

COUNSEL | PORTFOLIO SERVICES

Counsel Global Fixed Income

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

For the year ended March 31, 2021

Fund Manager

Counsel Portfolio Services Inc.

Sub-advisor

Franklin Advisers, Inc.

This Annual Management Report of Fund Performance contains financial highlights but does not contain either the annual or interim financial statements of the investment fund. You may obtain a copy of the financial statements, at no cost, by calling toll-free at 1-877-216-4979, by writing to us at Counsel Portfolio Services Inc, 5015 Spectrum Way, Suite 300, Mississauga, Ontario, L4W 0E4, by visiting our website at www.counsel-services.com or by visiting the SEDAR website at www.sedar.com.

Securityholders may also contact us using one of these methods to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure. For more information, please refer to the Fund's Simplified Prospectus and Annual Information Form, which may also be obtained, at no cost, using any of the methods outlined above.

For the Fund's current net asset values per security and for more recent information on general market events, please visit our website listed above.

CAUTION ON FORWARD-LOOKING STATEMENTS

This report may contain forward-looking statements which reflect our current expectations or forecasts of future events. Forward-looking statements include statements that are predictive in nature, depend upon or refer to future events or conditions, or include words such as: "expects", "anticipates", "intends", "plans", "believes", "estimates", "preliminary", "typical" and other similar expressions. In addition, these statements may relate to future corporate actions, future financial performance of a fund or a security and their future investment strategies and prospects. Forward-looking statements are inherently subject to, among other things, risks, uncertainties and assumptions which could cause actual events, results, performance or prospects to differ materially from those expressed in, or implied by, these forward-looking statements. These risks, uncertainties and assumptions include, without limitation, general economic, political and market factors in North America and internationally, interest and foreign exchange rates, the volatility of global equity and capital markets, business competition, technological change, changes in securities legislation, changes in government regulations, changes in tax law, unexpected judicial or regulatory proceedings, catastrophic events, outbreaks of disease or pandemics (such as COVID-19), and the ability of Counsel Portfolio Services Inc. to attract or retain key employees. The foregoing list of important risks, uncertainties and assumptions is not exhaustive. Please consider these and other factors carefully and do not place undue reliance on forward-looking statements.

The forward-looking information contained in this report is current only as of the date of this report. There should not be an expectation that such information will in all circumstances be updated, supplemented or revised whether as a result of new information, changing circumstances, future events or otherwise.

Management Discussion of Fund Performance

June 8, 2021

This Management Discussion of Fund Performance presents the views of Counsel Portfolio Services Inc. (“Counsel”) on the significant factors and developments during the year ended March 31, 2021 that have affected the Fund’s performance and outlook. For information on the Fund’s longer-term performance, please refer to the *Past Performance* section of the report.

In addition, net asset value (NAV) refers to the value of the Fund or a series, as calculated for transaction purposes, on which the discussion of Fund performance is based.

Investment Objective and Strategies

The Fund seeks to achieve a high level of current income with the potential for capital appreciation. The Fund invests, either directly or through other investment funds, primarily in fixed-income securities and preferred shares issued around the world. The Fund also uses forward currency contracts to gain desired exposures to a variety of foreign currencies.

Risk

The risks of investing in the Fund remains as discussed in the Fund’s initial Simplified Prospectus. The Fund is suitable for investors who: seek global fixed income investments to hold as part of their portfolio; want a medium-term investment; can handle the volatility of bond markets; and have a low to medium tolerance for risk. The Fund is only available on a prospectus-exempt basis.

Results of Operations

Investment Performance

The performance of the Fund’s Series A securities is discussed below. The performance of all other series offered by the Fund is shown in the *Past Performance* section of this report. Where series returns differ, it is primarily because different levels of fees and expenses were charged to each series, or because securities of a series were not issued and outstanding for the entire reporting period. Please refer to the *Series Information* section of this report for the varying management and administration fees payable by series.

During the year, the Fund’s Series Private Wealth securities returned –7.78% (after deducting fees and expenses). This compares with a –5.85% return of the JP Morgan Global Aggregate Bond Index (the “Index”). All index and series returns are calculated on a total return basis in Canadian dollar

terms. Investors cannot invest in an index without incurring fees, expenses and commissions, none of which are reflected in the index returns.

After the COVID-19 pandemic plunged the world into a severe recession early in the period, accommodative monetary policies across Group of Ten (“G10”) countries and fiscal relief supported economic recovery. Corporate bonds appreciated while government bonds depreciated, as interest rates rose and inflation expectations increased.

The Fund underperformed the Index primarily due to currency positioning. The Fund’s underweight position in the Euro, overweight position to Japanese Yen, along with currency exposures in Latin America (Argentine peso) detracted from performance. The Fund’s underweight duration exposure in the U.S. and overweight duration exposures in Latin America, including Argentina, contributed to relative results. Among currencies, positions in northern European currencies (Norwegian krone and Swedish krona) contributed to relative performance.

Net Assets

The Fund’s NAV declined by \$55.4 million, or 54.8%, to \$45.8 million as at March 31, 2021, from \$101.2 million at March 31, 2020. Of this decrease, \$50.9 million was attributable to net redemptions and \$4.5 million to investment performance (after deducting fees and expenses). Net redemptions were primarily by institutional investors as discussed under the *Other Related Party Transactions* section of this report.

Fees and Expenses

The Management Expense Ratio (“MER”) for Series Private Wealth of 0.17%, during the year ended March 31, 2021, was unchanged from the year ended March 31, 2020. Please note that no management fees are charged to Series Private Wealth; see the *Series Information* section of this report for further details. The MERs for all series (before and after waivers or absorptions, if any) are presented in the *Financial Highlights* section of this report.

Recent Developments

Governments worldwide have enacted various measures in seeking to combat the spread of the COVID-19 virus. These measures have led to significant volatility in equity markets and material disruption to businesses globally, resulting in an economic slowdown.

Ongoing uncertainty regarding the duration and long-term impact of the pandemic and the implementation of vaccination programs, as well as the efficacy of government and central bank monetary and fiscal interventions, may continue to affect the Fund’s performance in future periods.

Global inflation is forecast to rise slightly in 2021, in part due to emerging supply-side constraints. Despite any short-term changes, Counsel believes that, over the longer term, inflation will remain close to the 2% rate targeted by central banks and we expect monetary authorities overall to maintain liquid conditions in support of the global recovery.

However, key risks to the recovery include the possibility of an extended lockdown due to vaccine rollout delays and new virus variants, and tighter financial conditions if bond yields rise sharply. We believe that global fixed income securities remain an attractive diversification tool in creating a resilient portfolio for various future economic scenarios.

Effective February 24, 2021, Martin Taylor retired as a member of the Counsel Funds’ Independent Review Committee.

Related Party Transactions

Management and Administration Services

For Series Private Wealth, the Fund paid administration fees to Counsel at the annual rates specified under *Series Information* in this report and as more fully described in the Simplified Prospectus. In return for the administration fees, Counsel pays all costs and expenses (other than certain specified fund costs) required to operate the Fund. No management fees are paid by the Fund.

Other Related Party Transactions

Other investment funds managed by Counsel (“Top Funds”) 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 are issued on a prospectus-exempt basis to investors in discretionary managed account programs offered by IPC Securities Corporation, an affiliate of Counsel. As a result of these investments, the Fund is subject to large transaction risk as discussed in the Counsel Funds’ Simplified Prospectus. Counsel manages this risk to reduce the possibility of any adverse effect on the Fund or on its investors, through such processes as requiring advance notice of large redemptions. At March 31, 2021, Top Funds owned 24.4% of the Fund’s NAV and Series Private Wealth investors owned 75.6% of the Fund’s NAV. During the year, these large investors made significant redemptions from the Fund. As of March 31, 2021, Counsel had not received notice of any additional large redemptions. All related party transactions are based on the NAV per security on each transaction day.

The Fund did not rely on an approval, positive recommendation, or standing instruction from the Counsel Funds’ Independent Review Committee (“IRC”) with respect to any related party transactions.

Past Performance

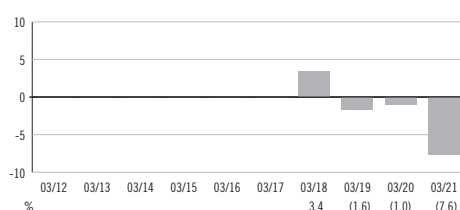
The indicated rates of return are the historical annual compound total returns, including changes in NAV per security and assuming reinvestment of all distributions. They do not take into account sales, redemption, distribution or optional sales charges, management fees directly payable by investors or income taxes payable by any investor that would have reduced returns. Returns for each series primarily differ because fees and expenses vary for each series. Please refer to *Series Information* for further information. The past performance of the Fund is not necessarily an indication of how it will perform in the future.

If you hold this Fund outside of a registered plan, income and capital gains distributions paid to you increase your income for tax purposes, whether paid in cash or reinvested in additional securities. The amount of reinvested taxable distributions is added to the adjusted cost base of the securities that you own. This would decrease your capital gain or increase your capital loss when you later redeem from the Fund, thereby ensuring that you are not taxed on this amount again. Please consult your tax advisor regarding your personal tax situation.

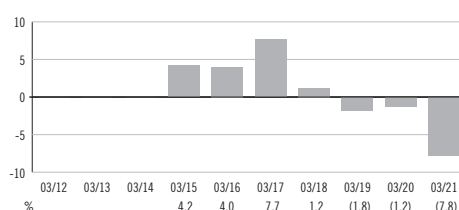
Year-by-Year Returns

The bar chart shows how much an investment made on the first day of each financial year would have increased or decreased by the end of the respective periods. For the first year of a series, the percentage shown will be the actual return of the series from its inception date, which can be found under *Series Information*. The chart illustrates how the Fund's performance has changed over time.

SERIES O



SERIES PRIVATE WEALTH



Annual Compound Returns

The Annual Compound Return table shows the annual compound total return for each series of the Fund for the periods shown ended March 31, 2021. The annual compound total return is also compared to the Fund's benchmark(s)¹ calculated on the same compound basis.

(%)	1 yr	3 yrs	5 yrs	10 yrs	Since inception ²
Series O	(7.62)	(3.46)	n/a	n/a	(2.34)
Series Private Wealth	(7.78)	(3.62)	(0.49)	n/a	0.82
JP Morgan Global Aggregate Bond Index	(5.85)	1.55	1.63	n/a	3.54

¹ The JP Morgan Global Aggregate Bond Index consists of U.S. dollar denominated, investment-grade bonds from developed and emerging markets. It is constructed from over 5,500 instruments issued from a broad range of countries.

² The returns of the JP Morgan Global Aggregate Bond Index since inception for each applicable series are Series O 2.65 and Series Private Wealth 3.54.

Summary of Investment Portfolio

as at March 31, 2021

The holdings of the Fund as at the end of the period and the major asset classes in which the Fund was invested are indicated below. The investments and percentages may have changed by the time you purchase securities of this Fund. The top 25 holdings of the Fund are made available quarterly, 60 days after quarter-end, except for March 31, which is the fiscal year-end for the Fund, when they are available after 90 days. Please see the front page for information about how they can be obtained.

Summary of Top 25 Holdings

	% of net asset value
Cash and cash equivalents	45.6
Government of Korea 1.38% 12-10-2029	9.5
Government of Japan Treasury Bill 0% 08-10-2021	4.9
Government of Indonesia 7.00% 05-15-2022	4.8
Government of Mexico 6.50% 06-09-2022	4.3
Government of Norway 2.00% 05-24-2023	3.1
Government of Norway 3.00% 03-14-2024	3.0
Government of Indonesia 6.50% 06-15-2025	2.6
Argentine Treasury Boncer 1.20% 03-18-2022	2.3
Mexican Bonos 8.00% 12-07-2023	2.2
Government of Colombia 7.00% 05-04-2022	2.1
Government of Japan Treasury Bill 0% 08-25-2021	1.9
Government of Indonesia 5.50% 04-15-2026	1.7
Argentine Treasury Boncer 1.40% 03-25-2023	1.6
Norwegian Government 3.75% 05-25-2021	1.6
Government of Mexico 6.50% 06-10-2021	1.5
Argentine Treasury Boncer 1.50% 03-25-2024	1.5
Government of Ghana 17.60% 02-20-2023	1.3
Government of Colombia 10.00% 07-24-2024	1.2
Government of Norway 1.75% 03-13-2025 Series 477	1.0
Government of Norway 1.50% 02-19-2026	0.7
Government of Mexico 7.25% 12-09-2021	0.6
Government of Ghana 17.60% 11-28-2022 Series 5YR	0.5
Government of Argentina 1.10% 04-17-2021	0.4
Government of Ghana 18.25% 07-25-2022 Series 5Y	0.2
	100.1

Summary of Composition of the Portfolio

	% of net asset value
BY ASSET TYPE	
Government Bonds	55.8
Cash and cash equivalents	45.6
Other	(1.4)
Total	100.0
REGIONAL ALLOCATION	
Latin America	18.8
Pacific ex Japan	18.7
Europe ex U.K.	9.3
Japan	6.8
Middle East and Africa	2.4
Canada	(1.6)
Cash and cash equivalents	45.6
	100.0
FIXED INCOME BY CREDIT RATING	
AAA	15.8
AA	9.6
A	0.1
BBB	21.2
less than BBB	9.1
	55.8
CURRENCY EXPOSURE	
Japanese yen	32.2
South Korean won	9.5
Norwegian krona	9.5
Indonesian rupiah	9.2
Swedish krona	8.0
United States dollars	7.1
Argentina peso	6.8
Indian rupee	6.6
Chinese yuan	5.9
Colombian peso	3.3
Ghana cedi	2.5
Mexican peso	0.3
Swiss franc	0.1
Canadian dollar	(1.1)
	100.0

Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for each of the fiscal periods presented below. If during the period a fund or series was established or reinstated, "period" represents the period from inception to the end of that fiscal period.

Series inception dates can be found under *Series Information*.

Net Assets per Security¹

Series O (in \$)	12 mo Mar. 31 2021	12 mo Mar. 31 2020	12 mo Mar. 31 2019	12 mo Mar. 31 2018	12 mo Mar. 31 2017
Net assets, beginning of period	9.31	9.73	10.26	10.00	n/a
Increase (decrease) from operations:					
Total revenue	0.18	0.04	0.35	0.07	n/a
Total expenses	–	–	–	–	n/a
Realized gains (losses) for the period	(0.71)	(0.09)	(0.08)	(0.01)	n/a
Unrealized gains (losses) for the period	–	(0.03)	(0.44)	0.28	n/a
² Total increase (decrease) from operations	(0.53)	(0.08)	(0.17)	0.34	n/a
Distributions:					
From income (excluding Canadian dividends)	(0.04)	(0.32)	(0.36)	(0.08)	n/a
From Canadian dividends	–	–	–	–	n/a
From capital gains	–	–	–	–	n/a
Return of capital	–	–	–	–	n/a
³ Total annual distributions	(0.04)	(0.32)	(0.36)	(0.08)	n/a
Net assets at period end	8.56	9.31	9.73	10.26	n/a

Series Private Wealth (in \$)	12 mo Mar. 31 2021	12 mo Mar. 31 2020	12 mo Mar. 31 2019	12 mo Mar. 31 2018	12 mo Mar. 31 2017
Net assets, beginning of period	8.88	9.28	9.78	9.92	9.73
Increase (decrease) from operations:					
Total revenue	0.18	0.03	0.33	0.27	0.34
Total expenses	(0.02)	(0.02)	(0.02)	(0.02)	(0.02)
Realized gains (losses) for the period	(0.75)	(0.09)	(0.08)	(0.05)	0.16
Unrealized gains (losses) for the period	–	(0.03)	(0.42)	(0.10)	0.24
² Total increase (decrease) from operations	(0.59)	(0.11)	(0.19)	0.10	0.72
Distributions:					
From income (excluding Canadian dividends)	(0.03)	(0.29)	(0.33)	(0.20)	(0.48)
From Canadian dividends	–	–	–	(0.05)	(0.02)
From capital gains	–	–	–	–	(0.02)
Return of capital	–	–	–	–	–
³ Total annual distributions	(0.03)	(0.29)	(0.33)	(0.25)	(0.52)
Net assets at period end	8.16	8.88	9.28	9.78	9.92

¹ These calculations are prescribed by securities regulations and are not intended to be a reconciliation between opening and closing net assets per security. The information presented is derived from the Fund's financial statements prepared in accordance with IFRS. The net assets presented here in this table and in the financial statements may differ from the NAV; an explanation of these differences can be found in Note 2 of the Fund's Financial Statements.

² NAV and distributions per security figures are based on the actual number of securities outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of securities outstanding over the financial period.

³ Distributions were paid in cash, reinvested in additional securities of the Fund, or both.

Ratios and Supplemental Data

Series O (in \$)	12 mo	12 mo	12 mo	12 mo	12 mo
	Mar. 31 2021	Mar. 31 2020	Mar. 31 2019	Mar. 31 2018	Mar. 31 2017
¹ Total net asset value (\$000's)	11,179	34,905	46,079	61,796	n/a
¹ Securities Outstanding (000's)	1,306	3,749	4,736	6,024	n/a
² Management expense ratio (%)	–	–	–	–	n/a
² Management expense ratio before waivers or absorptions (%)	–	–	–	–	n/a
³ Trading expense ratio (%)	–	–	–	–	n/a
⁴ Portfolio turnover rate (%)	24.42	–	48.91	117.02	n/a

Series Private Wealth (in \$)	12 mo	12 mo	12 mo	12 mo	12 mo
	Mar. 31 2021	Mar. 31 2020	Mar. 31 2019	Mar. 31 2018	Mar. 31 2017
¹ Total net asset value (\$000's)	34,607	66,325	76,584	89,003	79,277
¹ Securities Outstanding (000's)	4,240	7,470	8,253	9,095	7,988
² Management expense ratio (%)	0.17	0.17	0.17	0.17	0.17
² Management expense ratio before waivers or absorptions (%)	0.17	0.17	0.17	0.17	0.17
³ Trading expense ratio (%)	–	–	–	–	–
⁴ Portfolio turnover rate (%)	24.42	–	48.91	117.02	9.68

¹ This information is provided as at the end of the fiscal period shown.

² MER and MER before waivers or absorptions ("Gross MER") are based on total expenses (excluding commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of average daily NAV during the period. In the period a series is established, the MERs and Gross MERs are annualized from the date of inception to the end of the period. MER and Gross MER may be impacted by decreases and/or increases in management fees and/or administration fees as discussed under Series Information. Where the Fund invests in securities of an Underlying Fund, the MERs and Gross MERs presented for the Fund include the portion of MERs of the Underlying Fund(s) attributable to this investment.

³ The trading expense ratio ("TER") represents total commissions and other portfolio transaction costs incurred as an annualized percentage of the daily average NAV during the period. Where the Fund invests in securities of an Underlying Fund, the TERs presented for the Fund include the portion of TERs of its Underlying Fund(s) attributable to this investment.

⁴ The portfolio turnover rate ("PTR") indicates how actively the portfolio advisor manages the investments. A PTR of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher PTR in a period, the greater the trading costs payable by the Fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high PTR and the performance of the Fund. Costs incurred to realign the Fund's portfolio after a fund merger, if any, are excluded from the PTR.

Series Information

The Fund may issue an unlimited number of securities for each series. The number of issued and outstanding securities of each series is disclosed in *Financial Highlights*. A 10-year history of the major changes affecting the Fund can be found in the Fund's Annual Information Form, available at www.counsellservices.com.

	Date of Inception	Minimum Investment (\$)	Management Fee (%)	Administration Fee ³ (%)
Series O ¹	January 17, 2018	–	–	–
Series Private Wealth ²	May 23, 2014	–	–	0.15

¹ 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.

² 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.

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

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