayment of capital or as income depending on the facts of each particular case. Interest receivable on bank deposits is recognised on an accruals basis.

### (d) Expenses

Transaction costs arising on the purchase of investments are included in the capital section of the Income Statement. All other operating expenses are accounted for on an accruals basis and are charged through the revenue and capital sections of the Income Statement according to the Directors' expectation of future returns except as follows:

- Expenses relating to the disposal of an investment are deducted from the sale proceeds and thus treated as capital. Details of transaction costs on purchases and sales of investments are disclosed in Note 6; and
- Expenses are treated as capital where a connection with the maintenance or enhancement of the value of the investments can be demonstrated. With effect from 1 April 2017, 70% of the annual AIFM fee has been allocated to the capital account.

#### (e) Finance costs

Finance costs are accounted for on an accruals basis using the effective interest method in the Income Statement. Finance costs are charged through the revenue and capital sections of the Income Statement according to the Directors expectations of future returns. With effect from 1 April 2017, 70% of the finance costs have been allocated to the capital account.

# Accounting Policies (continued)

### (f) Taxation

The tax expense represents the sum of current and deferred tax.

In line with the recommendations of the SORP, the allocation method used to calculate tax relief on expenses presented against capital returns in the supplementary information in the Income Statement is the "marginal basis". Under this basis, if taxable income is capable of being offset entirely by expenses presented in the revenue return column of the Income Statement, then no tax relief is transferred to the capital return column.

Deferred taxation is recognised in respect of all taxable temporary differences that have originated but not reversed at the Balance Sheet date, where transactions or events that result in an obligation to pay more tax in the future or rights to pay less tax in the future have occurred at the Balance Sheet date. This is subject to deferred tax assets only being recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. Deferred tax assets and liabilities are measured at the rates applicable to the legal jurisdictions in which they arise.

Due to the Company's status as an investment trust company, and its intention to continue to meet the eligibility conditions of Section 1158 of the Corporation Tax Act 2010 and the ongoing requirements of The Investment Trust (Approved Company) (Tax) Regulations 2011, the Company has not provided deferred tax in respect of UK corporation tax on any capital gains and losses arising on the revaluation or disposal of investments. Where appropriate, the Company provides for deferred tax in respect of overseas taxes on any capital gains arising on the revaluation or disposal of investments.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

### (g) Investments held at fair value through profit or loss

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 about the portfolio is provided internally on that basis to the Company's Directors and other key management personnel. Accordingly, upon initial recognition, all of the Company's non-current asset investments are designated as being "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 the acquisition.

Subsequently, the investments are valued at "fair value", which is measured as follows:

The fair value of financial instruments at the Balance Sheet date is, ordinarily, based on the latest quoted bid price at, or before, the US market close (without deduction for any of the estimated future selling costs), if the instrument is held in active markets. This represents a Level 1 classification under s48A of IAS 39.

# Accounting Policies (continued)

In limited circumstances where the Company deems it appropriate (e.g. where significant events have occurred at the Balance Sheet date between the latest quoted bid price in markets which close before the US, and the US market close, resulting in a valuation which is not deemed to be active), the close of market bid price for relevant securities may be adjusted using valuation techniques to calculate a fair value, thus representing a Level 2 type classification. Note 13 provides further details on the classification of assets as at the Balance Sheet date.

Gains and losses arising from changes in fair value are included in the net profit or loss for the period as a capital item in the Income Statement.

### (h) Foreign currencies

Transactions involving foreign currencies are translated to sterling (the Company's functional currency) at the spot exchange rate ruling on the date of the transaction. Assets and liabilities in foreign currencies are translated at the rate of exchange at the balance sheet date. Foreign currency gains and losses are included in the Income Statement and allocated as capital or income depending on the nature of the transaction giving rise to the gain or loss.

### (i) Cash and cash equivalents

Cash comprises cash in hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash that are subject to an insignificant risk of changes in value.

### (j) Share capital and reserves

Equity Share Capital – represents the nominal value of the issued share capital.

Capital Redemption Reserve - represents the nominal value of shares repurchased and cancelled.

Capital Reserve – gains and losses on realisation of investments; changes in fair value of investments which are readily convertible to cash, without accepting adverse terms; realised exchange differences of a capital nature; changes in the fair value of investments that are not readily convertible to cash, without accepting adverse terms; and the amounts by which other assets and liabilities valued at fair value differ from their book value are within this reserve.

Special Distributable Reserve – reserve created upon the cancellation of the Share Premium Account and Capital Redemption Reserve.

Purchases of the Company's own shares are also funded from this reserve. The Company's Articles of Association preclude it from making any distribution of capital profits.

Revenue Reserve – represents net income earned that has not been distributed to shareholders.

Income recognised in the Income Statement is allocated to applicable reserves in the Statement of Changes in Equity.

### Notes to the Financial Statements

### For the Year Ended 31 March 2018

#### 1 Revenue

	2018 £'000	2017 £'000
Revenue from investments		
Non EU dividends	56,168	42,819
UK dividends	2,443	1,928
Other EU dividends	1,562	216
Stock dividends	146	1,108
	60,319	46,071
Other revenue		
Bank and deposit interest	168	49
Total revenue	60,487	46,120

### 2 AIFM fees

	2018			2017		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
AIFM fee	7,049	16,449	23,498	20,735	_	20,735

The Company has a contract with Franklin Templeton International Services S.à r.l. ("FTIS") as Alternative Investment Fund Manager ("AIFM").

The contract between the Company and FTIS, its Alternative Investment Fund Manager and provider of Secretarial and Administration Services, may be terminated at any date by either party giving one year's notice of termination.

The AIFM fee is paid monthly and based on the monthly trading total net assets of the Company. From 1 July 2017, the AIFM fee was reduced from 1.1% of net assets per annum to 1% of net assets up to £2 billion and 0.85% of net assets above that level.

With effect from 1 April 2017, 70% of the annual AIFM fee has been allocated to the capital account. For the year ended 31 March 2017, 100% of the annual AIFM fee was allocated to revenue.

# 3 Other expenses

	2018 £'000	2017 £'000
Custody fees	881	716
Directors' remuneration	262	290
Depositary fees	194	159
Shareholder communications and marketing	135	114
Membership fees	118	98
Printing and postage costs	81	57
Registrar fees	74	118
Auditors' remuneration		
Audit of the annual financial statements	32	31
Half Yearly financial report	5	5
Legal fees	33	22
Other expenses	272	247
Total other expenses	2,087	1,857

Fees in respect of services as Directors are paid by the Company only to those Directors who are independent of Franklin Templeton Investments. Included within these costs are Employer National Insurance contributions.

# 4 Tax on ordinary activities

	Revenue £'000	2018 Capital £'000	Total £'000	R	evenue £'000	2017 Capita £'00		Total £'000
Overseas withholding tax	6,047	_	6,047		4,084		_	4,084
Overseas capital tax	_	333	333		_	21	3	213
Prior period adjustments	_	_	-		_		_	_
Total current tax	6,047	333	6,380		4,084	21	3	4,297
Deferred tax	_	437	437		_	16	54	164
Total tax	6,047	770	6,817		4,084	3	77	4,461
Taxation				_	2018 2000		2017 £'000	
Profit before taxation					255	,182		703,873
Theoretical tax at UK corporat	ion tax rate of 19	9% (2017: 20%)	)		48	,484		140,775
Effects of:								
<ul> <li>Capital element of profit</li> </ul>					(42	,587)		(136,152)
<ul> <li>Irrecoverable overseas tax</li> </ul>					6	,047		4,084
<ul> <li>Excess management expe</li> </ul>	nses				3	,642		2,817
<ul> <li>Overseas Capital Gains Ta</li> </ul>	X					333		213
- Income taxable in differer	nt periods					54		98
<ul> <li>Dividends not subject to corporation tax</li> </ul>				(8	,844)		(6,787)	
- Movement in overseas capital gains tax liability						437		164
- UK dividends						(464)		(512)
- Overseas tax expensed						(285)		(239)
Actual tax charge					6	6,817		4,461

As at 31 March 2018 the Company had unutilised management expenses of £116.1 million carried forward (2017: £97.0 million). These balances have been generated because a large part of the Company's income is derived from dividends which are not taxed. Based on current UK tax law, the Company is not expected to generate taxable income in a future period in excess of deductible expenses for that period and, accordingly, is unlikely to be able to reduce future tax liabilities by offsetting these excess management expenses. These excess management expenses are therefore not recognised as a deferred tax asset.

Movement in provision for deferred tax	2018 £'000	2017 £'000
Balance brought forward	490	326
Charge for the year	437	164
Balance carried forward	927	490
Provision consists of:		
- Overseas capital gains tax liability	927	490

A provision for deferred capital gains tax has been recognised in relation to short-term unrealised gains on Indian holdings.

### 5 Earnings per share

		2018			2017	
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Earnings	44,143	204,222	248,365	19,026	680,386	699,412
		2018			2017	
	Revenue pence	Capital pence	Total pence	Revenue pence	Capital pence	Total pence
Earnings per share	15.90	73.56	89.46	6.59	235.71	242.30

The earnings per share is based on the profit attributable to equity holders and on the weighted average number of shares in issue during the year of 277,618,959 (year to 31 March 2017: 288,656,880).

### 6 Financial assets – investments

	2018 £'000	2017 £'000
Opening investments	2,165,950	1,482,238
Movements in year:		
Additions	378,953	558,641
Disposals	(388,481)	(557,049)
Realised profits	194,428	171,094
Net appreciation	19,496	511,026
Closing investments	2,370,346	2,165,950

All investments have been recognised at fair value through the Income Statement.

Transaction costs for the year on purchases were £923,000 (2017: £1,438,000) and transaction costs for the year on sales were £1,026,000 (2017: £1,318,000). The aggregate transaction costs for the year were £1,949,000 (2017: £2,756,000).

	2018 £'000	2017 £'000
Realised and unrealised gains on investments comprise:		
Realised gain based on carrying value at 31 March	194,428	171,094
Net movement in unrealised appreciation	19,496	511,026
Realised and unrealised gains on investments	213,924	682,120
7 Trade and other receivables		
7 Hade and other receivables	2018 £'000	2017 £'000
Dividends receivable	6,916	5,328
Overseas tax recoverable	1,838	699
Sales awaiting settlement	227	352
Other debtors	21	11
	9,002	6,390
8 Bank loans	2018 £'000	2017 £'000
Bank loan repayable	144,551	83,390
Interest and fees	139	342
	144,690	83,732
9 Trade and other payables	2018 £'000	2017 £'000
Amounts owed for share buy backs	429	446
Accrued expenses	333	2,350
Purchase of investments for future settlement		2,490
	762	5,286

### 10 Equity Share Capital

	201 Allotted, issued	_	2017 Allotted, issued & fully paid		
	£'000 Number		£'000	Number	
Shares of 25p each					
Opening balance	70,406	281,623,986	74,505	298,019,690	
Purchase and cancellation of own shares	(926)	(3,705,033)	(4,099)	(16,395,704)	
Purchase of shares into treasury	_	(5,956,611)	_	-	
Closing balance	69,480	271,962,342	70,406	281,623,986	

The Company's shares (except those held in treasury) have unrestricted voting rights at all general meetings, are entitled to all of the profits available for distribution by way of dividend, and are entitled to repayment of all of the Company's capital on winding up.

During the year, 3,705,033 shares were bought back for cancellation at a cost of £26,198,000 (2017: 16,395,704 shares were bought back for cancellation at a cost of £89,448,000). Additionally the Company bought back 5,956,611 shares and placed them in treasury for a total consideration of £46,315,000 (2017: no shares were bought back and placed in treasury).

### 11 Dividend

	2018		2017		
	Rate (pence)	£'000	Rate (pence)	£'000	
Declared and paid in the year					
Dividend on shares:					
Final dividend for year	8.25	23,137	8.25	24,132	
Proposed for approval at the Company's $\operatorname{AGM}$					
Dividend on shares:					
Final dividend for the year ended 31 March 2018 (31 March 2017: 8.25p)	15.00	40,249			

Dividends are recognised when the shareholders' right to receive the payment is established. In the case of the final dividend, this means that it is not recognised until approval is received by shareholders at the Annual General Meeting.

### 12 Related party transactions

The Directors consider that, under the classification of related party transactions outlined in the Association of Investment Companies SORP, issued November 2014 and updated in February 2018, Franklin Templeton entities are not classified as related parties under IAS 24 (as adopted by the EU).

Accordingly there were no transactions with related parties, other than the fees paid to the Directors during the year ended 31 March 2018, which have a material effect on the results or the financial position of the Company.

### 13 Risk management

In pursuing the Company Objective, set out on page 8 of this Annual Report, the Company holds a number of financial instruments which are exposed to a variety of risks that could result in either a reduction in the Company's net assets or a reduction of the profits available for dividends.

The main risks arising from the Company's financial instruments are market risk (which comprises market price risk, foreign currency risk and interest rate risk), other price risk, liquidity risk and credit risk.

The objectives, policies and processes for managing these risks, and the methods used to measure the risk, are set out below. These policies have remained unchanged since the beginning of the year to which these financial statements relate.

#### Investment and concentration risk

The Company may invest a greater portion of its assets than the benchmark in the securities of one issuer, securities domiciled in a particular country, or securities within one industry group than other types of fund investments. As a result, there is the potential for increased concentration of exposure to economic, business, political or other changes affecting similar issues or securities, which may result in greater fluctuation in the value of the portfolio.

### Market price risk

Market risk arises mainly from uncertainties about future prices of financial instruments held. It represents the potential loss that the Company might suffer through holding market positions in the face of price movements.

The Directors meet quarterly to consider the asset allocation of the portfolio in order to minimise the risk associated with particular countries or industry sectors whilst continuing to follow the investment objectives. The Investment Manager has responsibility for monitoring the existing portfolio selected in accordance with the overall asset allocation parameters described above, and seeks to ensure that individual stocks also meet the risk/reward profile on an ongoing basis.

The Company does not use derivative instruments to hedge the investment portfolio against market price risk as, in the Investment Manager's opinion, the cost of such a process could result in an unacceptable level of cost and/or a reduction in the potential for capital growth.

100% (2017: 100%) of the Company's investment portfolio is listed on stock exchanges. If share prices had decreased by 10% with all other variables remaining constant, the income statement capital return and the net assets attributable to equity shareholders would have decreased by £237,034,635 (2017: £216,595,020). The analysis for last year assumes a share price decrease of 10%.

A 10% increase (10% increase) in share prices would have resulted in a proportionate equal and opposite effect on the above amounts, on the basis that all other variables remain constant.

### Foreign currency risk

Currency translation movements can significantly affect the income and capital value of the Company's investments, as the majority of the Company's assets and income are denominated in currencies other than sterling, which is the Company's functional currency.

The Investment Manager has identified three principal areas where foreign currency risk could affect the Company:

- Movements in rates affect the value of investments;
- Movements in rates affect short-term timing differences; and
- Movements in rates affect the income received.

The Company does not hedge the sterling value of investments that are priced in other currencies. The Company may be subject to short-term exposure to exchange rate movements, for instance where there is a difference between the date an investment purchase or sale is entered into and the date on which it is settled.

The Company receives income in currencies other than sterling and the sterling values of this income can be affected by movements in exchange rates. The Company converts all receipts of income into sterling on or near the date of receipt. However, it does not hedge or otherwise seek to avoid rate movement risk on income accrued but not received.

The fair value of the Company's monetary items that have foreign currency exposure at 31 March are shown below:

2018 Currency	Trade, bank loans and other receivables £'000	Cash at bank £'000	Bank loans, trade and other payables £'000	Total net foreign currency exposure £'000	Investments at fair value through profit or loss £'000
US dollar	317	_	(95,137)	(94,820)	609,128
Korean won	4,942	_	_	4,942	353,108
Hong Kong dollar	_	_	_	_	336,312
Taiwan dollar	1,454	_	_	1,454	225,094
South African rand	_	_	-	-	159,959
Other	2,268	(21)	(928)	1,319	612,161

2017 Currency	Trade and other receivables £'000	Cash at bank £'000	Bank loans, trade and other payables £'000	Total net foreign currency exposure £'000	Investments at fair value through profit or loss £'000
US dollar	178	58,525	(58,595)	108	507,618
Hong Kong dollar	_	_	_	_	342,975
Korean won	3,515	(31)	_	3,484	266,209
Taiwan dollar	693	96	_	789	219,596
Indian rupee	45	331	(490)	(114)	132,043
South African rand	_	_	_	_	116,070
Other	1,948	805	(27,561)	(24,808)	502,372

### Foreign currency sensitivity

The following table illustrates the sensitivity of the profit after taxation for the year and the equity in regard to the Company's monetary financial assets and liabilities and its equity if sterling had strengthened by 10% relative to all currencies on the reporting date, with all other variables held constant, the revenue and capital return would have decreased by the below amounts.

		2018		2017	
		Capital		Capital	
Financial Assets and Liabilities	Revenue £'000	Return £'000	Revenue £'000	Return £'000	
US dollar	1,526	60,913	1,034	50,762	
Korean won	803	35,311	421	26,621	
Hong Kong dollar	487	33,631	481	34,298	
Taiwan dollar	825	22,509	616	21,960	
South African rand	74	15,996	81	11,607	
	3,715	168,360	2,633	145,248	

A 10% weakening of sterling against the above currencies would have resulted in an equal and opposite effect on the above amounts.

### Interest rate risk

The Company is permitted to invest in fixed rate securities. Any change to the interest rates relevant to particular securities may result in income either increasing or decreasing, or the Investment Manager being unable to secure similar returns on the expiry of contracts or the sale of securities. In addition, changes to prevailing rates or changes in expectations of future rates may result in an increase or decrease in the value of the securities held and the interest payable on bank loans when interest rates are reset.

### Interest rate risk profile

The exposure of the financial assets and liabilities to interest rate risks at 31 March is shown below:

	Within one year 2018 £'000			
Bank loans	(144,690)	(83,732)		
Cash	67,843	65,265		
Net exposure at year end	(76,847)	(18,467)		

Exposures vary throughout the year as a consequence of changes in the make-up of the net assets of the Company. Cash balances are held on call deposit and earn interest at the bank's daily rate. The Company's net assets are sensitive to changes in interest rates on borrowings. There was no exposure to fixed interest investment securities during the year or at the year end.

### Interest rate sensitivity

If the above level of cash was maintained for a year, a 1.0% increase or decrease in interest rates would impact the net profit after taxation by the following amounts:

		2018		2017		
	1.0%	1.0%	1.0%	1.0%		
	increase in	decrease in	increase in	decrease in		
	rate	rate	rate	rate		
	£'000	£'000	£'000	£'000		
Profit/(loss) for the year						
Revenue	244	(244)	185	(185)		
Capital	(1,013)	1,013	-	_		
Total	(769)	769	185	(185)		

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

### Liquidity risk

The Company's assets comprise mainly of securities listed on the stock exchanges of emerging economies. Liquidity can vary from market to market and some securities may take longer to sell. As a closed ended investment trust, liquidity risks attributable to the Company are less significant than for an open ended fund.

The risk of the Company not having sufficient liquidity at any time is not considered by the Board to be significant, given the large number of quoted investments held in the portfolio and the liquid nature of the portfolio of investments.

The Investment Manager reviews liquidity at the time of making each investment decision and monitors the evolving liquidity profile of the portfolio regularly.

Investments held by the Company are valued in accordance with the accounting policies at bid price. Other financial assets and liabilities of the Company are included in the Balance Sheet at fair value.

#### Credit risk

Certain transactions in securities that the Company enters into expose it to the risk that the counterparty will not deliver the investment (purchase) or cash (in relation to sale or declared dividend) after the Company has fulfilled its responsibilities. The Company only buys and sells through brokers which have been approved by the Investment Manager as an acceptable counterparty. In addition, limits are set as to the maximum exposure to any individual broker that may exist at any time. These limits are reviewed regularly.

The amount of credit risk that the Company is exposed to is disclosed under the interest rate risk profile and represents the maximum credit risk at the Balance Sheet date.

The Company has an ongoing contract with its custodian (JPMorgan Chase Bank) for the provision of custody services.

As part of the annual risk and custody review, the Company reviewed the custody services provided by JPMorgan Chase Bank and concluded that, while there are inherent custody risks in investing in emerging markets, the custody network employed by TEMIT has appropriate controls in place to mitigate those risks, and that these controls are consistent with recommended industry practices and standards.

Securities held in custody are held in the Company's name or to its accounts. Details of holdings are received and reconciled monthly. Cash is actively managed by Franklin Templeton's Trading Desk in Edinburgh and is typically invested in overnight time deposits in the name of TEMIT with an approved list of counterparties. Any excess cash not invested by the Trading Desk will remain in a JPMorgan Chase interest bearing account. There is no significant risk on debtors and accrued income or tax at the year end.

#### Fair Value

Fair values are derived as follows:

- Where assets are denominated in a foreign currency, they are converted into the sterling amount using yearend rates of exchange;
- Non-current financial assets on the basis set out in the accounting policies; and
- Cash at the face value of the account.

The tables below analyse financial instruments carried at fair value by valuation method. The different levels have been defined as follows:

- Level 1 Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2 Inputs other than quoted prices included with level 1 that are observable for the asset or liability, either directly (prices) or indirectly (derived from prices).
- Level 3 Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

### Valuation hierarchy fair value through profit and loss

	31 March 2018				31 March	2017		
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
	£000	£000	£000	£000	£000	£000	£000	£000
Listed investments	2,370,346	_	- :	2,370,346	2,165,950	_	_	2,165,950

# 14 Significant holdings in investee undertakings

As at 31 March 2018 and 2017, TEMIT held 3% or more of the issued class of capital in the following holdings in the portfolio:

	31 Marcl	n 2018	31 Marc	31 March 2017	
	Issued class of		Issued class of		
	capital held	Fair	capital held	Fair	
	by TEMIT	Value	by TEMIT	Value	
Holding	%	£'000	%	£'000	
SABIC, Participatory Note <sup>(a)</sup>	12.1	10,643	-	_	
SABIC, Participatory Note(b)	-	_	6.4	26,491	
Cia.Hering	2.5	17,881	3.2	23,454	

<sup>(</sup>a) Holding has a maturity date of 19 January 2021.

# 15 Contingent liabilities

No contingent liabilities existed as at 31 March 2018 or 31 March 2017.

### 16 Financial commitments

There were no financial commitments as at 31 March 2018 or 31 March 2017.

### 17 Post balance sheet events

The only material post balance sheet event is in respect of the proposed dividend, which has been disclosed in Note 11.

<sup>(</sup>b) Holding matured on 22 January 2018 and was rolled forward into (a).

# **Investor Information**

# Notice of Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Templeton Emerging Markets Investment Trust Public Limited Company (the "Company") will be held at Stationers' Hall, Ave Maria Lane, London EC4M 7DD on 12 July 2018 at 12 noon to transact the following business:

To consider and, if thought fit, to pass the following resolutions. Resolutions 1 to 12 will be proposed as ordinary resolutions and resolutions 13 to 15 will be proposed as special resolutions.

### **Ordinary Business:**

- 1. To receive and adopt the Directors' and Auditor's Reports and financial statements for the year ended 31 March 2018.
- 2. To approve the Directors' Remuneration Report for the year ended 31 March 2018.
- 3. To declare a dividend of 15.00 pence per share for the year ended 31 March 2018.
- 4. To elect Charlie Ricketts as a Director.
- 5. To re-elect David Graham as a Director.
- 6. To re-elect Paul Manduca as a Director.
- 7. To re-elect Beatrice Hollond as a Director.
- 8. To re-elect Simon Jeffreys as a Director.
- 9. To re-elect Gregory E Johnson as a Director.
- 10. To re-appoint Deloitte LLP as auditor of the Company, to act until the conclusion of the next general meeting of the Company at which audited accounts are laid before the members.
- 11. To authorise the Directors to determine the auditor's remuneration.

#### Special Business

- 12. That, in substitution for any existing authority, the Directors be generally and unconditionally authorised to allot equity securities (as defined in Section 560 of the Companies Act 2006 (the "Act")) pursuant to Section 551 of the Act, up to an aggregate nominal amount of £3,354,093 (being an amount equal to 5% of the existing issued share capital of the Company as at 24 May 2018, being the latest practicable date before the date of this notice), provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the Annual General Meeting of the Company to be held in 2019 save that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted and the Directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.
- 13. That, in substitution for any existing authority, subject to the passing of resolution 12, the Directors be given the general power to allot equity securities (as defined by Section 560 of the Act) for cash pursuant to the authority conferred by resolution 12, and/or to sell equity securities held as treasury shares for cash pursuant to Section 727 of the Act, in each case as if Section 561(1) of the Act did not apply to any such allotment or sale, provided that this power shall be limited to the allotment and/or sale of equity securities up to an aggregate nominal amount of £3,354,093 (being an amount equal to 5% of the existing issued share capital of the Company as at 24 May 2018, being the latest practicable date before the date of this notice). The power granted by this resolution will expire on conclusion of the Annual General Meeting of the Company to be

# Notice of Meeting (continued)

held in 2019 (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted or equity securities held as treasury shares to be sold after such expiry and the Directors may allot and/or sell equity securities held as treasury shares in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

- 14. That, in substitution for any existing authority, the Company be and is hereby authorised in accordance with Section 701 of the Companies Act 2006 to make market purchases (within the meaning of Section 693(4) of the Companies Act 2006), of its ordinary of shares of 25 pence each in the capital of the Company ("shares") provided that:
  - (i) the maximum number of shares hereby authorised to be purchased shall not exceed 14.99 per cent of the shares in issue on 12 July 2018, or 40,222,277 shares, whichever is lower;
  - (ii) the minimum price which may be paid for a share shall be 25 pence;
  - (iii) the maximum price which may be paid (excluding expenses) for a share shall not be more than the higher of: a) an amount equal to 105 per cent of the average of the closing mid-market price of shares (as derived from the daily Official List of the London Stock Exchange) for the five business days immediately preceding the date of purchase; and b) the higher of the last independent trade price and the highest current independent purchase bid price on the London Stock Exchange; and
  - (iv) unless renewed, the authority hereby conferred shall expire on the conclusion of the Annual General Meeting of the Company to be held in 2019, save that the Company may, and prior to such expiry, enter into a contract to purchase shares which will or may be completed wholly or partly after such expiry.
- 15. That a General Meeting, other than an Annual General Meeting, may be called on not less than 14 clear days' notice.

By order of the Board

Paul Manduca

Registered office: 5 Morrison Street, Edinburgh, EH3 8BH

5 June 2018

Please ensure that you read the notes to this Notice on pages 91 and 92.

# Notice of Meeting (continued)

#### Notes:

- THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action you
  should take, you are recommended to seek your own financial advice from your stockbroker or other independent financial adviser
  authorised under the Financial Services and Markets Act 2000.
- 2. If you have sold or transferred all of your shares in Templeton Emerging Markets Investment Trust Public Limited Company, please forward this document, together with the accompanying documents, as soon as possible either to the purchaser or transferee or to the person who arranged the sale or transfer so that they can pass these documents to the person who now holds the shares.
- 3. The Company specifies that only those members registered on the Company's register of members at 6.30 pm on 10 July 2018 shall be entitled to attend and vote at the Annual General Meeting (the "Meeting").
- 4. A member of the Company entitled to attend and vote at the Meeting may appoint a proxy or proxies to attend, to speak and vote thereat instead of him. A proxy need not be a member of the Company. Appointment of a proxy will not preclude a member from attending and voting in person.
- 5. A member may appoint more than one proxy provided that each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to one share. Please contact the Company's registrar Equiniti, at Aspect House, Lancing, West Sussex BN99 6DA to appoint more than one proxy. In the case of joint holders, the vote of the senior holder who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first named being the most senior).
- 6. The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communications from the Company in accordance with Section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the registered shareholder who holds the shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.
- 7. A proxy form is enclosed. A member can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
- 8. A proxy form must be returned to the Company's registrar, Equiniti, Aspect House, Lancing, West Sussex BN99 6DA to arrive not later than 12 noon on 9 July 2018. New Zealand registered shareholders must return a proxy form to Computershare, Private Bag 92119, Auckland 1142, New Zealand to arrive not later than 5.00pm on 9 July 2018 (New Zealand time).
- 9. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all of its powers as a member provided that no more than one corporate representative exercises powers over the same share.
- 10. As at 24 May 2018, the Company's issued share capital was 268,327,400 shares of 25 pence each. Each share carries the right to vote at an Annual General Meeting of the Company and, therefore, the total number of voting rights in the Company as at 24 May 2018 was 268,327,400.
- 11. Copies of the letters of appointment of the Directors of the Company are available for inspection at the Company's registered office at 5 Morrison Street, Edinburgh, EH3 8BH, and at the Meeting (for 15 minutes prior to the Meeting and during the Meeting).
- 12. Electronic proxy appointment for CREST members (for UK only). CREST members who wish to appoint a proxy or proxies through 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 which can be viewed at www.euroclear.com. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's ("EUI") specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy, must in order to be valid, be transmitted so as to be received by the issuer's agent (RA19) by the latest time(s) for receipt of proxy appointments specified in the notice of meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means

# Notice of Meeting (continued)

- of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001.
- 13. Electronic proxy appointment for non-CREST members (for UK only). Shareholders who prefer to register the appointment of their proxy electronically via the Internet can do so through the Equiniti website at www.sharevote.co.uk where full instructions on the procedure are given. The personal Voting ID, Task ID and Shareholder Reference Number printed in the voting pack will be required to use this electronic proxy appointment system.
  - Alternatively, shareholders who have already registered with Equiniti's on-line portfolio service, Shareview, can appoint their proxy electronically by logging on to their portfolio at www.shareview.co.uk using their user ID and password. Once logged in. Click "View" on the "My Investments" page, click on the link to vote then follow the on screen instructions. A proxy appointment made electronically will not be valid if sent to any address other than those provided or if received after 12 noon on 10 July 2018. Please note that any electronic communication found to contain a computer virus will not be accepted.
- 14. Electronic proxy appointment for New Zealand registered shareholders. New Zealand registered investors who prefer to register the appointment of their proxy electronically via the Internet can do so through the Computershare website at www.investorvote.co.nz, and enter the Control Number 101330, where full instructions on the procedure are given. Your CSN (Common Shareholder Number) and postal code will be required to use this electronic proxy appointment system. A proxy appointment made electronically will not be valid if sent to any address other than that provided or if received after 5.00pm (New Zealand time) on 9 July 2018. Please note that any electronic communication found to contain a computer virus will not be accepted. New Zealand registered investors cannot appoint more than one proxy when registering the appointment of their proxy electronically.
- 15. A member of the Company may make a request in accordance with Section 527 of the Companies Act 2006 to have a statement published on the Company's website setting out an audit concern.
  - This allows a member or members having a right to vote at the Meeting and holding at least 5% of total voting rights of the Company, or at least 100 members having a right to vote at the Meeting and holding, on average, at least £100 of paid up share capital, to make a request so that the Company must publish on its website a statement setting out any matter that such members propose to raise at the Meeting relating to the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the Meeting. Where the Company is required to publish such a statement on its website: (i) it may not require the members making the request to pay any expenses incurred by the Company in complying with the request; (ii) it must forward the statement to the Company's auditor no later than the time at which the statement is made available on the Company's website; and (iii) the statement may be dealt with as part of the business of the Meeting.
  - A member wishing to request publication of such a statement on the Company's website must send the request to the Company in hard copy form to the Company Secretary or by email to enquiries@franklintempleton.co.uk. The request must either set out the statement in full or, if supporting a statement sent by another member, clearly identify the statement which is being supported and be received by the Company at least one week before the Meeting. Please note that any electronic communication found to contain a computer virus will not be accepted.
- 16. Pursuant to Section 319A of the Companies Act 2006, the Company must provide an answer to any question which is put by a member attending the Meeting relating to the business being considered, except if a response would not be in the interest of the Company or for the good order of the meeting or if to do so would involve the disclosure of confidential information. The Company may, however, elect to provide an answer to a question within a reasonable period of days after the conclusion of the Meeting.
- 17. 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 Meeting 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.temit.co.uk.
- 18. You may not use any electronic address provided either in this Notice of Meeting or any related documents (including the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.

## **Key Dates**

The Company's twenty-ninth Annual General Meeting will be held on Thursday 12 July 2018. Notice of this meeting is given on pages 89 to 92.

Significant events in the Company's year are expected normally to occur as follows:

July 2018

Annual General Meeting held. Final dividend paid.

November 2018

Half Yearly results announced.

Half Yearly Report for the period to 30 September 2018 published.

December 2018

Interim dividend paid.

### **Investor Communications**

The Board and Manager aim to keep shareholders informed and release the following information on the Company's website:

Daily

• Daily net asset value

Monthly

- Factsheet
- Investment Manager commentary
- Portfolio breakdowns
- Performance details

Quarterly

- Portfolio holdings
- Portfolio report released on quarter ends outwith financial reporting cycles

Ad hoc

- Emerging markets updates
- PRIIPS Key Information Document (KID)

You can also download important documents such as the latest Investor Disclosure Document and Company Policies.

You can also subscribe to have the latest updates sent directly to your email account.

### General Information

#### **BOARD OF DIRECTORS**

Paul Manduca\* (Chairman)

Hamish N Buchan\*

David Graham\*

Beatrice Hollond\*

Simon Jeffreys\*

Gregory E Johnson

\*Independent non-executive

#### REGISTERED OFFICE

5 Morrison Street

Edinburgh

EH3 8BH

UK

(Registered No. SC118022)

# ALTERNATIVE INVESTMENT FUND MANAGER, SECRETARY AND ADMINISTRATOR

Franklin Templeton International Services S.à r.l.

8a rue Albert Borschette

L-1246

LUXEMBOURG

### **AUDITOR**

Deloitte LLP

Hill House

1 Little New Street

London

EC4A 3TR

UK

### **CUSTODIAN**

JPMorgan Chase Bank

25 Bank Street

London

E14 5JP

UK

#### **DEPOSITARY**

J.P. Morgan Europe Limited

25 Bank Street

London

E14 5JP

UK

#### **SOLICITOR**

CMS Cameron McKenna Nabarro Olswang LLP

Saltire Court

20 Castle Terrace

Edinburgh

EH1 2EN

UK

#### **REGISTRAR - UK**

Equiniti Limited

Aspect House

Spencer Road

Lancing

West Sussex

BN99 6DA

UK

#### **REGISTRAR - NEW ZEALAND**

Computershare Investor Services Limited

Level 2, 159 Hurstmere Road

Takapuna

Auckland 0622

**NEW ZEALAND** 

### FINANCIAL ADVISER AND STOCKBROKER

Winterflood Securities Limited

The Atrium Building

Cannon Bridge House

25 Dowgate Hill

London

EC4R 2GA

UK

### Shareholder Information

#### **Contact Details**

#### **Franklin Templeton Investments**

#### **Client Dealer Services**

P.O. Box 24064

Edinburgh

EH3 1EX

Freephone 0800 305 306

Phone +44 (0) 20 7073 8690

Fax +44 (0) 20 7073 8701

Email: enquiries@franklintempleton.co.uk

Website: www.temit.co.uk www.franklintempleton.co.uk

#### **Principal Registrar**

www.equiniti.com

### Shareholders' Helpdesk

Phone 0371 384 2505

Lines open 8.30am to 5.30pm,

Monday to Friday.

### Overseas Shareholders' Helpdesk

Phone +44 121 415 7047

# Computershare Investor Services Limited (New Zealand)

Telephone: +64 9 488 8777

Facsimile: +64 9 488 8787

Email: enquiry@computershare.co.nz Website: www.investorcentre.com/nz

#### How to Invest

There are two ways of purchasing shares in TEMIT:

- Through the Equiniti Investment Account or other investment platform:
  - invest a regular monthly or quarterly amount minimum £50 monthly or £150 quarterly.
  - make occasional lump sum investments no minimum applicable
- 2. Directly in the stock market through a stockbroker.

For more information contact your financial adviser or call us free on 0800 305 306. Alternatively, you can visit the website at: www.temit.co.uk

#### Other Sources of Information

Please consult the Financial Times for further pricing information on TEMIT or the Company's website (www.temit.co.uk).

### **Stock Exchange Codes and NAV Publication**

The Stock Exchange Code for TEMIT's listed securities is TEM. The NAV per share is published in the Financial Times.

### Frequency of NAV Publication

The NAV is released every London Stock Exchange business day through the London and New Zealand Stock Exchanges.

# Glossary of Alternative Performance Measures

#### Net asset value return

A measure showing how the net asset value ("NAV") per share has performed over a period of time, taking into account both capital returns and dividends paid to shareholders in sterling terms.

To calculate total return, it is assumed that dividends are reinvested into the assets of the Company at the prevailing NAV on the day that the shares first trade ex-dividend (see page 1). Total return is calculated using published daily NAVs.

To calculate capital return, revenue earnings are excluded (see page 2).

#### Share price return

A measure showing how the share price has performed over a period of time, taking into account both capital returns and dividends paid to shareholders in sterling terms.

To calculate total return, it is assumed that dividends are reinvested into the shares of the Company at the prevailing share price on the day that the shares first trade ex-dividend (see page 1).

To calculate capital return, revenue earnings are excluded (see page 2).

### Benchmark return

The Company's benchmark is the MSCI Emerging Markets Index.

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.

Total return on the benchmark is calculated on a closing market value to closing market value basis, assuming that all dividends received were reinvested into the shares of the relevant companies at which time the shares were quoted ex-dividend in sterling terms (see page 1).

Capital return on the benchmark is calculated the same way as total return, but with no dividend reinvestment (see page 2).

Benchmark performance source: MSCI.

### Share price discount to net asset value ("NAV")

A measure showing the relationship between the share price and the NAV, which is expressed as a percentage of the NAV per share (see page 2).

#### Gearing/net gearing

A term used to describe the process of borrowing money for investment purposes in the expectation that the returns on the investments purchased using the borrowings will exceed the costs of those borrowings. For example, a figure of 5% means that the shareholder funds are exposed to NAV returns by an additional 5%, positive or negative, as a result of borrowings (see page 2).

#### Ongoing charges ratio

The OCR represents the annualised ongoing charges divided by the average daily net asset values of the Company for the period, and has been prepared in accordance with the AIC's recommended methodology. From the year ended 31 March 2012, the ongoing charges ratio replaced the total expense ratio. Prior year numbers have not been restated as the ratios are not materially different (see page 2).

#### Gross total return

Gross total return is net asset value total return before the deduction of expenses (see page 23).

#### Excess return

The difference between the gross total return of TEMIT and the benchmark total return (see page 23).

### Residual

A measure representing the difference between the actual excess return and the excess return explained by the attribution model. This amount results from several factors, most significantly the difference between the actual trade price of securities included in actual performance and the end of day price used to calculate attribution (see page 23).

#### Market capitalisation

The total market value of a company's shares. This is calculated by multiplying the share price on a certain date by the number of shares in issue (see page 35).

Client Dealer Services freephone 0800 305 306 tel +44 (0)20 7073 8690 fax +44 (0)20 7073 8701 enquiries@franklintempleton.co.uk www.temit.co.uk



