

# Leith Wheeler Income Advantage Fund

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE  
June 30, 2017



**Leith Wheeler**  
INVESTMENT COUNSEL LTD.

Quiet Money.

This interim management report of fund performance contains financial highlights, but does not contain either interim or annual financial statements of the investment fund. You can get a copy of the interim or annual financial statements at your request, and at no cost, by calling 1-888-292-1122, by writing to us at 1500 – 400 Burrard Street, Vancouver, BC V6C 3A6 or by visiting our website at [www.leithwheeler.com](http://www.leithwheeler.com) or SEDAR 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.

## Management Discussion of Fund Performance

### Investment Objective and Strategies

To provide investors with a relatively stable source of tax efficient monthly income, with some potential for long term growth through capital appreciation and growth in dividends. The Fund derives its income from allocating its investments primarily among fixed income securities, preferred shares, and dividend paying equities.

Of the total Fund, the investment in fixed income securities will range between 30% to 70%, Canadian equities from 15% to 50%, foreign equities between 0% to 25%, preferred shares between 0% to 25%, mortgages from 0% to 10%, and cash and cash equivalents between 0% to 5%. The fixed income securities and preferred shares will provide lower risk income and the common shares will provide an opportunity for dividends and capital gains. Investors will participate in a professionally managed portfolio in which specific security selection and asset mix decisions will be made by experienced portfolio managers.

### Risk

The overall risks of investing in the Fund are as described in the Simplified Prospectus. There were no material changes to the Fund during the year that affected the overall level of risk.

### Results of Operations

The Fund's net assets decreased by 3.5% in the first half of 2017, declining to \$73.1 million from \$70.6 million at the end of 2016. Of this change, \$1.4 million was attributable to investment losses and \$1.1 million of net inflow from purchases.

The Income Advantage Fund had positive returns in the first half of 2017 with Series A units advancing by 2.2%. Series B units returned 1.7% and Series F units advanced by 1.8%, both after fees and expenses.

The Fund's asset mix at the end of June 2017 was 50.4% investment grade bonds, 5.3% high yield bonds, 35.0% Canadian equities, 8.6% preferred shares and 0.8% cash and equivalents. Since the end of 2016, we have added to our exposure to investment grade bonds and reduced our exposure to high yield bonds.

Due to the strengthening in global growth, the outlook for global fixed income markets has shifted. This normalization has already commenced in the United States, but other central banks around the world, including Canada, indicated they might also increase interest rates in the near term. The Bank of Canada, in particular, signaled an imminent intention to move away from ultra-low interest rates, surprising markets and triggering a significant repricing of Canadian short-term rates.

Our investment grade bond holdings generated moderately positive returns in the first six months of 2017. The Fund benefited from a declining interest rate environment January through May, but gave back most of the gains in June when the market priced in an expectation that interest rates would increase. The Fund's investment grade bond holdings were helped by its concentration in corporate bonds which generated a yield advantage, while corporate credit spreads remained broadly unchanged.

Within the investment grade corporate bond component of the Fund, we added to holdings of issuers in the consumer sector, notably high quality names in communications (Shaw) and manufacturing (Anheuser-Busch InBev Finance Inc). Weighting to infrastructure issuers (407 International Inc) was trimmed as we found more attractive risk-adjusted returns elsewhere.

We are still finding preferred shares to be attractive on a spread basis and maintain our tactical overweight position, which has been a positive contributor to performance as preferred shares have rallied in the first six months of the year. The majority of the preferred shares we own are rate resets, which act as a hedge in a rising rate environment.

The high yield market realized positive returns in the first half of 2017, primarily benefiting from the higher coupon income associated with the asset class. Lower-rated, high yield bonds outperformed year to date.

High yield companies from the technology and services sectors were the biggest contributors to performance in the first six months of 2017. Seagate Technology, a data storage company, performed well in the second quarter, despite having modest growth during the first three months of the year. Diebold Nixdorf, an ATM and point of sale service provider, is expected to generate positive free cash flow as the contracts won early in the year are billed in the latter half of the year. The weakest performer in high yield in the first six months of 2017 was Frontier Communications, a provider of internet and cable services in the U.S. Frontier's results have been under pressure due to its debt level and competitive environment. While the capital structure is covered by assets, including towers and fiber cables, the market has been concerned about the ability of the company's earnings to support higher debt levels over the long term. As bondholders, we are better protected (versus equity holders) by being higher in the capital structure and closer to the assets. Furthermore, we do not foresee any near-term negative catalysts and view these bonds' higher coupons as attractive over the short to medium term.

The first senior secured loan was added to the Fund in March with the purchase of a Dell first lien loan. Senior secured loans offer floating rate coupons, a benefit to investors in a rising interest rate environment. They are also more resilient in economic downturns than bonds and would receive higher recoveries in the event of default. At the end of June, there were three loans held in the High Yield Bond Fund with a 6.3% weighting.

## Management Discussion of Fund Performance (cont.)

### Results of Operations (cont.)

We remain positive on the outlook for high yield bonds over the longer term, although valuations based on spreads are increasingly expensive relative to historical data so we remain underweight in this asset class. The positive momentum in U.S. economic indicators is supportive for balance sheet strength of high yield issuers. Default rates remain very low, especially outside of the energy and mining sectors, and corporate leverage is stable. Furthermore, high yield bonds have historically performed well in a rising interest rate environment due to their shorter duration and higher coupons.

On the equity side, after a very strong year of performance, the TSX Composite Index provided more modest returns to start 2017. The market was up 2.4% over the first quarter and fell 1.6% over the second quarter. The year to date return was 0.7%. The index was led by Consumer Discretionary (+12.2%), Industrials (+11.7%), and Utilities (+10.1%), while Energy (-13.3%) and Materials (-0.7%) were the negatively performing sectors. The poor performance of the Energy and Material sectors was primarily due to weak commodity and oil prices.

The equity component of the Income Advantage Fund is held through units of the Canadian Dividend Fund. The Canadian Dividend Fund underperformed the TSX Composite during the first six months of 2017. Among the top contributors to the Fund's performance in the first half of 2017 were Sleep Country Canada (+38.2%), Brookfield Infrastructure (+20.8%), and Waste Connections (+19.4%). In contrast, Cardinal Energy (-53.0%), Mullen Group Ltd. (-18.4%), and Saputo (-12.6%) detracted from performance.

We added one name to the common stock component of the Income Advantage Fund in the first half of 2017: Stingray Digital. We eliminated two of the holdings in the Fund during the first half of the year: Canadian Western Bank and Sleep Country Canada.

In this environment, we continue to focus on allocating assets to the best risk-adjusted investments. We continue to look for opportunities to add high quality assets at attractive prices to the Income Advantage Fund.

### Recent Developments

The Bank of Canada raised their key interest rate to 0.75% in July 2017. Canadian equity markets were flat in the month of July.

### Related Party Transactions

Leith Wheeler Investment Counsel Ltd. (the "Manager") is the manager and portfolio advisor of the Fund and is responsible for the Fund's day-to-day operations. The Fund pays the Manager a management fee as compensation for managing the investment portfolio of the Fund.

As at June 30, 2017, the Leith Wheeler Income Advantage Fund owns 2,061,665 Series A units of the Leith Wheeler Canadian Dividend Fund, and 384,250 Series A (CAD Hedged) units of the Leith Wheeler High Yield Bond Fund, which are funds under common management.

### Management Fees

The Manager provides the Fund with investment management services, including fund accounting and unitholder record keeping. In return, the Manager receives a management fee based on the net assets of the Fund, calculated on a daily basis. The annualized management fee for the Series B units of the Fund is 1.00%. The fee will be reduced to 0.80% per annum as long as the annualized yield on the Fund at quarter end is less than 4.50%. The annualized management fee for the Series F

units of the Fund is 0.70%. During the year, the Fund paid the Manager \$111,145 for Series B and \$9,433 for Series F (exclusive of GST/HST) of its net assets as management fees. The Fund does not reimburse the Manager for operating costs incurred in administering the Fund. The Manager paid all operating expenses except brokerage charges and taxes. In respect of Series A units, the unitholder pays the Manager a negotiated management fee outside the Fund.

We do not, directly or indirectly pay fees, sales commissions or trailing commissions, nor do we provide any non-monetary benefits to registered dealers for distributions of units of the Fund. If a broker charges you a commission or fee, that is a matter between you and the dealer.

## Financial Highlights

### The Fund's Net Assets Attributable to Holders of Redeemable Units per Unit

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the past six months and for the past five years or for the periods since inception. This information is derived from the Fund's unaudited interim financial statements and audited annual financial statements. The financial information for periods beginning on or after January 1, 2013 is derived from the financial statements prepared in compliance with International Financial Reporting Standards ("IFRS"). For all prior periods, the financial information is presented in accordance with Canadian generally accepted accounting principles "GAAP". The net assets attributable to holders of redeemable units and the net assets attributable to holders of redeemable units per unit may differ from the Net Assets and Net Assets per Unit due to the valuation methodology previously used in determining fair values. An explanation of these differences can be found in the notes to the financial statements.

Series A	2017 YTD	2016	2015	2014	2013	2012
Net assets attributable to holders of redeemable units - per unit, beginning of year <sup>(1)</sup>	\$11.22	\$10.28	\$10.90	\$10.88	\$10.48	\$10.07
Increase (decrease) from operations:						
Total revenue	0.19	0.55	0.40	0.77	0.61	0.52
Total expenses	-	-	-	-	-	-
Realized gains (losses) for the year	0.12	0.05	0.09	0.04	0.03	0.04
Unrealized gains (losses) for the year	(0.06)	0.79	(0.62)	(0.12)	0.30	0.31
Total increase (decrease) from operations <sup>(1)</sup>	0.25	1.39	(0.13)	0.69	0.94	0.87
Distributions:						
From income (excluding dividends)	(0.08)	(0.21)	(0.16)	(0.19)	(0.20)	(0.19)
From dividends	(0.09)	(0.16)	(0.20)	(0.21)	(0.21)	(0.20)
From capital gains	-	(0.13)	(0.14)	(0.29)	(0.12)	(0.12)
Return of capital	-	-	-	-	-	-
Total Annual Distributions <sup>(2)</sup>	(0.17)	(0.50)	(0.50)	(0.69)	(0.53)	(0.51)
Net assets attributable to holders of redeemable units - per unit, end of year <sup>(1)</sup>	\$11.30	\$11.22	\$10.28	\$10.90	\$10.88	\$10.48
<b>Series B</b>	<b>2017 YTD</b>	<b>2016</b>	<b>2015</b>	<b>2014</b>	<b>2013</b>	<b>2012</b>
Net assets attributable to holders of redeemable units - per unit, beginning of year <sup>(1)</sup>	\$11.37	\$10.41	\$11.00	\$10.98	\$10.53	\$10.15
Increase (decrease) from operations:						
Total revenue	0.19	0.59	0.36	0.76	0.60	0.55
Total expenses	(0.05)	(0.09)	(0.09)	(0.09)	(0.08)	(0.09)
Realized gains (losses) for the year	0.12	0.06	0.09	0.04	0.03	0.04
Unrealized gains (losses) for the year	(0.06)	0.86	(0.57)	(0.12)	0.30	0.33
Total increase (decrease) from operations <sup>(1)</sup>	0.20	1.42	(0.21)	0.59	0.85	0.83
Distributions:						
From income (excluding dividends)	(0.04)	(0.15)	(0.06)	(0.10)	(0.08)	(0.12)
From dividends	(0.09)	(0.13)	(0.18)	(0.21)	(0.19)	(0.22)
From capital gains	-	(0.13)	(0.14)	(0.29)	(0.12)	(0.12)
Return of capital	-	-	-	-	-	-
Total Annual Distributions <sup>(2)</sup>	(0.13)	(0.42)	(0.38)	(0.60)	(0.39)	(0.46)
Net assets attributable to holders of redeemable units - per unit, end of year <sup>(1)</sup>	\$11.43	\$11.37	\$10.41	\$11.00	\$10.98	\$10.53

## Financial Highlights (cont.)

### The Fund's Net Assets Attributable to Holders of Redeemable Units per Unit (cont.)

Series F (inception September 10, 2015)	2017 YTD	2016	2015	2014	2013	2012
Net assets attributable to holders of redeemable units - per unit, beginning of period <sup>(1) (3)</sup>	\$10.59	\$9.83	\$10.57	n/a	n/a	n/a
Increase (decrease) from operations:						
Total revenue	0.09	0.87	0.44	n/a	n/a	n/a
Total expenses	(0.06)	(0.06)	(0.05)	n/a	n/a	n/a
Realized gains (losses) for the year	0.05	0.08	0.10	n/a	n/a	n/a
Unrealized gains (losses) for the year	(0.03)	1.25	(0.68)	n/a	n/a	n/a
Total increase (decrease) from operations <sup>(1)</sup>	0.05	2.15	(0.19)	n/a	n/a	n/a
Distributions:						
From income (excluding dividends)	(0.06)	(0.24)	(0.15)	n/a	n/a	n/a
From dividends	(0.11)	(0.19)	(0.38)	n/a	n/a	n/a
From capital gains	-	(0.12)	(0.13)	n/a	n/a	n/a
Return of capital	-	-	-	n/a	n/a	n/a
Total Annual Distributions <sup>(2)</sup>	(0.17)	(0.54)	(0.66)	n/a	n/a	n/a
Net assets attributable to holders of redeemable units - per unit, end of year <sup>(1)</sup>	\$10.60	\$10.59	\$9.83	n/a	n/a	n/a

(1) Net assets attributable to holders of redeemable units and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from operations is based on the weighted average number of units outstanding over the financial period.

(2) Distributions are reinvested in additional units of the Fund or paid in cash.

(3) From September 10, 2015, inception date of Series F units of the Fund. Series F initial net asset value per unit offering commenced at the closing net asset value per unit of Series B on September 10, 2015 of \$10.57.

## Financial Highlights (cont.)

### Ratios and Supplemental Data

Series A	June 30, 2017	2016	2015	2014	2013	2012
Total net assets attributable to holders of redeemable units - (\$000s) <sup>(1)</sup>	39,936	41,469	35,954	39,385	33,084	18,852
Number of units outstanding (000s) <sup>(1)</sup>	3,536	3,695	3,498	3,615	3,042	1,798
Management expense ratio(%) <sup>(2)</sup>	-	-	-	-	-	-
Management expense ratio before waivers or absorptions (%)	0.01	0.03	0.04	0.03	0.05	0.08
Trading expense ratio (%) <sup>(3)</sup>	0.01	0.04	0.04	0.02	0.03	0.04
Portfolio turnover rate (%) <sup>(4)</sup>	81.28	77.40	115.65	53.07	50.08	52.75
Net assets attributable to holders of redeemable units per unit (\$)	11.30	11.22	10.28	10.90	10.88	10.48

Series B	June 30, 2017	2016	2015	2014	2013	2012
Total net assets attributable to holders of redeemable units - (\$000s) <sup>(1)</sup>	29,280	27,532	24,747	28,182	22,848	19,019
Number of units outstanding (000s) <sup>(1)</sup>	2,561	2,421	2,376	2,562	2,081	1,806
Management expense ratio(%) <sup>(2)</sup>	0.82	0.85	0.85	0.85	0.85	0.89
Management expense ratio before waivers or absorptions (%)	0.86	0.89	0.89	0.89	0.90	0.97
Trading expense ratio (%) <sup>(3)</sup>	0.01	0.04	0.04	0.02	0.03	0.04
Portfolio turnover rate (%) <sup>(4)</sup>	81.28	77.40	115.65	53.07	50.08	52.75
Net assets attributable to holders of redeemable units per unit (\$)	11.43	11.37	10.41	11.00	10.98	10.53

Series F (inception September 10, 2015)	June 30, 2017	2016	2015	2014	2013	2012
Total net assets attributable to holders of redeemable units - (\$000s) <sup>(1)</sup>	3,886	1,562	661	n/a	n/a	n/a
Number of units outstanding (000s) <sup>(1)</sup>	367	148	67	n/a	n/a	n/a
Management expense ratio(%) <sup>(2)</sup>	0.77	0.79	0.74	n/a	n/a	n/a
Management expense ratio before waivers or absorptions (%)	0.78	0.82	0.77	n/a	n/a	n/a
Trading expense ratio (%) <sup>(3)</sup>	0.01	0.04	0.04	n/a	n/a	n/a
Portfolio turnover rate (%) <sup>(4)</sup>	81.28	77.40	115.65	n/a	n/a	n/a
Net assets attributable to holders of redeemable units per unit (\$)	10.60	10.59	9.83	n/a	n/a	n/a

(1) This information is provided as at December 31 of the year shown; unless noted otherwise.

(2) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of the daily average net asset value during the period.

(3) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the period.

(4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

## Past Performance

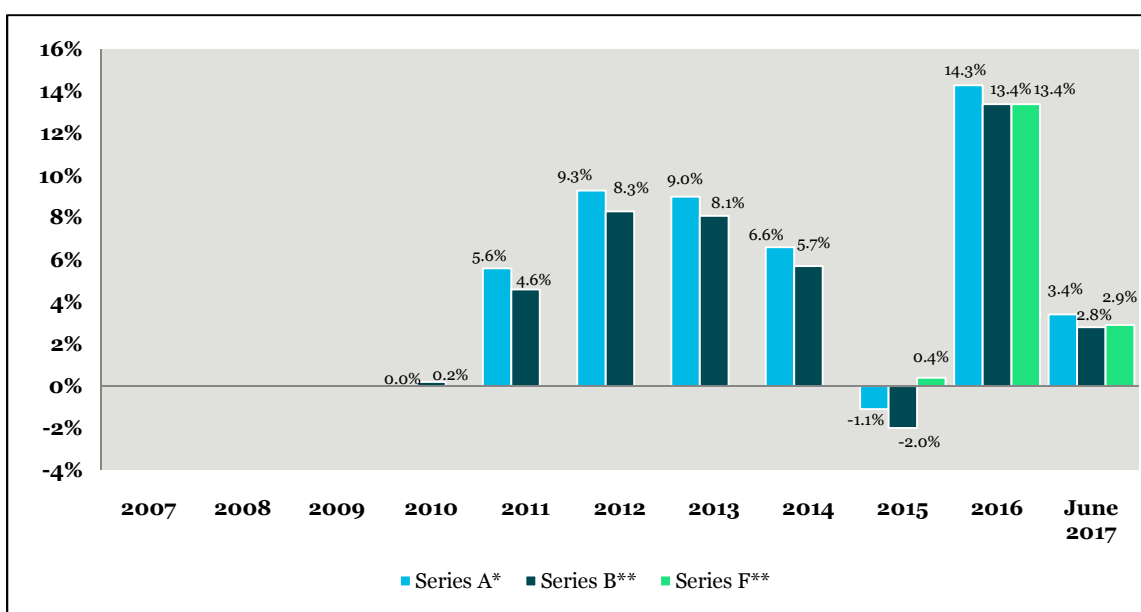
### General

The Fund's performance assumes all distributions made by the Fund in the years shown were reinvested in units of the Fund and is based on net asset value per unit. If you hold the Fund outside a Registered Plan, you will be taxed on these distributions.

The performance information does not take into account sales charges, other charges or taxes that, if applicable, would have reduced returns or performance; but includes management fees and other expenses borne directly by the Fund. Past performance does not necessarily indicate how the Fund may perform in the future.

### Year-by-Year Returns

The following bar chart shows the Fund's historical return, which changes each year and illustrates how the Fund's performance has changed from year to year. The bar chart shows, in percentage terms, how much an investment made on the first day of each financial year would have grown or decreased by the last day of each year.



\* Series A return from inception on December 21, 2010 to December 31, 2010, not annualized.

\*\* Series B return from inception on December 23, 2010 to December 31, 2010, not annualized.

\*\*\*Series F return from inception on September 10, 2015 to December 31, 2015, not annualized.

## Summary of Investment Portfolio

As at June 30, 2017

### Top 25 Positions

Issuer	% of Net Asset Value
Leith Wheeler Canadian Dividend Fund, Series A	35.1%
Leith Wheeler High Yield Bond Fund (CAD Hedged), Series A	5.3%
Royal Bank of Canada 3.31% January 20, 2026	1.6%
Enbridge Pipelines Inc. 3.45% September 29, 2025	1.5%
Bank of Nova Scotia 1.9% December 02, 2021	1.4%
Toronto Dominion Bank 2.621% December 22, 2021	1.3%
Royal Bank of Canada 1.968% March 2, 2022	1.2%
Toronto-Dominion Bank 1.99% March 23, 2022	1.1%
Canadian Mortgage Pools 97506898 1.475% April 01, 2021	0.9%
TELUS Corp. 3.75% January 17, 2025	0.9%
Bank of Montreal 2.1% October 06, 2020	0.8%
Enbridge Inc 3.19% December 05, 2022	0.8%
First Nations Finance Authority 3.4% June 26, 2024	0.8%
North West Redwater Port 3.2% July 22, 2024	0.7%
Union Gas Ltd 2.76% June 02, 2021	0.7%
CT Real Estate Investment Trust 2.85% June 9, 2022	0.7%
Brookfield Asset Man Inc 3.95% April 09, 2019	0.7%
Sun Life Financial Inc. Class A Non-Cumulative Rate Reset Preferred Shares Series 10R	0.7%
Enbridge Inc. Cumulative Redeemable Preference Shares Series B	0.6%
Bell Canada 2.9% August 12, 2026	0.7%
Bruce Power LP 2.844% June 23, 2021	0.6%
Choice Properties REIT 3.196% March 07, 2023	0.6%
HCN Canadian Holdings LP 3.35% November 25, 2020	0.6%
AT&T Inc 3.825% November 25, 2020	0.6%
Bell Canada 2% October 01, 2021	0.5%

### Portfolio Allocation

Portfolio Breakdown	% of Net Asset Value
Bonds	55.3%
Canadian Equities	34.8%
Preferred Shares	8.6%
Cash & Other Net Assets	1.3%

The Fund held no short positions as at June 30, 2017.

*The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the Fund and a quarterly update is available at [www.leithwheeler.com](http://www.leithwheeler.com)*