

**COUNSEL | PORTFOLIO SERVICES**

# IPC Multi-Factor International Equity

ANNUAL FINANCIAL STATEMENTS

For the year ended March 31, 2023

These Financial Statements do not contain the Management Report of Fund Performance ("MRFP") of the investment fund.

A copy of the Fund's current Simplified Prospectus, Annual Information Form, Management Report of Fund Performance, Fund Fact Sheets, quarterly portfolio disclosures and proxy voting policies and disclosures will be provided, without charge, by: calling toll-free 1-877-625-9885, writing to Counsel Portfolio Services Inc., 5015 Spectrum Way, Suite 300, Mississauga, ON, L4W 0E4, by visiting our website at [www.counselservices.com](http://www.counselservices.com) or by visiting [www.sedar.com](http://www.sedar.com).

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## MANAGEMENT REPORT

### Management's Responsibility for Financial Reporting

The accompanying financial statements have been prepared by Counsel Portfolio Services Inc. (the "Manager"), as Manager of IPC Multi-Factor International Equity (the "Fund"). The Manager is responsible for the integrity, objectivity and reliability of the data presented. This responsibility includes selecting appropriate accounting principles and making judgments and estimates consistent with International Financial Reporting Standards. The Manager is also responsible for the development of internal controls over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced.

The Board of Directors (the "Board") of Counsel Portfolio Services Inc. is responsible for reviewing and approving the financial statements and overseeing the Manager's performance of its financial reporting responsibilities. The Board meets regularly with the Manager, internal auditors and external auditors to discuss internal controls over the financial reporting process, auditing matters and financial reporting issues.

Effective March 31, 2023, KPMG LLP was appointed the external auditor of the Fund. It is appointed by the Board. The external auditor has audited the financial statements in accordance with Canadian generally accepted auditing standards to enable it to express to the securityholders its opinion on the financial statements. Its report is set out below.



Sam Febraro  
President and Chief Executive Officer



Paulette Jervis  
Chief Financial Officer

June 5, 2023

## INDEPENDENT AUDITOR'S REPORT

To the Securityholders of IPC Multi-Factor International Equity (the "Fund")

### Opinion

We have audited the financial statements of the Fund, which comprise:

- the statement of financial position as at March 31, 2023
- the statement of comprehensive income for the period then ended as indicated in note 1
- the statement of changes in financial position for the period then ended as indicated in note 1
- the statement of cash flows for the period then ended as indicated in note 1 and
- notes to the financial statements, including a summary of significant accounting policies (Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at March 31, 2023, and its financial performance and cash flows for the period then ended as indicated in note 1 in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB).

### Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our auditor's report.

We are independent of the Fund in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

### Other Matter – Comparative Information

The financial statements for the period ended March 31, 2022 were audited by another auditor who expressed an unmodified opinion on those financial statements on June 13, 2022.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## INDEPENDENT AUDITOR'S REPORT (cont'd)

### Other Information

Management is responsible for the other information. Other information comprises:

– the information included in the Annual Management Report of Fund Performance of the Fund.

Our opinion on the financial statements does not cover the other information and we do not and will 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 identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the information included in the Annual Management Report of Fund Performance of the Fund filed with the relevant Canadian Securities Commissions as at the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditor's report.

We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB), and for such internal control as management determines 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, management is responsible for assessing the Fund'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 management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the financial reporting process of the Fund.

### 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 Canadian generally accepted auditing standards 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 the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.  
The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Chartered Professional Accountants  
Licensed Public Accountants  
Toronto, Ontario  
June 5, 2023

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## STATEMENTS OF FINANCIAL POSITION

at March 31 (in \$ 000 except per security amounts)

	2023	2022
<b>ASSETS</b>		
<b>Current assets</b>		
Investments at fair value	174,616	213,747
Cash and cash equivalents	664	609
Dividends receivable	932	1,068
Accounts receivable for investments sold	1	—
Accounts receivable for securities issued	3	207
Due from manager	—	1
Derivative assets	20	677
<b>Total assets</b>	<b>176,236</b>	<b>216,309</b>
<b>LIABILITIES</b>		
<b>Current liabilities</b>		
Accounts payable for investments purchased	212	346
Accounts payable for securities redeemed	88	50
Due to manager	1	—
<b>Total liabilities</b>	<b>301</b>	<b>396</b>
<b>Net assets attributable to securityholders</b>	<b>175,935</b>	<b>215,913</b>

	Net assets attributable to securityholders (note 3)			
	per security		per series	
	2023	2022	2023	2022
Series O	9.96	9.86	140,653	177,414
Series Private Wealth	9.96	9.86	35,282	38,499
			<b>175,935</b>	<b>215,913</b>

## STATEMENTS OF COMPREHENSIVE INCOME

for the periods ended March 31 (in \$ 000 except per security amounts)

	2023	2022
<b>Income</b>		
Dividends	7,973	6,787
Interest income for distribution purposes	—	14
Other changes in fair value of investments and other net assets		
Net realized gain (loss)	(9,704)	8,092
Net unrealized gain (loss)	10,341	(17,844)
Securities lending income	38	27
Fee rebate income	5	3
<b>Total income (loss)</b>	<b>8,653</b>	<b>(2,921)</b>
<b>Expenses (note 6)</b>		
Administration fees	59	60
Interest charges	1	—
Commissions and other portfolio transaction costs	238	220
Independent Review Committee fees	1	1
<b>Expenses before amounts absorbed by Manager</b>	<b>299</b>	<b>281</b>
Expenses absorbed by Manager	—	—
<b>Net expenses</b>	<b>299</b>	<b>281</b>
<b>Increase (decrease) in net assets attributable to securityholders from operations before tax</b>	<b>8,354</b>	<b>(3,202)</b>
Foreign withholding tax expense (recovery)	1,006	870
Foreign income tax expense (recovery)	—	—
<b>Increase (decrease) in net assets attributable to securityholders from operations</b>	<b>7,348</b>	<b>(4,072)</b>

	Increase (decrease) in net assets attributable to securityholders from operations (note 3)			
	per security		per series	
	2023	2022	2023	2022
Series O	0.35	(0.22)	5,840	(3,496)
Series Private Wealth	0.39	(0.17)	1,508	(576)
			<b>7,348</b>	<b>(4,072)</b>

The accompanying notes are an integral part of these financial statements.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## STATEMENTS OF CHANGES IN FINANCIAL POSITION

for the periods ended March 31 (in \$ 000 except per security amounts)

	Total		Series O		Series Private Wealth	
	2023	2022	2023	2022	2023	2022
<b>NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS</b>						
Beginning of period	215,913	195,671	177,414	160,044	38,499	35,627
Increase (decrease) in net assets from operations	7,348	(4,072)	5,840	(3,496)	1,508	(576)
Distributions paid to securityholders:						
Investment income	(7,067)	(5,409)	(5,827)	(4,489)	(1,240)	(920)
Capital gains	–	(1,645)	–	(1,353)	–	(292)
Management fee rebates	–	–	–	–	–	–
Total distributions paid to securityholders	(7,067)	(7,054)	(5,827)	(5,842)	(1,240)	(1,212)
Security transactions:						
Proceeds from securities issued	23,581	53,626	16,549	42,166	7,032	11,460
Reinvested distributions	7,054	7,054	5,827	5,842	1,227	1,212
Payments on redemption of securities	(70,894)	(29,312)	(59,150)	(21,300)	(11,744)	(8,012)
Total security transactions	(40,259)	31,368	(36,774)	26,708	(3,485)	4,660
Increase (decrease) in net assets attributable to securityholders	(39,978)	20,242	(36,761)	17,370	(3,217)	2,872
End of period	175,935	215,913	140,653	177,414	35,282	38,499
Increase (decrease) in fund securities (in thousands) (note 7):			Securities		Securities	
Securities outstanding – beginning of period			17,994	15,385	3,903	3,423
Issued			1,874	4,046	759	1,117
Reinvested distributions			642	545	135	113
Redeemed			(6,386)	(1,982)	(1,256)	(750)
Securities outstanding – end of period			14,124	17,994	3,541	3,903

The accompanying notes are an integral part of these financial statements.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## STATEMENTS OF CASH FLOWS

for the periods ended March 31 (in \$ 000)

	2023	2022
<b>Cash flows from operating activities</b>		
Net increase (decrease) in net assets attributable to securityholders from operations	7,348	(4,072)
Adjustments for:		
Net realized loss (gain) on investments	10,324	(5,874)
Change in net unrealized loss (gain) on investments	(10,341)	17,844
Distributions received in-kind from underlying funds	(5)	(3)
Purchase of investments	(76,944)	(119,765)
Proceeds from sale and maturity of investments	116,620	87,629
(Increase) decrease in accounts receivable and other assets	137	(409)
Increase (decrease) in accounts payable and other liabilities	1	
<b>Net cash provided by (used in) operating activities</b>	<b>47,140</b>	<b>(24,650)</b>
<b>Cash flows from financing activities</b>		
Proceeds from securities issued	23,785	54,576
Payments on redemption of securities	(70,856)	(29,446)
Distributions paid net of reinvestments	(13)	—
<b>Net cash provided by (used in) financing activities</b>	<b>(47,084)</b>	<b>25,130</b>
<b>Increase (decrease) in cash and cash equivalents</b>	<b>56</b>	<b>480</b>
Cash and cash equivalents at beginning of period	609	129
Effect of exchange rate fluctuations on cash and cash equivalents	(1)	—
<b>Cash and cash equivalents, end of period</b>	<b>664</b>	<b>609</b>
Cash	664	609
Cash equivalents	—	—
<b>Cash and cash equivalents, end of period</b>	<b>664</b>	<b>609</b>
<b>Supplementary disclosures on cash flow from operating activities:</b>		
Dividends received	8,109	6,379
Foreign taxes paid	1,006	870
Interest received	—	—
Interest paid	1	—

The accompanying notes are an integral part of these financial statements.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## SCHEDULE OF INVESTMENTS

as at March 31, 2023

	Country	Sector	Shares/ Units	Average Cost (\$ 000)	Fair Value (\$ 000)
<b>EQUITIES</b>					
3i Group PLC	United Kingdom	Financials	16,503	336	465
A.P. Moller - Maersk AS Class B	Denmark	Industrials	143	447	351
Aalberts Industries NV	Netherlands	Industrials	4,450	276	284
ABN AMRO Group NV	Netherlands	Financials	19,103	331	410
Ackermans & van Haaren NV	Belgium	Health Care	1,602	335	357
ACS, Actividades de Construcción y Servicios SA	Spain	Industrials	11,891	422	513
Adecco Group SA	Switzerland	Industrials	7,171	524	353
Adidas AG	Germany	Consumer Discretionary	363	82	87
Advance Residence Investment Corp.	Japan	Real Estate	57	187	184
Aegon NV	Netherlands	Financials	38,290	222	223
Aeon Co. Ltd.	Japan	Consumer Staples	11,100	337	291
Ageas	Belgium	Financials	8,804	591	515
Air Liquide SA	France	Materials	2,989	513	677
Air Water Inc.	Japan	Materials	6,002	127	102
Ajinomoto Co. Inc.	Japan	Consumer Staples	11,592	314	546
Akzo Nobel NV	Netherlands	Materials	3,490	441	368
Alcon Inc.	Switzerland	Health Care	4,740	414	455
Alfresa Holdings Corp.	Japan	Health Care	13,103	260	227
Allianz SE Reg.	Germany	Financials	358	114	112
Alps Alpine Co. Ltd.	Japan	Information Technology	14,957	199	195
ALS Ltd.	Australia	Industrials	5,109	45	57
Altium Ltd.	Australia	Information Technology	6,599	193	229
Amada Holdings Co. Ltd.	Japan	Industrials	13,308	193	169
AMP Ltd.	Australia	Financials	92,445	94	88
Ampol Ltd.	Australia	Energy	14,808	433	410
Andritz AG	Austria	Industrials	5,053	310	463
Ansell Ltd.	Australia	Health Care	9,459	263	228
Antofagasta PLC	Chile	Materials	17,487	390	463
Aozora Bank Ltd.	Japan	Financials	5,428	155	133
APA Group	Australia	Utilities	14,284	139	131
ArcelorMittal SA	Luxembourg	Materials	10,089	348	414
Arkema	France	Materials	2,403	352	322
Asahi Glass Co. Ltd.	Japan	Industrials	2,219	105	112
Asahi Kasei Corp.	Japan	Materials	5,738	79	54
ASM International NV	Netherlands	Information Technology	1,130	314	621
ASM Pacific Technology Ltd.	Hong Kong	Information Technology	24,611	374	330
ASML Holding NV	Netherlands	Information Technology	324	196	299
ASR Nederland NV	Netherlands	Financials	5,893	302	318
Assa Abloy AB B	Sweden	Industrials	2,801	85	91
Assicurazioni Generali SPA	Italy	Financials	12,923	332	349
Astellas Pharma Inc.	Japan	Health Care	10,833	230	208
AstraZeneca PLC	United Kingdom	Health Care	4,930	719	926
Atlas Arteria Ltd.	Australia	Industrials	11,921	86	68
Aurizon Holdings Ltd.	Australia	Industrials	82,651	328	252
Auto Trader Group PLC	United Kingdom	Communication Services	16,814	170	173
Aviva PLC	United Kingdom	Financials	68,684	523	464
AXA SA	France	Financials	11,735	403	485
Azbil Corp.	Japan	Information Technology	7,050	358	261
B&M European Value Retail SA	United Kingdom	Consumer Discretionary	70,696	528	571
Baloise Holding AG	Switzerland	Financials	2,646	571	559
Banco Bilbao Vizcaya Argentaria SA	Spain	Financials	89,582	656	866
Banco BPM SPA	Italy	Financials	31,169	172	165
Banco De Sabadell SA	Spain	Financials	104,361	164	152
Banco Santander SA	Spain	Financials	40,300	177	203
Bank Hapoalim	Israel	Financials	65,315	752	735
Bank Leumi Le-Israel	Israel	Financials	57,795	641	591
Bank of Ireland Group PLC	Ireland	Financials	28,614	259	392
The Bank of Kyoto Ltd.	Japan	Financials	913	51	58
Barratt Developments PLC	United Kingdom	Consumer Discretionary	12,159	137	95

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## SCHEDULE OF INVESTMENTS (cont'd)

as at March 31, 2023

	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
BASF SE	Germany	Materials	4,015	374	285
BayCurrent Consulting Inc.	Japan	Industrials	1,800	56	101
Bayer AG	Germany	Health Care	7,559	630	651
Bayerische Motoren Werke (BMW) AG	Germany	Consumer Discretionary	2,603	339	386
BE Semiconductor Industries NV	Netherlands	Information Technology	3,512	351	415
Beiersdorf AG	Germany	Consumer Staples	3,617	532	637
Bellway PLC	United Kingdom	Consumer Discretionary	2,432	130	90
The Berkeley Group Holdings PLC	United Kingdom	Consumer Discretionary	2,830	195	199
BioMerieux SA	France	Health Care	2,320	412	331
BlueScope Steel Ltd.	Australia	Materials	9,411	140	173
Bouygues SA	France	Industrials	14,311	690	653
BP PLC	United Kingdom	Energy	128,525	857	1,101
Brambles Ltd.	Australia	Industrials	26,547	276	323
Brenntag AG	Germany	Industrials	4,270	348	434
Bridgestone Corp.	Japan	Consumer Discretionary	8,022	431	441
The British Land Co. PLC	United Kingdom	Real Estate	63,197	558	410
Brother Industries Ltd.	Japan	Information Technology	12,896	328	263
Bunzl PLC	United Kingdom	Industrials	12,740	538	651
Burberry Group PLC	United Kingdom	Consumer Discretionary	16,862	563	730
Canon Inc.	Japan	Information Technology	21,162	648	642
Capcom Co. Ltd.	Japan	Communication Services	8,870	334	429
Capgemini SE	France	Information Technology	423	77	106
Capitaland Investment Ltd.	Singapore	Real Estate	45,400	164	171
Capitaland Mall Integrated Commercial Trust	Singapore	Real Estate	74,700	148	151
Capland Ascendas Real Estate Investment Trust	Singapore	Real Estate	56,096	151	164
Carrefour SA	France	Consumer Staples	35,021	815	958
Carsales.com Ltd.	Australia	Communication Services	24,387	434	491
Casio Computer Co. Ltd.	Japan	Consumer Discretionary	18,182	375	242
The Chiba Bank Ltd.	Japan	Financials	17,705	127	155
City Developments Ltd.	Singapore	Real Estate	38,715	316	291
CK Asset Holdings Ltd.	Hong Kong	Real Estate	103,072	883	845
Clariant AG Reg.	Switzerland	Materials	6,165	148	138
Coca-Cola HBC AG-DI	Switzerland	Consumer Staples	3,357	128	124
Coles Group Ltd.	Australia	Consumer Staples	26,726	411	436
Coloplast AS	Denmark	Health Care	2,949	550	525
ComfortDelGro Corp. Ltd.	Singapore	Industrials	165,075	334	198
Commerzbank AG	Germany	Financials	6,604	79	94
Compagnie de Saint-Gobain	France	Industrials	3,580	221	276
Compagnie Generale des Etablissements Michelin B	France	Consumer Discretionary	11,687	535	484
Computershare Ltd.	Australia	Industrials	2,907	63	57
COMSYS Holdings Corp.	Japan	Industrials	2,600	62	65
Concordia Financial Group Ltd.	Japan	Financials	23,355	111	117
Contact Energy Ltd.	New Zealand	Utilities	53,356	369	350
Continental AG	Germany	Consumer Discretionary	4,121	569	417
ConvaTec Group PLC	United Kingdom	Health Care	123,235	441	470
Covestro AG	Germany	Materials	4,030	268	225
Covivio	France	Real Estate	1,827	225	144
CRH PLC	Ireland	Materials	5,187	281	355
CSL Ltd.	Australia	Health Care	566	152	148
Dai Nippon Printing Co. Ltd.	Japan	Industrials	11,261	344	426
Daimler AG	Germany	Consumer Discretionary	3,343	334	347
Daimler Truck Holding AG	Germany	Industrials	5,229	191	239
Daito Trust Construction Co. Ltd.	Japan	Real Estate	2,564	363	346
Daiwa House Industry Co. Ltd.	Japan	Real Estate	1,900	56	61
Daiwa House REIT Investment Corp.	Japan	Real Estate	78	221	216
Daiwa Securities Group Inc.	Japan	Financials	18,623	119	118
Danone SA	France	Consumer Staples	6,943	634	584
Dassault Systemes SA	France	Information Technology	16,924	838	946
Davide Campari Milano SPA	Italy	Consumer Staples	10,578	138	175



# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## SCHEDULE OF INVESTMENTS (cont'd)

as at March 31, 2023

	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
DCC PLC	United Kingdom	Industrials	4,306	384	340
Dechra Pharmaceuticals PLC	United Kingdom	Health Care	3,277	250	145
Dentsu Inc.	Japan	Communication Services	6,200	260	295
Derwent London PLC	United Kingdom	Real Estate	7,762	449	306
Deutsche Bank AG Reg.	Germany	Financials	10,997	160	151
Dexus Property Group	Australia	Real Estate	20,175	203	138
Direct Line Insurance Group PLC	United Kingdom	Financials	94,156	451	217
Disco Corp.	Japan	Information Technology	1,077	130	170
DNB Bank ASA	Norway	Financials	14,135	367	343
Ebara Corp.	Japan	Industrials	3,569	213	225
EBOS Group Ltd.	New Zealand	Health Care	11,826	387	466
Eiffage SA	France	Industrials	3,800	499	556
Eisai Co. Ltd.	Japan	Health Care	1,200	112	92
Elisa OYJ	Finland	Communication Services	3,961	286	323
EMS-Chemie Holding AG	Switzerland	Materials	337	369	377
Enagas SA	Spain	Utilities	3,139	88	82
Endeavour Group Ltd.	Australia	Consumer Staples	25,019	159	154
Endesa SA	Spain	Utilities	6,289	178	185
Energias de Portugal SA	Portugal	Utilities	31,360	198	231
Engie SA	France	Utilities	11,524	224	247
Eni SPA	Italy	Energy	27,940	480	529
Entain PLC	United Kingdom	Consumer Discretionary	7,244	208	152
Equinor ASA	Norway	Energy	13,748	616	529
Eurazeo SA	France	Financials	1,984	187	191
Evolution Mining Ltd.	Australia	Materials	27,203	84	76
Evonik Industries AG	Germany	Materials	8,810	335	250
EXOR NV	Netherlands	Financials	4,648	437	518
Ferguson PLC	United Kingdom	Industrials	2,530	364	452
Ferrari NV	Italy	Consumer Discretionary	448	110	164
Ferrovial SA	Spain	Industrials	7,598	263	302
Fletcher Building Ltd.	New Zealand	Industrials	56,041	264	207
Fortescue Metals Group Ltd.	Australia	Materials	19,053	330	388
Fuji Electric Co. Ltd.	Japan	Industrials	3,148	163	168
FUJIFILM Holdings Corp.	Japan	Information Technology	4,164	303	286
Fujitsu Ltd.	Japan	Information Technology	3,789	592	693
Fukuoka Financial Group Inc.	Japan	Financials	2,161	50	56
Galapagos NV	Belgium	Health Care	2,639	194	137
Galp Energia SGPS SA	Portugal	Energy	33,839	556	519
Gas Natural SDG SA	Spain	Utilities	10,107	351	412
GEA Group AG	Germany	Industrials	4,644	211	286
Geberit AG	Switzerland	Industrials	523	387	396
Gecina SA	France	Real Estate	3,330	638	468
Genmab AS	Denmark	Health Care	1,145	487	585
Genting Singapore Ltd.	Singapore	Consumer Discretionary	238,401	194	272
Georg Fischer AG	Switzerland	Industrials	4,811	352	506
Getinge AB	Sweden	Health Care	9,123	359	302
Goodman Group	Australia	Real Estate	7,801	126	134
GPT Group Stapled Securities	Australia	Real Estate	41,517	169	161
<sup>1</sup> Groupe Bruxelles Lambert SA	Belgium	Financials	1,950	249	225
GSK PLC	United Kingdom	Health Care	31,170	1,006	752
Hakuhodo DY Holdings Inc.	Japan	Communication Services	15,862	252	243
Haleon PLC	United Kingdom	Consumer Staples	52,742	279	285
Hamamatsu Photonics K.K.	Japan	Information Technology	600	41	44
Hang Lung Properties Ltd.	Hong Kong	Real Estate	128,612	373	326
Haseko Corp.	Japan	Consumer Discretionary	6,487	109	102
HeidelbergCement AG	Germany	Materials	4,557	376	450
HelloFresh SE	Germany	Consumer Staples	3,765	247	121
Henderson Land Development Co. Ltd.	Hong Kong	Real Estate	13,858	82	65
Henkel AG & Co. KGaA Pfd.	Germany	Consumer Staples	6,959	732	736

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## SCHEDULE OF INVESTMENTS (cont'd)

as at March 31, 2023

	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
Hennes & Mauritz AB B	Sweden	Consumer Discretionary	22,395	491	433
Hermes International	France	Consumer Discretionary	352	459	965
Hexagon AB B	Sweden	Information Technology	7,861	141	122
Hikma Pharmaceuticals PLC	United Kingdom	Health Care	13,033	464	365
Hisamitsu Pharmaceutical Co. Ltd.	Japan	Health Care	3,451	164	133
Holcim Ltd.	Switzerland	Materials	7,140	479	623
Honda Motor Co. Ltd.	Japan	Consumer Discretionary	9,243	346	333
The Hong Kong and China Gas Co. Ltd.	Hong Kong	Utilities	161,497	288	193
Hongkong Land Holdings Ltd.	Hong Kong	Real Estate	77,883	484	464
Howden Joinery Group PLC	United Kingdom	Industrials	27,397	307	320
HSBC Holdings PLC	United Kingdom	Financials	70,051	561	645
Iberdrola SA	Spain	Utilities	27,781	406	468
IG Group Holdings PLC	United Kingdom	Financials	31,552	433	369
IHI Corp.	Japan	Industrials	2,900	105	98
Iluka Resources Ltd.	Australia	Materials	29,184	215	282
IMCD Group NV	Netherlands	Industrials	666	114	147
Incitec Pivot Ltd.	Australia	Materials	131,210	382	372
Independence Group NL	Australia	Materials	5,875	70	68
Industria de Diseno Textil SA (Inditex)	Spain	Consumer Discretionary	11,639	395	529
Industrivarden AB Class C	Sweden	Financials	5,952	198	217
Infineon Technologies AG	Germany	Information Technology	2,413	96	133
Infratil Ltd.	New Zealand	Utilities	20,610	130	161
INPEX Corp.	Japan	Energy	24,700	326	356
Intertek Group PLC	United Kingdom	Industrials	3,355	314	227
Investor AB	Sweden	Financials	14,622	339	394
Ipsen SA	France	Health Care	2,542	290	379
Isetan Mitsukoshi Holdings Ltd.	Japan	Consumer Discretionary	26,689	277	404
Israel Discount Bank Ltd.	Israel	Financials	84,776	579	563
Isuzu Motors Ltd.	Japan	Consumer Discretionary	15,500	236	251
J Sainsbury PLC	United Kingdom	Consumer Staples	131,647	589	613
Japan Post Bank Co. Ltd.	Japan	Financials	30,785	369	341
Japan Post Holdings Co. Ltd.	Japan	Financials	33,815	390	372
Japan Post Insurance Co. Ltd.	Japan	Financials	14,300	304	302
Japan Real Estate Investment Corp.	Japan	Real Estate	25	186	135
JBH Hi-Fi Ltd.	Australia	Consumer Discretionary	7,720	327	298
Jeronimo Martins SGPS SA	Portugal	Consumer Staples	21,126	521	670
JFE Holdings Inc.	Japan	Materials	11,114	151	191
JSR Corp.	Japan	Materials	4,662	159	149
Just Eat Takeaway (Amsterdam Stock Exchange)	Netherlands	Consumer Discretionary	4,111	181	106
K+S AG	Germany	Materials	13,777	458	396
Kajima Corp.	Japan	Industrials	12,722	212	208
Kansai Electric Power Co. Inc.	Japan	Utilities	12,800	154	169
Kansai Paint Co. Ltd.	Japan	Materials	8,603	266	157
Kao Corp.	Japan	Consumer Staples	5,561	363	294
Kawasaki Heavy Industries Ltd.	Japan	Industrials	2,000	64	59
KDDI Corp.	Japan	Communication Services	5,016	201	210
Keppel Corp. Ltd.	Singapore	Industrials	90,631	496	520
Kerry Group PLC A	Ireland	Consumer Staples	3,399	556	458
Kesko OYJ Class B	Finland	Consumer Staples	20,963	620	610
Kewpie Corp.	Japan	Consumer Staples	8,830	249	201
Kikkoman Corp.	Japan	Consumer Staples	774	64	53
Kingfisher PLC	United Kingdom	Consumer Discretionary	131,215	594	573
Kinnevik AB Class B	Sweden	Financials	6,179	226	125
Kirin Holdings Co. Ltd.	Japan	Consumer Staples	13,488	354	289
Klepierre	France	Real Estate	12,942	415	397
Knorr-Bremse AG	Germany	Industrials	4,719	574	424
Kobayashi Pharmaceutical Co. Ltd.	Japan	Consumer Staples	3,799	428	314
Konami Corp.	Japan	Communication Services	2,003	134	124
Kone OYJ B	Finland	Industrials	4,670	409	330

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## SCHEDULE OF INVESTMENTS (cont'd)

as at March 31, 2023

	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
Koninklijke (Royal) KPN NV	Netherlands	Communication Services	40,804	186	195
Koninklijke Ahold Delhaize NV	Netherlands	Consumer Staples	44,626	1,655	2,066
Koninklijke DSM NV	Netherlands	Materials	2,916	596	466
Koninklijke Philips NV	Netherlands	Health Care	9,915	424	245
Kose Corp.	Japan	Consumer Staples	300	42	48
Kuehne + Nagel International AG	Switzerland	Industrials	1,411	395	570
Kuraray Co. Ltd.	Japan	Materials	18,634	273	232
Kyocera Corp.	Japan	Information Technology	2,750	217	194
Kyowa Hakko Kirin Co. Ltd.	Japan	Health Care	2,140	61	63
Kyushu Railway Co.	Japan	Industrials	11,972	365	360
Land Securities Group PLC	United Kingdom	Real Estate	52,493	679	546
LANXESS AG	Germany	Materials	1,688	128	94
Lawson Inc.	Japan	Consumer Staples	3,680	247	211
LEG Immobilien GmbH	Germany	Real Estate	4,056	671	300
Legal & General Group PLC	United Kingdom	Financials	26,706	105	107
Legrand SA	France	Industrials	2,025	225	251
Lindt & Sprungli AG Reg.	Switzerland	Consumer Staples	5	622	799
The Link Real Estate Investment Trust	Hong Kong	Real Estate	47,455	586	412
Lion Corp.	Japan	Consumer Staples	19,172	474	280
LIXIL Group Corp.	Japan	Industrials	9,015	240	201
Lloyds Banking Group PLC	United Kingdom	Financials	645,607	488	515
Logitech International SA Reg.	Switzerland	Information Technology	6,867	570	540
Lonza Group AG	Switzerland	Health Care	568	427	462
L'Oréal SA	France	Consumer Staples	754	348	456
The Lottery Corp. Ltd.	Australia	Consumer Discretionary	28,932	122	134
LVMH Moët Hennessy Louis Vuitton SE	France	Consumer Discretionary	279	211	346
Macquarie Group Ltd.	Australia	Financials	390	58	62
Mapletree Commercial Trust	Singapore	Real Estate	49,206	102	90
Mapletree Industrial Trust	Singapore	Real Estate	95,355	248	230
Mapletree Logistics Trust	Singapore	Real Estate	64,200	99	112
Marui Group Co. Ltd	Japan	Financials	6,000	136	124
Matsumotokiyo Holdings Co. Ltd.	Japan	Consumer Staples	2,200	107	158
Mazda Motor Corp.	Japan	Consumer Discretionary	39,948	438	503
Medibank Private Ltd.	Australia	Financials	139,969	412	426
Mediobanca SPA	Italy	Financials	26,112	376	356
Medipal Holdings Corp.	Japan	Health Care	9,275	229	171
MEIJI Holdings Co. Ltd.	Japan	Consumer Staples	17,532	664	564
Merck KGaA	Germany	Health Care	2,512	515	632
Merlin Properties Socimi SA	Spain	Real Estate	26,875	426	319
Mineral Resources Ltd.	Australia	Materials	3,769	185	276
Mirvac Group Stapled Securities	Australia	Real Estate	52,057	119	99
Mitsubishi Chemical Holdings Corp.	Japan	Materials	48,840	406	393
Mitsubishi Electric Corp.	Japan	Industrials	21,430	378	346
Mitsubishi Estate Co. Ltd.	Japan	Real Estate	5,862	121	95
Mitsubishi Gas Chemical Co. Inc.	Japan	Materials	9,353	222	188
Mitsubishi Heavy Industries Ltd.	Japan	Industrials	9,673	427	483
Mitsubishi UFJ Financial Group Inc.	Japan	Financials	16,733	109	145
Mitsubishi UFJ Lease & Finance Co. Ltd.	Japan	Financials	41,682	266	291
Mitsui Chemicals Inc.	Japan	Materials	5,349	188	187
Mitsui Fudosan Co. Ltd.	Japan	Real Estate	3,600	101	92
Mitsui O.S.K. Lines Ltd.	Japan	Industrials	3,344	59	113
Mizuho Financial Group Inc.	Japan	Financials	13,784	258	264
Mondi PLC	South Africa	Materials	9,176	273	197
Mowi ASA	Norway	Consumer Staples	17,127	509	429
MS&AD Insurance Group Holdings Inc.	Japan	Financials	7,892	323	332
MTR Corp. Ltd.	Hong Kong	Industrials	73,378	513	480
Muenchener Rueckversicherungs - Gesellschaft AG (MunichRe)	Germany	Financials	1,734	578	820
Nagoya Railroad Co. Ltd.	Japan	Industrials	4,484	160	94
Namco Bandai Holdings Inc.	Japan	Consumer Discretionary	4,941	149	144

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## SCHEDULE OF INVESTMENTS (cont'd)

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	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
National Grid PLC	United Kingdom	Utilities	49,442	809	908
Natwest Group PLC	United Kingdom	Financials	106,623	410	471
NEC Corp.	Japan	Information Technology	5,424	306	283
Nemetschek SE	Germany	Information Technology	4,078	374	378
Neste Oil OYJ	Finland	Energy	1,153	76	77
Nestlé SA Reg.	United States	Consumer Staples	7,854	1,142	1,297
Newcrest Mining Ltd.	Australia	Materials	4,390	92	106
NGK Insulators Ltd.	Japan	Industrials	2,929	63	52
NH Foods Ltd.	Japan	Consumer Staples	7,830	405	306
NICE-Systems Ltd.	Israel	Information Technology	2,437	622	749
Nichirei Corp.	Japan	Consumer Staples	7,907	192	216
Nikon Corp.	Japan	Consumer Discretionary	17,187	239	238
Nintendo Co. Ltd.	Japan	Communication Services	4,160	268	218
Nippon Shinyaku Co. Ltd.	Japan	Health Care	700	50	42
Nippon Steel Sumitomo Metal Corp.	Japan	Materials	9,527	203	304
Nippon Telegraph & Telephone Corp.	Japan	Communication Services	3,475	118	140
Nippon Yusen Kabushiki Kaisha	Japan	Industrials	5,324	81	168
Nissan Chemical Industries Ltd.	Japan	Materials	1,000	59	61
Nissan Motor Co. Ltd.	Japan	Consumer Discretionary	41,410	280	213
Nisshin Seifun Group Inc.	Japan	Consumer Staples	18,140	380	287
Nissin Foods Holdings Co. Ltd.	Japan	Consumer Staples	4,877	462	604
Nitori Holdings Co. Ltd.	Japan	Consumer Discretionary	1,931	352	315
Nitto Denko Corp.	Japan	Materials	3,276	292	286
NN Group NV	Netherlands	Financials	8,991	518	441
NOF Corp.	Japan	Materials	2,892	184	183
Nokia OYJ	Finland	Information Technology	138,989	830	924
Nomura Holdings Inc.	Japan	Financials	32,646	204	171
Nomura Real Estate Master Fund Inc.	Japan	Real Estate	79	124	120
Nomura Research Institute Ltd.	Japan	Information Technology	8,388	309	264
Nordea Bank ABP	Finland	Financials	29,821	374	431
Norsk Hydro ASA	Norway	Materials	68,717	508	695
Novartis AG Reg.	Switzerland	Health Care	6,264	711	778
Novo Nordisk AS B	Denmark	Health Care	5,570	635	1,196
Novozymes AS	Denmark	Materials	4,054	346	281
NSK Ltd.	Japan	Industrials	19,405	183	150
Obayashi Corp.	Japan	Industrials	23,877	240	247
OJI Paper Co. Ltd.	Japan	Materials	55,740	385	299
OMRON Corp.	Japan	Information Technology	2,203	195	174
OMV AG	Austria	Energy	1,904	129	118
Ono Pharmaceutical Co. Ltd.	Japan	Health Care	5,930	218	167
Orange SA	France	Communication Services	34,879	519	561
Orica Ltd.	Australia	Materials	27,810	448	389
Orion OYJ	Finland	Health Care	8,079	506	489
ORIX Corp.	Japan	Financials	2,314	48	52
ORIX JREIT Inc.	Japan	Real Estate	82	187	141
Orkla ASA	Norway	Consumer Staples	49,717	602	478
Osaka Gas Co. Ltd.	Japan	Utilities	17,683	422	393
Otsuka Corp.	Japan	Information Technology	9,119	396	439
Otsuka Holdings Co. Ltd.	Japan	Health Care	6,325	328	273
Oversea-Chinese Banking Corp. Ltd.	Singapore	Financials	6,363	62	80
Pan Pacific International Holdings Corp.	Japan	Consumer Discretionary	3,300	77	86
Panasonic Corp.	Japan	Consumer Discretionary	33,197	411	402
Pandora AS	Denmark	Consumer Discretionary	3,688	483	478
PCCW Ltd.	Hong Kong	Communication Services	315,918	240	214
Pearson PLC	United Kingdom	Consumer Discretionary	53,591	634	757
Pennon Group PLC	United Kingdom	Utilities	19,747	434	289
<sup>1</sup> Pernod Ricard SA	France	Consumer Staples	1,217	297	373
Persimmon PLC	United Kingdom	Consumer Discretionary	3,734	152	79
Persol Holdings Co. Ltd.	Japan	Industrials	6,474	164	176

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## SCHEDULE OF INVESTMENTS (cont'd)

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	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
Phoenix Group Holdings	United Kingdom	Financials	10,302	121	94
Prysmian SPA	Italy	Industrials	13,945	532	794
PSP Swiss Property AG Reg.	Switzerland	Real Estate	2,893	473	445
Puma AG Rudolf Dassler Sport	Germany	Consumer Discretionary	968	105	81
Qube Holdings Ltd.	Australia	Industrials	39,342	105	103
Randstad Holding NV	Netherlands	Industrials	5,746	466	461
Reckitt Benckiser Group PLC	United Kingdom	Consumer Staples	4,139	462	425
Recordati SPA	Italy	Health Care	6,669	427	382
Red Electrica Corporacion SA	Spain	Utilities	4,414	112	105
RELX PLC	United Kingdom	Industrials	17,930	638	785
Renault SA	France	Consumer Discretionary	1,245	60	69
Repsol SA	Spain	Energy	39,226	634	817
Resona Holdings Inc.	Japan	Financials	12,730	67	83
Rexel SA	France	Industrials	15,065	307	487
Rheinmetall AG	Germany	Industrials	3,154	694	1,267
Ricoh Co. Ltd.	Japan	Information Technology	45,628	494	463
Rinnai Corp.	Japan	Consumer Discretionary	5,784	225	191
Rio Tinto Ltd.	Australia	Materials	3,983	413	434
Rio Tinto PLC	United Kingdom	Materials	10,917	939	1,001
Roche Holding AG Genusscheine	Switzerland	Health Care	2,994	1,362	1,159
Rohto Pharmaceutical Co. Ltd.	Japan	Consumer Staples	7,500	170	212
Rubis SCA	France	Utilities	5,737	295	208
Ryohin Keikaku Co. Ltd.	Japan	Consumer Discretionary	4,500	57	69
The Sage Group PLC	United Kingdom	Information Technology	74,142	745	961
Sampo OYJ A	Finland	Financials	1,156	82	74
Sanofi	France	Health Care	7,360	949	1,084
Santen Pharmaceutical Co. Ltd.	Japan	Health Care	16,755	248	193
SAP AG	Germany	Information Technology	3,533	557	601
Scentre Group	Australia	Real Estate	85,347	211	214
Schindler Holding AG PC	Switzerland	Industrials	1,465	462	438
Schroders PLC	United Kingdom	Financials	22,426	214	173
Scout24 AG	Germany	Communication Services	6,226	582	500
SCREEN Holdings Co. Ltd.	Japan	Information Technology	2,200	263	264
SECOM Co. Ltd.	Japan	Industrials	1,668	184	139
Securitas AB B	Sweden	Industrials	19,813	221	239
Sega Sammy Holdings Inc.	Japan	Consumer Discretionary	13,352	275	343
Segro PLC	United Kingdom	Real Estate	18,382	303	237
Seiko Epson Corp.	Japan	Information Technology	14,282	281	275
Sekisui Chemical Co. Ltd.	Japan	Consumer Discretionary	12,740	293	245
Sekisui House Ltd.	Japan	Consumer Discretionary	8,222	222	227
Seven & i Holdings Co. Ltd.	Japan	Consumer Staples	2,680	143	164
<sup>1</sup> SGS SA Reg.	Switzerland	Industrials	40	138	119
Sharp Corp.	Japan	Consumer Discretionary	9,138	127	87
Shell PLC (GBP Shares)	Netherlands	Energy	25,360	839	982
Shimizu Corp.	Japan	Industrials	24,282	187	186
Shionogi & Co. Ltd.	Japan	Health Care	833	69	51
Shiseido Co. Ltd.	Japan	Consumer Staples	3,967	335	252
Shizuoka Financial Group Inc.	Japan	Financials	25,640	244	249
Siemens AG	Germany	Industrials	1,684	315	369
Siemens Energy AG	Germany	Industrials	2,609	102	77
SIG Combibloc Group AG	Switzerland	Materials	2,086	63	73
Signify NV	Netherlands	Industrials	1,774	131	80
Sika AG	Switzerland	Materials	983	290	373
Singapore Airlines Ltd.	Singapore	Industrials	53,539	292	312
Singapore Exchange Ltd.	Singapore	Financials	50,677	455	486
Singapore Technologies Engineering Ltd. (ST Engg)	Singapore	Industrials	18,527	68	69
Singapore Telecommunications Ltd.	Singapore	Communication Services	122,896	297	308
Sino Land Co. Ltd.	Hong Kong	Real Estate	272,341	501	499
SITC International Holdings Co. Ltd.	Hong Kong	Industrials	30,000	111	87

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## SCHEDULE OF INVESTMENTS (cont'd)

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	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
SKF AB B	Sweden	Industrials	4,499	125	120
Smiths Group PLC	United Kingdom	Industrials	10,154	258	291
Smurfit Kappa Group PLC (Irish Stock Exchange)	Ireland	Materials	5,384	286	264
Societe Generale	France	Financials	2,442	90	75
Sofina SA	Belgium	Financials	1,059	545	323
Sohgo Security Services Co. Ltd.	Japan	Industrials	1,171	71	43
Solvay SA	Belgium	Materials	2,098	296	325
Sompo Japan Nipponkoa Holdings Inc.	Japan	Financials	7,845	417	421
Spark New Zealand Ltd.	New Zealand	Communication Services	88,233	346	379
Spectris PLC	United Kingdom	Information Technology	5,430	266	332
Spirax-Sarco Engineering PLC	United Kingdom	Industrials	2,450	420	486
SSE PLC	United Kingdom	Utilities	4,867	117	147
Standard Life Aberdeen PLC	United Kingdom	Financials	101,118	438	344
The Star Entertainment Group Ltd.	Australia	Consumer Discretionary	72,352	231	94
Steadfast Group Ltd.	Australia	Financials	25,541	115	135
Stellantis NV	United States	Consumer Discretionary	7,095	166	175
STMicroelectronics NV	Switzerland	Information Technology	8,964	396	649
Stora Enso OYJ R	Finland	Materials	22,265	466	392
Subaru Corp.	Japan	Consumer Discretionary	3,600	81	78
Sumitomo Chemical Co. Ltd.	Japan	Materials	23,757	142	108
Sumitomo Electric Industries Ltd.	Japan	Consumer Discretionary	3,914	71	68
Sumitomo Heavy Industries Ltd.	Japan	Industrials	3,746	125	124
Sumitomo Mitsui Financial Group Inc.	Japan	Financials	4,916	227	267
Sumitomo Mitsui Trust Holdings Inc.	Japan	Financials	6,987	299	324
Sumitomo Realty & Development Co. Ltd.	Japan	Real Estate	1,703	70	52
Sun Hung Kai Properties Ltd.	Hong Kong	Real Estate	33,138	565	630
Suncorp Group Ltd.	Australia	Financials	15,410	169	169
Suntec Real Estate Investment Trust	Singapore	Real Estate	158,852	246	231
Suntory Beverage & Food Ltd.	Japan	Consumer Staples	8,436	441	425
Suzuken Co. Ltd.	Japan	Health Care	5,516	281	188
Suzuki Motor Corp.	Japan	Consumer Discretionary	3,384	183	167
Svenska Cellulosa AB (SCA) B	Sweden	Materials	22,238	412	396
Svenska Handelsbanken AB A	Sweden	Financials	28,649	394	335
The Swatch Group AG	Switzerland	Consumer Discretionary	1,204	433	560
Swedbank AB	Sweden	Financials	8,033	184	178
Swire Pacific Ltd. Class A	Hong Kong	Real Estate	30,290	305	316
Swire Properties Ltd.	Hong Kong	Real Estate	82,915	311	290
Swiss Life Holding AG Reg.	Switzerland	Financials	173	114	144
Swiss Prime Site AG	Switzerland	Real Estate	4,400	558	496
Swiss Re Ltd.	Switzerland	Financials	2,038	224	284
Swisscom AG Reg.	Switzerland	Communication Services	733	509	633
Taiheiyo Cement Corp.	Japan	Materials	6,093	194	155
Taisei Corp.	Japan	Industrials	2,589	106	108
Takeda Pharmaceutical Co. Ltd.	Japan	Health Care	5,300	182	236
Tate & Lyle PLC	United Kingdom	Consumer Staples	30,616	421	401
Tecan Group AG	Switzerland	Health Care	463	262	274
Teijin Ltd.	Japan	Materials	14,452	305	206
Telefonaktiebolaget LM Ericsson B	Sweden	Information Technology	67,598	882	537
Telefonica SA	Spain	Communication Services	18,101	113	106
Telenor ASA	Norway	Communication Services	11,196	189	178
TeliaSonera AB	Sweden	Communication Services	18,605	92	64
Telstra Corp. Ltd.	Australia	Communication Services	86,720	282	331
Temenos AG	Switzerland	Information Technology	1,163	120	110
Tenaris SA	Luxembourg	Energy	16,055	227	309
Tesco PLC	United Kingdom	Consumer Staples	153,809	615	682
Thai Beverage PCL	Thailand	Consumer Staples	97,046	63	62
TIS Inc.	Japan	Information Technology	7,100	242	254
Toho Co. Ltd.	Japan	Communication Services	1,031	54	53
Toho Gas Co. Ltd.	Japan	Utilities	7,439	406	187



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## SCHEDULE OF INVESTMENTS (cont'd)

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	Country	Sector	Shares/ Units	Average Cost (\$ '000)	Fair Value (\$ '000)
<b>EQUITIES (cont'd)</b>					
Tokio Marine Holdings Inc.	Japan	Financials	5,344	126	139
Tokyo Electron Ltd.	Japan	Information Technology	1,122	156	186
Tokyo Gas Co. Ltd.	Japan	Utilities	22,925	651	584
Tokyo Tatemono Co. Ltd.	Japan	Real Estate	9,057	165	150
Tokyu Corp.	Japan	Industrials	9,500	138	171
Tokyu Fudosan Holdings Corp.	Japan	Real Estate	19,430	149	126
Toppan Printing Co. Ltd.	Japan	Industrials	14,097	326	384
Toray Industries Inc.	Japan	Materials	37,894	305	293
Toshiba Corp.	Japan	Industrials	11,889	595	539
Tosoh Corp.	Japan	Materials	20,269	407	373
Total SA	France	Energy	17,426	1,197	1,392
Toto Ltd.	Japan	Industrials	1,229	70	56
Toyo Suisan Kaisha Ltd.	Japan	Consumer Staples	7,688	432	436
Toyota Motor Corp.	Japan	Consumer Discretionary	7,985	156	154
Travis Perkins PLC	United Kingdom	Industrials	14,382	378	230
Treasury Wine Estates Ltd.	Australia	Consumer Staples	11,149	123	132
Trelleborg AB	Sweden	Industrials	7,138	203	275
Trend Micro Inc.	Japan	Information Technology	6,384	409	423
Tsuruha Holdings Inc.	Japan	Consumer Staples	2,651	358	240
Ubisoft Entertainment SA	France	Communication Services	6,200	523	222
UBS Group AG	Switzerland	Financials	10,752	220	307
UCB SA	Belgium	Health Care	5,095	581	616
Unibail-Rodamco SE & WFD Unibail-Rodamco NV (Amsterdam Stock Exchange)	Netherlands	Real Estate	3,888	437	283
UniCredit SPA	Italy	Financials	3,893	72	100
Unilever PLC (London Exchange)	United Kingdom	Consumer Staples	1,389	97	97
United Internet AG	Germany	Communication Services	1,345	51	31
United Overseas Bank Ltd.	Singapore	Financials	2,534	59	77
United Urban Investment Corp.	Japan	Real Estate	98	221	143
United Utilities Group PLC	United Kingdom	Utilities	50,414	822	892
Universal Music Group BV	Netherlands	Communication Services	2,746	87	94
UOL Group Ltd.	Singapore	Real Estate	35,346	242	250
UPM-Kymmene OYJ	Finland	Materials	11,193	494	508
USS Co. Ltd.	Japan	Consumer Discretionary	6,400	142	150
VAT Group AG	Switzerland	Industrials	658	213	322
Venture Corp. Ltd.	Singapore	Information Technology	19,197	318	346
Vicinity Centres	Australia	Real Estate	169,741	313	301
Vivendi SA	France	Communication Services	41,970	596	573
Vodafone Group PLC	United Kingdom	Communication Services	258,377	596	386
Voestalpine AG	Austria	Materials	7,064	286	325
Volvo AB Class B	Sweden	Industrials	7,736	219	216
Vonovia SE	Germany	Real Estate	3,314	236	84
Wartsila OYJ	Finland	Industrials	24,227	388	310
Welcia Holdings Co. Ltd.	Japan	Consumer Staples	6,503	301	188
Wesfarmers Ltd.	Australia	Consumer Discretionary	3,214	139	147
Westpac Banking Corp.	Australia	Financials	2,011	43	39
WH Group Ltd.	Hong Kong	Consumer Staples	418,256	438	336
Wharf Real Estate Investment Co. Ltd.	Hong Kong	Real Estate	14,571	97	114
Wilmar International Ltd.	Singapore	Consumer Staples	43,163	179	185
WiseTech Global Ltd.	Australia	Information Technology	4,263	138	253
Wolters Kluwer NV	Netherlands	Industrials	10,157	1,203	1,735
Woodside Petroleum Ltd.	Australia	Energy	10,591	293	323
Woolworths Ltd.	Australia	Consumer Staples	11,034	386	379
Xero Ltd.	Australia	Information Technology	667	71	55
Yakult Hansha Co. Ltd.	Japan	Consumer Staples	9,097	692	895
Yamada Denki Co. Ltd.	Japan	Consumer Discretionary	51,106	316	238
Yamaha Corp.	Japan	Consumer Discretionary	2,452	166	128
Yamaha Motor Co. Ltd.	Japan	Consumer Discretionary	5,042	145	179
Yamato Holdings Co. Ltd.	Japan	Industrials	5,200	105	121

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## SCHEDULE OF INVESTMENTS (cont'd)

as at March 31, 2023

	Country	Sector	Shares/ Units	Average Cost (\$ 000)	Fair Value (\$ 000)
<b>EQUITIES (cont'd)</b>					
Yamazaki Baking Co. Ltd.	Japan	Consumer Staples	12,165	262	199
Yara International ASA	Norway	Materials	8,749	498	515
Yokogawa Electric Corp.	Japan	Information Technology	9,133	223	201
Zurich Insurance Group AG	Switzerland	Financials	1,176	634	761
<b>Total equities</b>				<b>170,810</b>	<b>173,451</b>
<b>EXCHANGE-TRADED FUNDS</b>					
<sup>1</sup> Mackenzie International Equity Index ETF	Canada	Exchange-Traded Funds	11,164	1,146	1,165
<b>Total exchange-traded funds</b>				<b>1,146</b>	<b>1,165</b>
Transaction costs				(271)	—
<b>Total investments</b>				<b>171,685</b>	<b>174,616</b>
Derivative instruments (see schedule of derivative instruments)					20
Cash and cash equivalents					664
Other assets less liabilities					635
<b>Net assets attributable to securityholders</b>					<b>175,935</b>

<sup>1</sup> The issuer of this security is related to the Manager of the Fund.



# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## SUMMARY OF INVESTMENT PORTFOLIO

MARCH 31, 2023

ASSET TYPE	% OF NAV
Equities	98.5
Exchange-traded funds	0.7
Cash and cash equivalents	0.4
Other	0.4

EFFECTIVE SECTOR ALLOCATION	% OF NAV
Industrials	15.6
Financials	14.0
Consumer staples	13.0
Materials	10.1
Health care	9.2
Consumer discretionary	9.0
Information technology	8.9
Real estate	7.4
Communication services	4.2
Energy	4.2
Utilities	3.6
Cash and cash equivalents	0.4
Other	0.4

EFFECTIVE COUNTRY ALLOCATION	% OF NAV
Japan	23.5
United Kingdom	13.2
France	8.7
Switzerland	7.2
Germany	6.9
Netherlands	6.1
Australia	5.6
Hong Kong	3.2
Spain	2.9
Singapore	2.6
Finland	2.5
Sweden	2.3
Denmark	1.9
Norway	1.8
Other countries	11.2
Cash and cash equivalents	0.4

MARCH 31, 2022

ASSET TYPE	% OF NAV
Equities	97.5
Exchange traded funds	1.5
Cash and cash equivalents	0.3
Other	0.7

EFFECTIVE SECTOR ALLOCATION	% OF NAV
Industrials	16.3
Financials	15.9
Materials	11.9
Consumer staples	11.9
Consumer discretionary	9.0
Information technology	8.9
Health care	8.8
Real estate	7.6
Communication services	3.5
Utilities	3.1
Energy	2.0
Cash and cash equivalents	0.3
Other	0.8

EFFECTIVE REGIONAL ALLOCATION	% OF NAV
Europe ex U.K.	47.0
Japan	24.1
United Kingdom	13.6
Pacific ex Japan	12.4
Canada	2.4
Latin America	0.2
Cash and cash equivalents	0.3

The effective allocation shows the country, regional or sector exposure of the Fund calculated by combining its direct and indirect investments through exchange traded funds.

## ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

*as at March 31, 2023*

Schedule of Forward Currency Contracts									
Counterparty Credit Rating	Currency to be Received (\$ 000)		Currency to be Delivered (\$ 000)		Settlement Date	Contract Cost (\$ 000)	Current Fair Value (\$ 000)	Unrealized Gains (\$ 000)	Unrealized Losses (\$ 000)
AA	3,134	CAD	(1,867)	GBP	Jun. 26, 2023	(3,134)	(3,114)	20	—
Total forward currency contracts								20	—
Total Derivative assets									20
Total Derivative liabilities									—

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## NOTES TO FINANCIAL STATEMENTS

### 1. Fiscal Periods and General Information

The information provided in these financial statements and notes thereto is for the years ended or as at March 31, 2023 and 2022 (as applicable). In the year a series is established, 'period' represents the period from inception to the period end of that fiscal period. In a period where a series is terminated the period represents from the beginning of the fiscal year to the termination date. Refer to Note 10 (a) for series inception and termination dates.

The Fund is organized as an open-ended mutual fund trust established under the laws of the Province of Ontario pursuant to a Declaration of Trust as amended and restated from time to time. The address of the Fund's registered office is 5015 Spectrum Way, Suite 300, Mississauga, Ontario, Canada. The Fund is authorized to issue an unlimited number of units (referred to as "security" or "securities") of multiple series. Series of the Fund are available for sale under Simplified Prospectus and/or exempt distribution options.

Counsel Portfolio Services Inc. (the "Manager" or "Counsel") acts as the Fund's manager and trustee.

### 2. Basis of Preparation and Presentation

These annual financial statements ("financial statements") have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). A summary of the Fund's significant accounting policies under IFRS is presented in Note 3.

These financial statements are presented in Canadian dollars, which is the Fund's functional currency, and are rounded to the nearest thousand unless otherwise indicated. These financial statements are prepared on a going concern basis using the historical cost basis, except for financial assets and liabilities that have been measured at fair value through profit or loss ("FVTPL").

These financial statements were authorized for issue by Counsel's Board of Directors on June 5, 2023.

### 3. Significant Accounting Policies

#### (a) Financial Instruments

Financial instruments include financial assets and liabilities such as debt and equity securities, investment funds, and derivatives. The Fund classifies and measures financial instruments in accordance with IFRS 9 *Financial Instruments*. Upon initial recognition, financial instruments are classified as FVTPL. All financial instruments are recognized in the Statements of Financial Position when the Fund becomes a party to the contractual requirements of the instrument. Financial assets are derecognized when the right to receive cash flows from the instrument has expired. Financial liabilities are derecognized when the Fund has transferred substantially all risks and rewards of ownership. Investment purchase and sale transactions are recorded as of the trade date.

Financial instruments are designated on initial recognition as FVTPL with changes in fair value recognized in the Statement of Comprehensive Income – Net unrealized gain (loss).

Realized and unrealized gains and losses on investments are calculated based on average cost of investments and exclude commissions and other portfolio transaction costs, which are separately reported in the Statement of Comprehensive Income – Commissions and other portfolio transaction costs.

Gains and losses arising from changes in the fair value of the investments are included in the Statement of Comprehensive Income for the period in which they arise.

The Fund accounts for its holdings in investment funds at FVTPL. Counsel has concluded that the investment funds in which the Fund invests, do not meet the definition of structured entities.

The Fund's redeemable securities entitle securityholders the right to redeem their interest in the Fund for cash equal to their proportionate share of the net asset value of the Fund, amongst other contractual rights. The Fund's redeemable securities meet the criteria for classification as financial liabilities under IAS 32, *Financial Instruments: Presentation*. The Fund's obligation for net assets attributable to securityholders is presented at the redemption amount.

IAS 7, *Statement of Cash Flows*, requires disclosures related to changes in liabilities and assets, such as the securities of the Fund, arising from financing activities. Changes in securities of the Fund, including both changes from cash flows and non-cash changes, are included in the Statement of Changes in Financial Position. Any changes in the securities not settled in cash as at the end of the period are presented as either Accounts receivable for securities issued or Accounts payable for securities redeemed in the Statement of Financial Position. These accounts receivable and accounts payable amounts typically settle shortly after period-end.

#### (b) Fair Value Measurement

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Investments listed on a public securities exchange, including exchange traded funds, or traded on an over-the-counter market are valued on the basis of the last traded market price or close price recorded by the security exchange on which the security is principally traded, where this price falls within the quoted bid-ask spread for the investment. In circumstances where this price is not within the bid-ask spread, Counsel determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. Unlisted or non-exchange traded investments, or investments where a last sale or close price is unavailable or investments for which market quotations are, in Counsel's opinion, inaccurate, unreliable, or not reflective of all available material information, are valued at their fair value as determined by Counsel using appropriate and accepted industry valuation techniques including valuation models. The fair value determined using valuation models requires the use of inputs and assumptions based on observable market data including volatility and other applicable rates or prices. In limited circumstances, the fair value may be determined using valuation techniques that are not supported by observable market data.

Cash and cash equivalents which includes cash on deposit with financial institutions and short-term investments that are readily convertible to cash, are subject to an insignificant risk of changes in value and are used by the Fund in the management of short-term commitments. Cash and cash equivalents are reported at amortized cost which closely approximates their fair value due to their nature of being highly liquid and having short terms to maturity. Bank overdraft positions are presented under current liabilities as bank indebtedness in the Statement of Financial Position.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## NOTES TO FINANCIAL STATEMENTS

### 3. Significant Accounting Policies (cont'd)

#### (b) Fair Value Measurement (cont'd)

The Fund may use derivatives (such as written options, futures, forward contracts, swaps or customized derivatives) to hedge against losses caused by changes in securities prices, interest rates or exchange rates. The Fund may also use derivatives for non-hedging purposes in order to invest indirectly in securities or financial markets, to gain exposure to other currencies, to seek to generate additional income, and/or for any other purpose considered appropriate by Counsel or the Fund's sub-advisor(s), provided that the use of the derivative is consistent with the Fund's investment objectives. Any use of derivatives will comply with Canadian mutual fund laws, subject to the regulatory exemptions granted to the Fund, as applicable. Refer to "Exemptions from National Instrument 81-102" in the Annual Information Form of the Fund for further details, including the complete conditions of these exemptions, as applicable.

Valuations of derivative instruments are carried out daily, using normal exchange reporting sources for exchange-traded derivatives and specific broker enquiry for over-the-counter derivatives.

The value of forward contracts is the gain or loss that would be realized if, on the valuation date, the positions were to be closed out. The change in value of forward contracts is included in the Statements of Comprehensive Income – Net unrealized gain (loss).

The value of futures contracts or swaps fluctuates daily, and cash settlements made daily, where applicable, by the Fund are equal to the change in unrealized gains or losses that are best determined at the settlement price. These unrealized gains or losses are recorded and reported as such until the Fund closes out the contract or the contract expires. Margin paid or deposited in respect of futures contracts or swaps is reflected as a receivable in the Statement of Financial Position – Margin on derivatives. Any change in the variation margin requirement is settled daily.

Premiums paid (written) for purchasing (writing) options are recorded in Derivative Assets (Liabilities) and subsequently adjusted daily to fair value. If a written option expires unexercised, the premium received is recognized as a realized gain. If a written call option is exercised, the difference between the proceeds of the sale plus the value of the premium, and the cost of the security is recognized as a realized gain or loss. If a written put option is exercised, the cost of the security acquired is the exercise price of the option less the premium received. Refer to the Schedule of Derivative Instruments and Schedule of Options Purchased/Written, as applicable, included in the Schedule of Investments for a listing of derivative and options positions.

The Fund categorizes the fair value of its assets and liabilities into three categories, which are differentiated based on the observable nature of the inputs and extent of estimation required.

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly. Examples of Level 2 valuations include quoted prices for similar securities, quoted prices on inactive markets and from recognized investment dealers, and the application of factors derived from observable data to non-North American quoted prices in order to estimate the impact of differences in market closing times.

Financial instruments classified as Level 2 investments are valued based on the prices provided by an independent reputable pricing services company who prices the securities based on recent transactions and quotes received from market participants and through incorporating observable market data and using standard market convention practices. The estimated fair values for these securities may be different from the values that would have been used had a ready market for the investment existed; and

Level 3 – Inputs that are not based on observable market data.

The inputs are considered observable if they are developed using market data, such as publicly available Information about actual events or transactions, and that reflect the assumption that market participants would use when pricing the asset or liability.

See Note 10 (e) for the fair value classifications of the Fund.

#### (c) Income recognition

Interest income for distribution purposes represents the coupon interest received by the Fund which is accounted for on an accrual basis. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities except for zero coupon bonds, which are amortized on a straight-line basis

Dividends are accrued as of the ex-dividend date. Realized gains or losses on the sale of investments, including foreign exchange gains or losses on such investments, and unrealized gains or losses are calculated on an average cost basis.

The Fund may invest in ETFs managed by Mackenzie Investments (an affiliate of Counsel) which are indicated in the Schedule of Investments. The Fund receives Fee rebate income in respect of management fees paid indirectly to Mackenzie which offset the management fees indirectly borne in the return of these Underlying Funds.

Income, realized gains (losses), and unrealized gains (losses) are allocated daily among the series on a pro-rata basis.

#### (d) Commissions and other portfolio transaction costs

Commissions and other portfolio transaction costs are costs incurred to acquire, issue or dispose of financial assets or liabilities. They include fees and commissions paid to agents, exchanges, brokers, dealers and other intermediaries. The total brokerage commissions incurred by the Fund in connection with portfolio transactions for the periods, together with other transaction charges, is disclosed in the Statements of Comprehensive Income. Brokerage business is allocated to brokers based on the best net result for the Fund. Subject to this criteria, commissions may be paid to brokerage firms which provide (or pay for) certain services, other than order execution, which may include investment research, analysis and reports, and databases or software in support of these services. Where applicable and ascertainable, the value of third-party services that were paid for by brokers during the periods is disclosed in Note 10. The value of certain proprietary services provided by brokers cannot be reasonably estimated.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## NOTES TO FINANCIAL STATEMENTS

### 3. Significant Accounting Policies (cont'd)

#### (e) Securities lending, repurchase and reverse repurchase transactions

The Fund is permitted to enter into securities lending, repurchase and reverse repurchase transactions as set out in the Fund's Simplified Prospectus. These transactions involve the temporary exchange of securities for collateral with a commitment to redeliver the same securities on a future date.

Income is earned from these transactions in the form of fees paid by the counterparty and, in certain circumstances, interest paid on cash or securities held as collateral. Income earned from these transactions is included in the Statements of Comprehensive Income and recognized when earned. Securities lending transactions are administered by the Canadian Imperial Bank of Commerce (the "Securities Lending Agent"). The value of cash or securities held as collateral must be at least 102% of the fair value of the securities loaned, sold or purchased.

Note 10 summarizes the details of securities loaned and collateral received, as well as a reconciliation of securities lending income, if applicable. Collateral received is comprised of debt obligations of the Government of Canada and other countries, Canadian provincial and municipal governments, and financial institutions.

#### (f) Foreign currency

The functional and presentation currency of the Fund is Canadian dollars. Foreign currency purchases and sales of investments and foreign currency dividend and interest income and expenses are translated to Canadian dollars at the rate of exchange prevailing at the time of the transactions.

Foreign exchange gains (losses) on purchases and sales of foreign currencies are included in the Statements of Comprehensive Income – Net realized gain (loss).

The fair value of investments and other assets and liabilities, denominated in foreign currencies, are translated to Canadian dollars at the rate of exchange prevailing on each business day.

#### (g) Offsetting

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is a legally enforceable right to set-off the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. In the normal course of business, the Fund enters into various master netting agreements or similar agreements that do not meet the criteria for offsetting in the Statements of Financial Position but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy or termination of the contracts. Note 10 summarizes the details of such offsetting, if applicable, subject to master netting arrangements or other similar agreements and the net impact to the Statements of Financial Position if all such rights were exercised.

Income and expenses are not offset in the statement of comprehensive income unless required or permitted to by an accounting standard, as specifically disclosed in the IFRS policies of the Fund.

#### (h) Net assets attributable to securityholders per security

Net assets attributable to securityholders per security is computed by dividing the net assets attributable to securityholders of a series of securities on a business day by the total number of securities of the series outstanding on that day.

#### (i) Net asset value per security

Net asset value per security is determined for the purchase and redemption of securities in accordance with the methods disclosed in the Fund's Simplified Prospectus and Annual Information Form. These methods may vary from valuation principles under IFRS. As at March 31, 2023 and March 31, 2022, there were no such differences.

#### (j) Increase (decrease) in net assets attributable to securityholders from operations per security

Increase (decrease) in net assets attributable to securityholders from operations per security in the Statement of Comprehensive Income represents the increase (decrease) in net assets attributable to securityholders from operations for the period, divided by the weighted average number of securities outstanding during the period.

#### (k) Comparative amounts

Certain prior period comparative amounts have been reclassified to conform to the current period's presentation.

#### (l) Future Accounting Changes

Counsel has determined there are no material implications to the Fund's financial statements arising from IFRS issued but not yet effective.

### 4. Critical accounting estimates and judgments

The preparation of these financial statements requires management to make estimates and assumptions that primarily affect the valuation of investments. Estimates and assumptions are reviewed on an ongoing basis. Actual results may differ from these estimates.

#### Use of Estimates

##### *Fair value of securities not quoted in an active market*

The Fund holds financial instruments that are not quoted in active markets and are valued using valuation techniques that make use of observable data, to the extent practicable. Various valuation techniques are utilized, depending on a number of factors, including comparison with similar instruments for which observable market prices exist and recent arm's length market transactions. Key inputs and assumptions used are company specific and may include estimated discount rates and expected price volatilities. Changes in key inputs, could affect the reported fair value of these financial instruments held by the Fund.

#### Use of Judgments

##### *Classification and measurement of investments*

In classifying and measuring financial instruments held by the Fund, the Manager is required to make significant judgments in order to determine the most appropriate classification in accordance with IFRS 9. The Manager has considered the Fund's business model, commitments to securityholders, and the manner in which investments are managed and evaluated as a group and has determined that irrevocable designation of financial instruments as financial assets or financial liabilities at fair value through profit or loss provides the most appropriate measurement and presentation of the Fund's investments and financial instruments.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## NOTES TO FINANCIAL STATEMENTS

### 4. Critical accounting estimates and judgments

Use of Judgments (cont'd)

#### *Functional currency*

The Fund's functional and presentation currency is the Canadian dollar, which is the currency considered to best represent the economic effects of the Fund's underlying transactions, events and conditions taking into consideration the manner in which securities are issued and redeemed and how returns and performance by the Fund are measured.

### 5. Income taxes

The Fund qualifies as a mutual fund trust under the provisions of the Income Tax Act (Canada) and, accordingly, is subject to tax on its income including net realized capital gains in the taxation year, which is not paid or payable to its securityholders as at the end of the taxation year. The Fund maintains a December 15 year-end for tax purposes. The Fund may be subject to withholding taxes on foreign income. In general, the Fund treats withholding tax as a charge against income for tax purposes. The Fund will distribute sufficient amounts from net income for tax purposes, as required, so that the Fund will not pay income taxes other than refundable tax on capital gains, if applicable.

Losses of the Fund cannot be allocated to securityholders and are retained in the Fund for use in future years. Non-capital losses incurred may be carried forward up to 20 years to reduce taxable income and realized capital gains of future years. Net capital losses may be carried forward indefinitely to reduce future realized capital gains. Refer to Note 10 (d) for a summary of the Fund's loss carryforwards.

### 6. Management Fees and Operating Expenses

Counsel is paid a management fee for arranging for the management of the investment portfolio, providing investment analysis and recommendations, making investment decisions, making brokerage arrangements relating to the purchase and sale of the investment portfolio and making arrangements with registered dealers for the purchase and sale of securities of the Fund by securityholders.

Each series of the Fund, excluding Series O, is charged a fixed rate annual administration fee ("Administration Fee"), as applicable, and in return, Counsel bears all of the operating expenses of the Fund, other than certain specified fund costs.

Other fund costs include taxes (including, but not limited to GST/HST and income tax), interest and borrowing costs, all fees and expenses of the Counsel Funds' Independent Review Committee, costs of complying with the regulatory requirement to produce Fund Facts, fees paid to external service providers associated with tax reclaims, refunds or the preparation of foreign tax reports on behalf of the Funds, and any new fees related to external services that were not commonly charged in the Canadian mutual fund industry after the date of the Fund's most recently filed Simplified Prospectus.

Counsel may waive or absorb management fees and/or Administration Fees at its discretion and stop waiving or absorbing such fees at any time without notice. Refer to Note 10 (a) for the management fee and Administration Fee rates charged to each series of securities.

### 7. Fund's Capital

The capital of the Fund is divided into different series with each series having an unlimited number of securities. The securities outstanding for the Fund as at March 31, 2023 and 2022 and securities issued, reinvested and redeemed for the periods are presented in the Statements of Changes in Financial Position. Counsel manages the capital of the Fund in accordance with the investment objectives and strategies as discussed in Note 8 (a).

### 8. Financial Instruments Risk

#### (a) Risk exposure and management

The Fund's investment activities expose it to a variety of financial risks, as defined in IFRS 7 *Financial Instruments: Disclosures* ("IFRS 7"). The Fund's exposure to financial risks is concentrated in its investments, which are presented in the Schedule of Investments, grouped by asset type, with geographic and sector information.

The Manager seeks to minimize potential adverse effects of financial risks on the Fund's performance by employing professional, experienced portfolio advisors, by monitoring the Fund's positions and market events daily, by diversifying the investment portfolio within the constraints of the Fund's investment objectives and strategies, as disclosed in Note 10 (b), and where applicable, by using derivatives to hedge certain risk exposures. To assist in managing risks, Counsel also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy, internal guidelines, and securities regulations.

#### (b) Liquidity risk

Liquidity risk arises when the Fund encounters difficulty in meeting its financial obligations as they come due. The Fund is exposed to liquidity risk due to potential daily cash redemptions of redeemable securities. In order to monitor the liquidity of its assets, the Fund utilizes a liquidity risk management program that calculates the number of days to convert the investments held by the Fund into cash using a multi-day liquidation approach. This liquidity risk analysis assesses the Fund's liquidity against pre-determined minimum liquidity percentages, established for different time periods. In addition, the Fund has the ability to borrow up to 5% of its net assets for the purposes of funding redemptions. In order to comply with securities regulations, the Fund must maintain at least 85% of its assets in liquid investments (i.e. investments that can be readily sold).

Other investment funds managed by Counsel ("Top Funds") may invest in Series O securities offered by the Fund on a prospectus-exempt basis in accordance with the investment objectives of those funds. Series Private Wealth securities may also be issued on a prospectus-exempt basis to investors in the IPC Private Wealth program offered by IPC Securities Corporation, an affiliate of Counsel.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## NOTES TO FINANCIAL STATEMENTS

### 8. Financial Instruments Risk (cont'd)

#### (b) Liquidity risk (cont'd)

From time to time, these holdings may be rebalanced by either reducing an allocation to the Fund or eliminating such investments in the Fund entirely. In either case, depending on the size of the investment by a large investor, this could cause a significant redemption from the Fund. Meeting such a redemption may require the Fund to sell portfolio holdings. This could result in the Fund selling a particular holding before it has achieved the valuation sought by the Manager thus affecting Fund returns. This could also result in the Fund realizing capital gains on its holdings earlier than planned, which could result in capital gains distributed to investors in the Fund (which could result in income tax payable by the investor) that might not have occurred or might have occurred at a later date.

For the amounts held by and the changes thereto during the period pertaining to Series O and/or Series Private Wealth, please refer to the amounts disclosed in the Statement of Financial Position and Statement of Changes in Financial Position.

#### (c) Credit Risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment into which it has entered with the Fund. Note 10 (c) summarizes the Fund's exposure, if applicable and significant, to credit risk through fixed income instruments. Where presented, credit ratings and rating categories are based on ratings issued by a designated rating organization.

All transactions in listed securities are executed with approved brokers.

To minimize the possibility of settlement default, securities are exchanged for payment simultaneously, where market practices permit, through the facilities of a central depository and/or clearing agency where customary.

The carrying amount of investments and other assets represents the maximum credit risk exposure as at the dates of the Statements of Financial Position. The Fund may enter into securities lending transactions with counterparties and it may also be exposed to credit risk from the counterparties to the derivative instruments it may use. Credit risk associated with these transactions is considered minimal as all counterparties have an approved credit rating equivalent to a Standard & Poor's credit rating of not less than A-1 (low) on their short-term debt and of A on their long-term debt, as applicable.

#### (d) Currency risk

Currency risk is the risk that financial instruments which are denominated or exchanged in a currency other than the Canadian dollar, which is the Fund's functional currency, will fluctuate due to changes in exchange rates. Generally, foreign denominated investments increase in value when the value of the Canadian dollar (relative to foreign currencies) falls. Conversely, when the value of the Canadian dollar rises relative to foreign currencies, the values of foreign denominated investments fall.

Note 10 (c) indicates the foreign currencies, if applicable, to which the Fund had significant exposure, in Canadian dollar terms, to the Fund's net assets had the Canadian dollar strengthened or weakened by 5% relative to all foreign currencies, all other variables held constant. In practice, the actual trading results may differ and the difference could be material. Other financial assets and liabilities (including dividends and interest receivable, and receivables/payables for investments sold/purchased) that are denominated in foreign currencies do not generally expose the Fund to significant currency risk.

#### (e) Interest rate risk

Interest rate risk arises on interest-bearing financial instruments. The Fund is exposed to the risk that the value of interest-bearing financial instruments will fluctuate due to changes in the prevailing levels of market interest rates. Generally, these securities increase in value when interest rates fall and decrease in value when interest rates rise.

If significant, Note 10 (c) summarizes the Fund's bonds by remaining term to maturity and illustrates the potential impact to the Fund's net assets had prevailing interest rates increased or decreased by 1%, assuming a parallel shift in the yield curve, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

Cash and cash equivalents are short term in nature and are not generally subject to significant amounts of interest rate risk.

#### (f) Other price risk

Other price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All investments present a risk of loss of capital. This risk is managed through a careful selection of investments and other financial instruments within the parameters of the investment strategy.

Other price risk typically arises from exposure to equity securities. Note 10 (c) illustrates the potential increase or decrease in the Fund's net assets had the prices on the respective exchanges for these securities increased or decreased by 10%, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

ANNUAL AUDITED FINANCIAL STATEMENTS | March 31, 2023

## NOTES TO FINANCIAL STATEMENTS

### 9. Foreign currency abbreviations

Currency Code	Description	Currency Code	Description	Currency Code	Description
AUD	Australian dollars	HUG	Hungarian forint	PKR	Pakistani rupee
AED	United Arab Emirates Dirham	IDR	Indonesian rupiah	PLN	Polish zloty
BRL	Brazilian real	ILS	Israeli shekel	QAR	Qatar Rial
CAD	Canadian dollars	INR	Indian rupee	RON	Romanian leu
CHF	Swiss franc	JPY	Japanese yen	RUB	Russian ruble
CLP	Chilean peso	KOR	South Korean won	SAR	Saudi riyal
CNY	Chinese yuan	MXN	Mexican peso	SEK	Swedish krona
CZK	Czech koruna	MYR	Malaysian ringgit	SGD	Singapore dollars
DKK	Danish krone	NGN	Nigerian naira	THB	Thailand baht
EGP	Egyptian pound	NOK	Norwegian krona	TRL	Turkish lira
EUR	Euro	NTD	New Taiwan dollar	USD	United States dollars
GBP	United Kingdom pounds	NXD	New Zealand dollars	VND	Vietnamese dong
GHS	Ghana Cedi	PEN	Peruvian nuevo sol	ZAR	South African rand
HKD	Hong Kong dollars	PHP	Philippine peso	ZMW	Zambian kwacha



# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## NOTES TO FINANCIAL STATEMENTS

### 10. Fund Specific Information (in '000, except for (a))

#### (a) Fund Formation and Series Information

Series	Inception/ Reinstatement Date	Minimum Investment (\$)	Management fee (%)	Administration fee (%) <sup>3</sup>
Series O <sup>1</sup>	October 29, 2019	–	–	–
Series Private Wealth <sup>2</sup>	October 29, 2019	–	–	0.15

<sup>1</sup> There are no management or administration fees for this series since these securities are designed to facilitate fund-of-fund investing where duplication of management fees is prohibited.

<sup>2</sup> There are no management fees for Series Private Wealth. An investor must enter into an agreement to participate in a discretionary managed program offered by IPC Securities Corporation and agree to pay certain asset-based fees.

<sup>3</sup> Counsel may, at its discretion, waive or lower the administration fee payable by investors.

#### (b) Investment Objectives and Strategies

The Fund seeks to achieve long-term capital growth by primarily investing, either directly or indirectly, in a portfolio of international equities by seeking to track a factor-based index. Currently, the Fund tracks the SciBeta Developed ex USA ex Canada CPS Core-ESG High-Factor-Intensity Diversified Multi-Beta Multi-Strategy 6-Factor 4-Strategy EW Index which seeks to enhance returns, reduce volatility and improve diversification when compared to a market capitalization weighted index. The Fund is only available on a prospectus-exempt basis.

#### (c) Risks Associated with Financial Instruments

##### i. Currency Risk

The tables below summarize the Fund's exposure to currency risk.

March 31, 2023								
Currency	Investments (\$)	Cash and Cash Equivalents (\$)	Derivative Instruments (\$)	Net Exposure (\$)	Impact on net assets			
					Strengthened by 5%		Weakened by 5%	
					(\$)	%	(\$)	%
EUR	57,517	21	–	57,538				
JPY	41,278	(10)	–	41,268				
GBP	25,508	(1)	(3,114)	22,393				
CHF	14,351	(1)	–	14,350				
AUD	9,763	13	–	9,776				
HKD	5,137	–	–	5,137				
SGD	4,605	5	–	4,610				
SEK	4,044	–	–	4,044				
DKK	3,416	55	–	3,471				
NOK	3,167	–	–	3,167				
ILS	2,638	12	–	2,650				
NZD	1,563	–	–	1,563				
USD	464	–	–	464				
Total	173,451	94	(3,114)	170,431				
% of Net Assets				96.9				
Total currency rate sensitivity on direct holdings					(8,522)	(4.8)	8,522	4.8
Currency rate sensitivity arising from ETFs					(58)	(0.1)	58	0.1
Total sensitivity to currency rate changes					(8,580)	(4.9)	8,580	4.9

# IPC MULTI-FACTOR INTERNATIONAL EQUITY

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## NOTES TO FINANCIAL STATEMENTS

### 10. Fund Specific Information (in '000, except for (a)) (cont'd)

Currency	March 31, 2022				Impact on net assets			
	Investments (\$)	Cash and Cash Equivalents (\$)	Derivative Instruments (\$)	Net Exposure (\$)	Strengthened by 5%		Weakened by 5%	
					(\$)	%	(\$)	%
EUR	66,880	(1)	(14,740)	52,139				
JPY	51,453	6	–	51,459				
GBP	28,971	(5)	–	28,966				
CHF	18,192	–	–	18,192				
AUD	12,715	13	–	12,728				
Other	9,448	7	–	9,455				
HKD	7,381	–	–	7,381				
SEK	6,587	4	–	6,591				
SGD	4,726	2	–	4,728				
DKK	4,197	1	–	4,198				
Total	210,550	27	(14,740)	195,837				
% of Net Assets				90.7				
Total currency rate sensitivity on direct holdings					(9,792)	(4.5)	9,792	4.5
Currency rate sensitivity arising from ETFs					(162)	(0.1)	162	0.1
Total sensitivity to currency rate changes					(9,954)	(4.6)	9,954	4.6

The Fund follows a dynamic hedging strategy where it targets a hedge against foreign currencies, based on Counsel's expectation of future exchange rates at that time. As of March 31, 2023, the Fund had a target hedge of 0.0% (March 31, 2022 – 25.0%) against the EUR and a target hedge of 12.5% (March 31, 2022 – 0.0%) against the GBP.

#### ii. Other Price Risk

Impact on net assets	Increased by 10%		Decreased by 10%	
	(\$)	(%)	(\$)	(%)
March 31, 2023	17,462	9.9	(17,462)	(9.9)
March 31, 2022	21,375	9.9	(21,375)	(9.9)

#### iii. Credit Risk

As at March 31, 2023 and 2022, the Fund did not have a significant exposure to credit risk related to fixed income investments.

#### (d) Loss Carryforwards

Non-Capital Losses carryforward (\$)	Net Capital Losses carryforward (\$)
–	3,507

#### (e) Fair Value Classification

The table below summarizes the fair value of the Fund's financial instruments using the fair value hierarchy described in note 3.

	March 31, 2023				March 31, 2022			
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Total (\$)	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Total (\$)
Fixed income	–	–	–	–	–	–	–	–
Exchange Traded Funds	1,165	–	–	1,165	3,196	–	–	3,196
Equities	431	173,020	–	173,451	27,151	183,400	–	210,551
Cash equivalents	–	–	–	–	–	–	–	–
Derivative assets	–	20	–	20	–	677	–	677
Derivative liabilities	–	–	–	–	–	–	–	–
Total	1,596	173,040	–	174,636	30,347	184,077	–	214,424

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## NOTES TO FINANCIAL STATEMENTS

### 10. Fund Specific Information (in '000, except for (a)) (cont'd)

In accordance with the Fund's valuation policy, the Fund applies fair value adjustment factors to the quoted market prices for non-North American equities when North American intraday stock market movements exceed predetermined tolerances. The adjustment factors are applied in order to estimate the impact on fair values of events occurring between the close of the non-North American stock markets and the close of business for the Fund. Consequently, during the year, non-North American equities frequently transferred between Level 1 (unadjusted quoted market prices) and Level 2 (adjusted market prices). As of March 31, 2023, these securities were classified as Level 2 (2022 – Level 2). Other than as described above, there were no significant transfers between Level 1 and Level 2.

#### (f) Commissions

	(\$)
March 31, 2023	56
March 31, 2022	4

#### (g) Investments in related parties

Counsel is an indirect subsidiary of IGM Financial Inc., a subsidiary of Power Financial Corporation, which itself is a subsidiary of Power Corporation of Canada. Investments in companies affiliated with the Power Group of companies held by the Fund are identified in the Schedule of Investments.

#### (h) Securities Lending

	March 31, 2023	March 31, 2022
	(\$)	(\$)
Value of securities loaned	5,163	1,774
Value of collateral received	5,544	1,922

	March 31, 2023		March 31, 2022	
	(\$)	(%)	(\$)	(%)
Gross securities lending income	46	100.0	34	100.0
Tax withheld	–	–	–	–
	46	100.0	34	100.0
Payments to Securities Lending Agent	(8)	(17.4)	(7)	(20.6)
Securities lending income	38	82.6	27	79.4

#### (i) Offsetting of Financial Assets and Liabilities

The tables below present financial assets and financial liabilities that are subject to master netting arrangements or other similar agreements and the net impact on the Fund's Statements of Financial Position if all set-off rights were exercised as part of future events such as bankruptcy or termination of contracts. No amounts were offset in the financial statements.

	March 31, 2023			
	Gross amount of assets/liabilities (\$)	Amount available for offset (\$)	Margin (\$)	Net amount (\$)
Unrealized gains on derivative contracts	20	–	–	20
Unrealized losses on derivative contracts	–	–	–	–
Total	20	–	–	20

	March 31, 2022			
	Gross amount of assets/liabilities (\$)	Amount available for offset (\$)	Margin (\$)	Net amount (\$)
Unrealized gains on derivative contracts	677	–	–	677
Unrealized losses on derivative contracts	–	–	–	–
Total	677	–	–	677