

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

---

## *Interim Management Report of Fund Performance*

*For the Period Ended September 30, 2022*

### Fund Manager

Counsel Portfolio Services Inc.

### Sub-advisor

Irish Life Investment Managers Limited

*This Interim Management Report of Fund Performance contains financial highlights but does not contain either the annual or interim financial statements of the investment fund. If you have not received a copy of the financial statements with this report, you may obtain a copy 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.counselervices.com](http://www.counselervices.com) or by visiting the SEDAR website at [www.sedar.com](http://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.*

*Every effort has been made to ensure that the information contained in this report is accurate as of September 30, 2022; however, the Fund cannot guarantee the accuracy or the completeness of this material. Please refer to the Fund's Simplified Prospectus and audited annual financial statements for more information.*

### **A NOTE 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.*

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## Management Discussion of Fund Performance

November 11, 2022

This Management Discussion of Fund Performance presents the views of Counsel Portfolio Services Inc. (“Counsel”) on the significant factors and developments during the period ended September 30, 2022 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.

## 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 six-month period, the Fund’s Series A securities returned –9.70% (after deducting fees and expenses). This compares with a –10.19% return of a Blended Benchmark comprised of 40% FTSE Canada Bond Universe Index (returned –5.17%), and 60% MSCI World Index (returned –13.50%) (the “Blended Benchmark”). 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.

Equities fell over the period, driven by rising interest rates and volatile commodity prices, while moderating economic indicators and expectations of higher interest rates put downward pressure on global equity markets. Volatility remained heightened across most Group of Ten (“G10”) fixed income markets. Both the U.S. Federal Reserve and the Bank of Canada increased their policy rates by 275 basis points, ending the period at 3.25%, while the European Central Bank raised its key policy rate by 75 basis points. This negatively impacted global fixed income markets. Within the MSCI World (Net) Index, Portugal, Finland, and Hong Kong were the strongest-performing markets, while Austria, Germany, and Sweden were the weakest. The Energy, Consumer Staples and Healthcare sectors were the strongest performers, while Communication Services, Information Technology and Materials were the weakest.

The Fund outperformed the broad-based MSCI World Index. The broad-based index is comprised of global equities and has no exposure to fixed income securities, whereas the Fund invests in both equity and fixed-income securities. Given the Fund’s composition, the Blended Benchmark provides a more meaningful comparison for relative performance.

The Fund outperformed the Blended Benchmark primarily due to the underlying performance of the global equity strategies. The investment in Counsel Defensive Global Equity outperformed due to a reduced equity and increase cash allocations as equity markets trended downwards. Similarly, the investment in Counsel Global Low Volatility Equity benefitted from holdings that, as designed, have lower volatility than broader equity markets and thereby declined less during the period.

During the period, the U.S. Dollar (“USD”) appreciated 10.59% against the Canadian dollar (“CAD”) contributing to the Fund’s performance as it was generally unhedged against the USD. The Euro (“EUR”), British Pound (“GBP”), and the Japanese Yen (“JPY”) depreciated 2.03%, 9.56% and 7.04% respectively against the CAD

detracting from the Fund’s performance. Target hedges against the USD and EUR of 25% and 12.5%, in place in early April 2022 and late September respectively, served to slightly offset the above impact versus the Blended Benchmark.

### Net Assets

The Fund’s NAV declined by \$51.8 million, or 18.1%, to \$233.8 million as at September 30, 2022, from \$285.6 million at March 31, 2022. Of this decrease, \$26.8 million was attributable to net redemptions and \$25.0 million to investment performance (after deducting fees and expenses).

### Fees and Expenses

The annualized management expense ratios (“MER”) for Series A, F, and Private Wealth I during the period ended September 30, 2022, were lower than the MER for the year ended March 31, 2022. Total expenses paid may also vary from period to period mainly as a result of changes in average assets in each series. The MERs decreased due to management fee reductions as noted in the *Series Information* section of the report. 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

Counsel believes the risk of a hard-landing recession increased as major central banks raised interest rates to control inflation. Historically, an inverted government yield curve (with short-term yields higher than long-term yields) has been a reliable predictor of a recession in the next 12 to 18 months as late in the period, yield curves in the U.S., Canada and the U.K. became more inverted. An externally driven energy crisis and high inflation have also increased recession risk in Europe, in the portfolio management team’s opinion. Though inflation appears to have peaked in many economies, in the short-to-medium term the team expects high and persistent inflation to pressure interest rates higher. In the near term, the CBOE Volatility Index (the “VIX”) is significantly elevated, suggesting that larger-than-usual equity declines are statistically possible. The team believes increased volatility reflects worries that the cumulative impact of central bank tightening will slow global economic growth, lower earnings, and weigh on equity valuations.

The Fund is slightly overweight fixed income relative to its neutral weighting. Within the fixed income allocation, the Fund is overweight high yield bonds relative to its neutral weighting. Counsel Defensive Global Equity continues to hold elevated cash positions. Counsel continues to maintain its period-end 12.5% hedge against the EUR. Effective October 21, 2022, Counsel removed the Fund’s period-end 12.5% hedge against the USD. Currency hedging is dynamic and may vary between 0-100% at our discretion based on our assessment of currency market conditions.

Effective November 2022, the Fund moved from annual to monthly distribution of income.

### Related Party Transactions

#### Management and Administration Services

For each applicable series, the Fund paid management fees and 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. See also *Management Fees*.

#### Other Related Party Transactions

During the period, the Fund relied on standing instructions from the Independent Review Committee (“IRC”) with regards to asset re-allocations.

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## Management Fees

The management fee for each applicable series is calculated and accrued daily as a percentage of its NAV. The Fund's management fees were used by the Manager to pay for: costs of managing the investment portfolio; providing investment analysis and recommendations; making investment decisions; the purchase and sale of the investment portfolio; and providing other services. The Manager also used the management fees to fund trailing commissions and other compensation (collectively, "Distribution Related Payments") paid to registered dealers and brokers whose clients invest in the Fund.

The following dealers affiliated with Counsel may be entitled to Distribution Related Payments from Counsel on the same basis as unrelated registered brokers and dealers: IPC Securities Corporation, Investors Group Securities Inc., IPC Investment Corporation and Investors Group Financial Services Inc.

Counsel used approximately 41% of the total management fee revenues received from all Counsel funds to fund Distribution Related Payments to registered dealers and brokers. In comparison, such Distribution Related Payments for the Fund represented 28% of the management fees paid. This amount is an average percentage of the management fees paid by all series. The actual percentage for each series may be higher or lower than the average depending on the level of trailing commissions paid for that series. The lower proportion of Distribution Related Payments is primarily attributable to the higher proportion of retail investors in series which do not pay a trailer fee compared to other Counsel Funds.

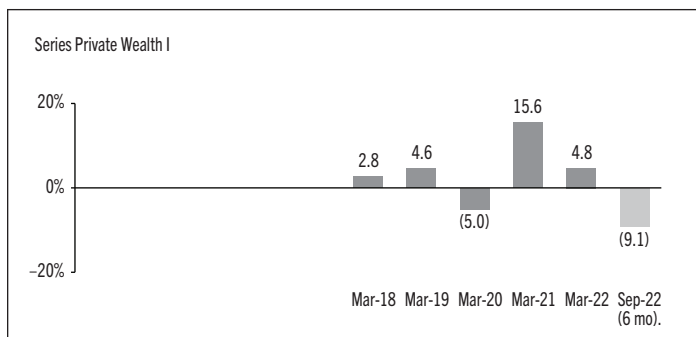
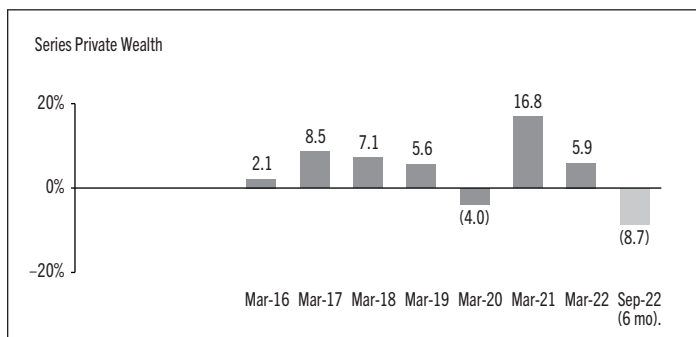
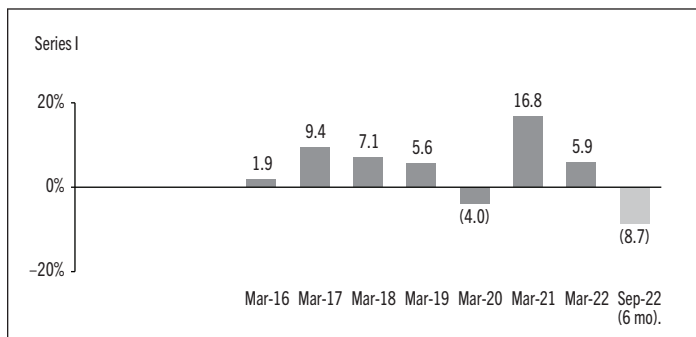
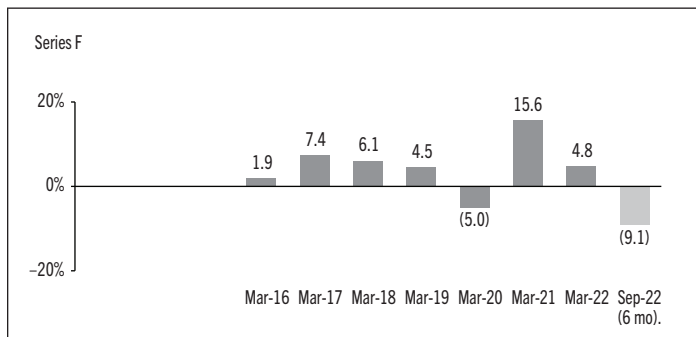
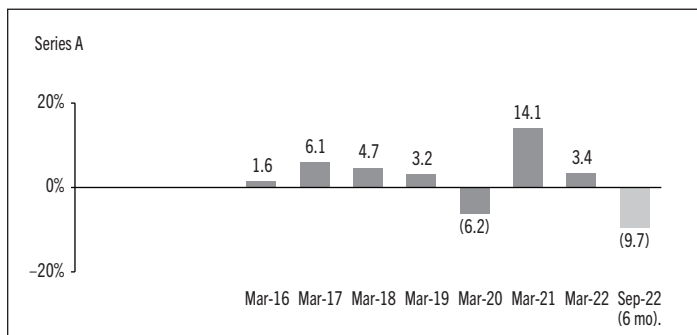
## Past Performance

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 charts show 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 charts illustrate how the Fund's performance has changed over time.



# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## Summary of Investment Portfolio

at September 30, 2022

The largest holdings of the Fund (up to 25) 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 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.

The effective allocation shows the regional, sector and currency exposure of the Fund calculated by including the Fund's proportionate share of its holdings in Underlying Funds and index participation securities. The Simplified Prospectus and other information about each of the Underlying Funds are available on the SEDAR website at [www.sedar.com](http://www.sedar.com).

| <b>Summary of Holdings</b>                      | <b>% OF NAV</b> |
|---|-----------------|
| Counsel Defensive Global Equity Series O        | 39.0            |
| Counsel Canadian Core Fixed Income Series O     | 20.3            |
| Counsel Global Low Volatility Equity Series O   | 16.7            |
| Counsel Global Real Estate Series O             | 6.5             |
| Counsel North American High Yield Bond Series O | 6.3             |
| Counsel Short Term Bond Series O                | 6.2             |
| iShares International Treasury Bond ETF         | 2.1             |
| iShares J.P. Morgan EM Local Currency Bond ETF  | 1.7             |
| iShares U.S. Treasury Bond ETF                  | 1.3             |
|   | <b>100.1</b>    |

## Summary of Composition of the Portfolio

| <b>BY ASSET TYPE</b>             | <b>% OF NAV</b> |
|----------------------------------|-----------------|
| International Equity Funds       | 55.7            |
| Canadian Fixed Income Funds      | 26.5            |
| Global Real Estate               | 6.5             |
| International Fixed Income Funds | 6.3             |
| Exchange Traded Funds            | 5.1             |
| Other                            | (0.1)           |
| <b>Total</b>                     | <b>100.0</b>    |

| <b>EFFECTIVE SECTOR ALLOCATION</b> | <b>% OF NAV</b> |
|------------------------------------|-----------------|
| Government Bonds                   | 19.0            |
| Corporate Bonds                    | 17.5            |
| Information technology             | 8.0             |
| Real Estate                        | 7.7             |
| Health Care                        | 6.6             |
| Financials                         | 4.9             |
| Consumer Discretionary             | 4.2             |
| Consumer Staples                   | 3.7             |
| Communication Services             | 3.1             |
| Industrials                        | 2.8             |
| Energy                             | 2.1             |
| Materials                          | 1.3             |
| Utilities                          | 1.2             |
| Other                              | 17.9            |
|                                    | <b>100.0</b>    |

| <b>EFFECTIVE REGIONAL ALLOCATION</b> | <b>% OF NAV</b> |
|--------------------------------------|-----------------|
| Canada                               | 45.0            |
| United States                        | 36.5            |
| Europe ex U.K.                       | 8.4             |
| Japan                                | 3.9             |
| Pacific ex Japan                     | 3.3             |
| United Kingdom                       | 1.4             |
| Middle East and Africa               | 0.9             |
| Latin America                        | 0.6             |
|                                      | <b>100.0</b>    |

| <b>EFFECTIVE CURRENCY EXPOSURE</b> | <b>% OF NAV</b> |
|------------------------------------|-----------------|
| Canadian dollars                   | 51.7            |
| United States dollars              | 34.1            |
| Euro                               | 3.9             |
| Japanese yen                       | 3.6             |
| Swiss franc                        | 1.6             |
| United Kingdom pounds              | 1.4             |
| Other                              | 3.7             |
|                                    | <b>100.0</b>    |

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## 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 SECURITY (\$)¹

| Series A  | 6 mo            |                 | Year ended      |                 |                 |                 |
|---|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|   | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Net assets, beginning of period</b>            | 11.88           | 11.69           | 10.34           | 11.09           | 10.87           | 10.76           |
| <b>Increase (decrease) from operations:</b>       |                 |                 |                 |                 |                 |                 |
| Total revenue                                     | 0.22            | 0.33            | 0.38            | 0.37            | 0.33            | 0.34            |
| Total expenses                                    | (0.13)          | (0.30)          | (0.28)          | (0.28)          | (0.27)          | (0.27)          |
| Realized gains (losses) for the period            | (0.05)          | 0.68            | 0.21            | 0.16            | (0.04)          | 0.60            |
| Unrealized gains (losses) for the period          | (1.19)          | (0.27)          | 1.17            | (0.92)          | 0.32            | (0.16)          |
| <b>Total increase (decrease) from operations²</b> | <b>(1.15)</b>   | <b>0.44</b>     | <b>1.48</b>     | <b>(0.67)</b>   | <b>0.34</b>     | <b>0.51</b>     |
| <b>Distributions:</b>                             |                 |                 |                 |                 |                 |                 |
| From income (excluding Canadian dividends)        | –               | (0.06)          | (0.07)          | (0.05)          | –               | (0.08)          |
| From Canadian dividends                           | –               | (0.01)          | (0.01)          | (0.01)          | (0.02)          | (0.02)          |
| From capital gains                                | –               | (0.16)          | (0.03)          | –               | (0.10)          | (0.30)          |
| Return of capital                                 | –               | –               | –               | –               | –               | –               |
| <b>Total annual distributions³</b>                | <b>–</b>        | <b>(0.23)</b>   | <b>(0.11)</b>   | <b>(0.06)</b>   | <b>(0.12)</b>   | <b>(0.40)</b>   |
| <b>Net assets at period end</b>                   | <b>10.73</b>    | <b>11.88</b>    | <b>11.69</b>    | <b>10.34</b>    | <b>11.09</b>    | <b>10.87</b>    |

| Series F  | 6 mo            |                 | Year ended      |                 |                 |                 |
|---|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|   | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Net assets, beginning of period</b>            | 11.88           | 11.69           | 10.35           | 11.09           | 10.89           | 10.78           |
| <b>Increase (decrease) from operations:</b>       |                 |                 |                 |                 |                 |                 |
| Total revenue                                     | 0.22            | 0.33            | 0.38            | 0.37            | 0.33            | 0.34            |
| Total expenses                                    | (0.06)          | (0.14)          | (0.13)          | (0.13)          | (0.13)          | (0.13)          |
| Realized gains (losses) for the period            | (0.06)          | 0.67            | 0.19            | 0.16            | (0.04)          | 0.60            |
| Unrealized gains (losses) for the period          | (1.19)          | (0.27)          | 1.17            | (0.92)          | 0.32            | (0.16)          |
| <b>Total increase (decrease) from operations²</b> | <b>(1.09)</b>   | <b>0.59</b>     | <b>1.61</b>     | <b>(0.52)</b>   | <b>0.48</b>     | <b>0.65</b>     |
| <b>Distributions:</b>                             |                 |                 |                 |                 |                 |                 |
| From income (excluding Canadian dividends)        | –               | (0.23)          | (0.22)          | (0.21)          | (0.12)          | (0.10)          |
| From Canadian dividends                           | –               | (0.01)          | (0.01)          | (0.01)          | (0.02)          | (0.03)          |
| From capital gains                                | –               | (0.16)          | (0.03)          | –               | (0.12)          | (0.42)          |
| Return of capital                                 | –               | –               | –               | –               | –               | –               |
| <b>Total annual distributions³</b>                | <b>–</b>        | <b>(0.40)</b>   | <b>(0.26)</b>   | <b>(0.22)</b>   | <b>(0.26)</b>   | <b>(0.55)</b>   |
| <b>Net assets at period end</b>                   | <b>10.80</b>    | <b>11.88</b>    | <b>11.69</b>    | <b>10.35</b>    | <b>11.09</b>    | <b>10.89</b>    |

| Series I  | 6 mo            |                 | Year ended      |                 |                 |                 |
|---|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|   | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Net assets, beginning of period</b>            | 11.94           | 11.76           | 10.41           | 11.16           | 10.96           | 10.86           |
| <b>Increase (decrease) from operations:</b>       |                 |                 |                 |                 |                 |                 |
| Total revenue                                     | 0.22            | 0.33            | 0.38            | 0.37            | 0.33            | 0.34            |
| Total expenses                                    | (0.01)          | (0.02)          | (0.02)          | (0.02)          | (0.02)          | (0.02)          |
| Realized gains (losses) for the period            | (0.08)          | 0.79            | 0.14            | 0.16            | (0.04)          | 0.61            |
| Unrealized gains (losses) for the period          | (1.20)          | (0.27)          | 1.18            | (0.93)          | 0.31            | (0.16)          |
| <b>Total increase (decrease) from operations²</b> | <b>(1.07)</b>   | <b>0.83</b>     | <b>1.68</b>     | <b>(0.42)</b>   | <b>0.58</b>     | <b>0.77</b>     |
| <b>Distributions:</b>                             |                 |                 |                 |                 |                 |                 |
| From income (excluding Canadian dividends)        | –               | (0.37)          | (0.35)          | (0.33)          | (0.24)          | (0.13)          |
| From Canadian dividends                           | –               | (0.01)          | (0.01)          | (0.01)          | (0.02)          | (0.03)          |
| From capital gains                                | –               | (0.16)          | (0.03)          | –               | (0.12)          | (0.51)          |
| Return of capital                                 | –               | –               | –               | –               | –               | –               |
| <b>Total annual distributions³</b>                | <b>–</b>        | <b>(0.54)</b>   | <b>(0.39)</b>   | <b>(0.34)</b>   | <b>(0.38)</b>   | <b>(0.67)</b>   |
| <b>Net assets at period end</b>                   | <b>10.91</b>    | <b>11.94</b>    | <b>11.76</b>    | <b>10.41</b>    | <b>11.16</b>    | <b>10.96</b>    |

| Series Private Wealth                             | 6 mo            |                 | Year ended      |                 |                 |                 |
|---|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|   | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Net assets, beginning of period</b>            | 11.88           | 11.70           | 10.35           | 11.10           | 10.90           | 10.80           |
| <b>Increase (decrease) from operations:</b>       |                 |                 |                 |                 |                 |                 |
| Total revenue                                     | 0.22            | 0.33            | 0.38            | 0.37            | 0.33            | 0.34            |
| Total expenses                                    | (0.01)          | (0.02)          | (0.02)          | (0.02)          | (0.02)          | (0.02)          |
| Realized gains (losses) for the period            | (0.07)          | 0.95            | 0.21            | 0.16            | (0.04)          | 0.60            |
| Unrealized gains (losses) for the period          | (1.19)          | (0.27)          | 1.18            | (0.93)          | 0.31            | (0.16)          |
| <b>Total increase (decrease) from operations²</b> | <b>(1.05)</b>   | <b>0.99</b>     | <b>1.75</b>     | <b>(0.42)</b>   | <b>0.58</b>     | <b>0.76</b>     |
| <b>Distributions:</b>                             |                 |                 |                 |                 |                 |                 |
| From income (excluding Canadian dividends)        | –               | (0.37)          | (0.34)          | (0.33)          | (0.23)          | (0.13)          |
| From Canadian dividends                           | –               | (0.01)          | (0.01)          | (0.01)          | (0.02)          | (0.03)          |
| From capital gains                                | –               | (0.16)          | (0.03)          | –               | (0.12)          | (0.51)          |
| Return of capital                                 | –               | –               | –               | –               | –               | –               |
| <b>Total annual distributions³</b>                | <b>–</b>        | <b>(0.54)</b>   | <b>(0.38)</b>   | <b>(0.34)</b>   | <b>(0.37)</b>   | <b>(0.67)</b>   |
| <b>Net assets at period end</b>                   | <b>10.85</b>    | <b>11.88</b>    | <b>11.70</b>    | <b>10.35</b>    | <b>11.10</b>    | <b>10.90</b>    |

(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.

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## THE FUND'S NET ASSETS PER SECURITY (\$) <sup>1</sup> (cont'd)

|  | 6 mo            |                 | Year ended      |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Series Private Wealth I</b>                               |                 |                 |                 |                 |                 |                 |
| Net assets, beginning of period                              | 10.67           | 10.50           | 9.29            | 9.96            | 9.78            | 10.00           |
| Increase (decrease) from operations:                         |                 |                 |                 |                 |                 |                 |
| Total revenue  | 0.20            | 0.30            | 0.34            | 0.33            | 0.30            | 0.26            |
| Total expenses   | (0.05)          | (0.12)          | (0.12)          | (0.12)          | (0.11)          | (0.08)          |
| Realized gains (losses) for the period                       | (0.13)          | 0.59            | 0.17            | 0.14            | (0.04)          | 0.49            |
| Unrealized gains (losses) for the period                     | (1.07)          | (0.24)          | 1.05            | (0.83)          | 0.28            | (0.40)          |
| <b>Total increase (decrease) from operations<sup>2</sup></b> | <b>(1.05)</b>   | <b>0.53</b>     | <b>1.44</b>     | <b>(0.48)</b>   | <b>0.43</b>     | <b>0.27</b>     |
| Distributions:   |                 |                 |                 |                 |                 |                 |
| From income (excluding Canadian dividends)                   | –               | (0.21)          | (0.19)          | (0.18)          | (0.12)          | (0.09)          |
| From Canadian dividends                                      | –               | (0.01)          | (0.01)          | (0.01)          | (0.02)          | (0.03)          |
| From capital gains   | –               | (0.14)          | (0.03)          | –               | (0.10)          | (0.38)          |
| Return of capital  | –               | –               | –               | –               | –               | –               |
| <b>Total annual distributions<sup>3</sup></b>                | <b>–</b>        | <b>(0.36)</b>   | <b>(0.23)</b>   | <b>(0.19)</b>   | <b>(0.24)</b>   | <b>(0.50)</b>   |
| <b>Net assets at period end</b>                              | <b>9.70</b>     | <b>10.67</b>    | <b>10.50</b>    | <b>9.29</b>     | <b>9.96</b>     | <b>9.78</b>     |

## RATIOS AND SUPPLEMENTAL DATA

| Series A   | 6 mo            |                 | Year ended      |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| Total net asset value (\$000's) <sup>1</sup>                               | 55,165          | 63,337          | 65,906          | 66,537          | 56,385          | 53,305          |
| Securities Outstanding (000's) <sup>1</sup>                                | 5,142           | 5,331           | 5,636           | 6,433           | 5,085           | 4,905           |
| Management expense ratio (%) <sup>2</sup>                                  | 2.46            | 2.49            | 2.49            | 2.50            | 2.49            | 2.50            |
| Management expense ratio before<br>waivers or absorptions (%) <sup>2</sup> | 2.46            | 2.49            | 2.49            | 2.50            | 2.49            | 2.50            |
| Trading expense ratio (%) <sup>3</sup>                                     | 0.02            | 0.01            | 0.05            | 0.05            | 0.05            | 0.05            |
| Portfolio turnover rate (%) <sup>4</sup>                                   | 9.54            | 17.86           | 22.47           | 7.36            | 5.72            | 17.38           |

| Series F   | 6 mo            |                 | Year ended      |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| Total net asset value (\$000's) <sup>1</sup>                               | 84,664          | 96,418          | 100,094         | 94,683          | 42,624          | 30,765          |
| Securities Outstanding (000's) <sup>1</sup>                                | 7,842           | 8,117           | 8,559           | 9,151           | 3,843           | 2,826           |
| Management expense ratio (%) <sup>2</sup>                                  | 1.17            | 1.20            | 1.20            | 1.21            | 1.20            | 1.19            |
| Management expense ratio before<br>waivers or absorptions (%) <sup>2</sup> | 1.17            | 1.20            | 1.20            | 1.21            | 1.20            | 1.19            |
| Trading expense ratio (%) <sup>3</sup>                                     | 0.02            | 0.01            | 0.05            | 0.05            | 0.05            | 0.05            |
| Portfolio turnover rate (%) <sup>4</sup>                                   | 9.54            | 17.86           | 22.47           | 7.36            | 5.72            | 17.38           |

| Series I   | 6 mo            |                 | Year ended      |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| Total net asset value (\$000's) <sup>1</sup>                               | 51,581          | 67,962          | 84,982          | 62,191          | 24,678          | 10,338          |
| Securities Outstanding (000's) <sup>1</sup>                                | 4,728           | 5,690           | 7,225           | 5,975           | 2,211           | 943             |
| Management expense ratio (%) <sup>2</sup>                                  | 0.18            | 0.18            | 0.19            | 0.19            | 0.19            | 0.20            |
| Management expense ratio before<br>waivers or absorptions (%) <sup>2</sup> | 0.18            | 0.18            | 0.19            | 0.19            | 0.19            | 0.20            |
| Trading expense ratio (%) <sup>3</sup>                                     | 0.02            | 0.01            | 0.05            | 0.05            | 0.05            | 0.05            |
| Portfolio turnover rate (%) <sup>4</sup>                                   | 9.54            | 17.86           | 22.47           | 7.36            | 5.72            | 17.38           |

- (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.

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## RATIOS AND SUPPLEMENTAL DATA (cont'd)

|  | 6 mo            |                 | Year ended      |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Series Private Wealth</b>   |                 |                 |                 |                 |                 |                 |
| Total net asset value (\$000's) <sup>1</sup>                               | 23,022          | 30,228          | 47,294          | 44,924          | 24,835          | 15,487          |
| Securities Outstanding (000's) <sup>1</sup>                                | 2,121.0         | 2,544           | 4,042           | 4,338           | 2,237           | 1,420           |
| Management expense ratio (%) <sup>2</sup>                                  | 0.18            | 0.18            | 0.19            | 0.19            | 0.19            | 0.20            |
| Management expense ratio before<br>waivers or absorptions (%) <sup>2</sup> | 0.18            | 0.18            | 0.19            | 0.19            | 0.19            | 0.20            |
| Trading expense ratio (%) <sup>3</sup>                                     | 0.02            | 0.01            | 0.05            | 0.05            | 0.05            | 0.05            |
| Portfolio turnover rate (%) <sup>4</sup>                                   | 9.54            | 17.86           | 22.47           | 7.36            | 5.72            | 17.38           |

|  | 6 mo            |                 | Year ended      |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | Sep. 30<br>2022 | Mar. 31<br>2022 | Mar. 31<br>2021 | Mar. 31<br>2020 | Mar. 31<br>2019 | Mar. 31<br>2018 |
| <b>Series Private Wealth I</b>   |                 |                 |                 |                 |                 |                 |
| Total net asset value (\$000's) <sup>1</sup>                               | 19,408          | 27,694          | 29,386          | 28,618          | 23,388          | 7,388           |
| Securities Outstanding (000's) <sup>1</sup>                                | 2,002           | 2,596           | 2,798           | 3,080           | 2,348           | 756             |
| Management expense ratio (%) <sup>2</sup>                                  | 1.17            | 1.20            | 1.20            | 1.21            | 1.17            | 1.15            |
| Management expense ratio before<br>waivers or absorptions (%) <sup>2</sup> | 1.17            | 1.20            | 1.20            | 1.21            | 1.17            | 1.15            |
| Trading expense ratio (%) <sup>3</sup>                                     | 0.02            | 0.01            | 0.05            | 0.05            | 0.05            | 0.05            |
| Portfolio turnover rate (%) <sup>4</sup>                                   | 9.54            | 17.86           | 22.47           | 7.36            | 5.72            | 17.38           |

# COUNSEL RETIREMENT FOUNDATION PORTFOLIO

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE | September 30, 2022

## 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.counselservices.com](http://www.counselservices.com).

| Series                                 | Date of Inception | Minimum Investment (\$) | Management fee <sup>5</sup> (%) | Administration fee <sup>5</sup> (%) |
|--|-------------------|-------------------------|---------------------------------|-------------------------------------|
| Series A <sup>1</sup>                  | January 7, 2016   | 1,000                   | 1.90                            | 0.25                                |
| Series F <sup>2</sup>                  | January 7, 2016   | 1,000                   | 0.85                            | 0.15                                |
| Series I <sup>2,3,5</sup>              | January 7, 2016   | 1,000                   | –                               | 0.15                                |
| Series Private Wealth <sup>4</sup>     | January 7, 2016   | –                       | –                               | 0.15                                |
| Series Private Wealth I <sup>2,6</sup> | May 25, 2017      | 1,000                   | 0.85                            | 0.15                                |

- (1) Series A is the only series subject to sales or redemption charges; these charges are based on purchase options chosen. Securities purchased under the sales charge option may be subject to a negotiated fee of up to 5% at time of initial purchase. Securities previously purchased under the redemption charge purchase option may be subject to a redemption fee of up to 4.5% (based on date of initial purchase); new securities are not available under this option but may be acquired through switching from other Counsel funds.
- (2) A negotiable advisory or asset-based fee (plus sales taxes) is payable by investors to their dealer(s) in connection with the securities held in this series. The fee may be collected by Counsel from the investor's account through redemption of securities and remitted to the dealer at the investor's request. Alternatively, the dealer may collect it directly from the investor.
- (3) The management fee for this series is 0.85% and is payable directly to Counsel generally through the monthly redemption of securities.
- (4) 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.
- (5) Counsel may, at its discretion, waive or lower the management fee (either directly or indirectly) and/or administration fee payable by investors. Individual investors may be eligible for a management fee reduction subject to meeting certain requirements as discussed in the Fund's Simplified Prospectus. Effective June 15, 2022, the management fee rates for all series were reduced by 0.05% to rates stated above.
- (6) This series is available solely to those investing through a private client service offering from IPC Investment Corporation and IPC Securities Corporation.