

Leith Wheeler Short Term Income Fund

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE
December 31, 2022



This annual management report of fund performance contains financial highlights, but does not contain complete annual financial statements of the investment fund. You can get a copy of the 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 or SEDAR 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.

Management Discussion of Fund Performance

Investment Objective and Strategies

To provide investors with an improved rate of return for short term investments, while preserving the value of their investment. This Fund invests primarily in cash, short term notes, banker's acceptances, treasury bills, corporate paper, and other similar investments. The Fund may also invest in securities issued by corporations, including fixed coupon bonds, step-up bonds, sinking funds and amortizing bonds, medium term notes, callable and putable bonds, floating rate notes, zero coupon bonds, and other similar securities.

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 increased by 21.5% in 2022 to \$136.5 million from \$112.3 million at the end of 2021. Of this change, \$1.5 million was attributable to positive investment performance and \$22.7 million attributable to net inflows from unitholders.

For the year ended December 31, 2022, the Short-Term Income Fund Series A increased +1.1% before fees, and Series B, I1 and F increased +0.7%, +0.9% and +0.8%, respectively, after fees and expenses. FTSE Canada 91 Day T-Bills increased +1.8% over the same period.

Our strategy for the Short-Term Income Fund is to provide an enhanced rate of return for short-term investments. The funds are designed for investors who desire the safety of capital with a high degree of liquidity. The Fund invests in government and corporate short-term fixed income securities and cash equivalents.

As of December 31, 2022, the Fund held 79.1% of its securities in corporate short-term issues, 13.0% in federal short-term issues, 0.7% in provincial issues, 6.5% in maples and 0.7% in cash and equivalents. For liquidity reasons, federal and provincial issues will make up a minimum of 10% of the portfolio.

The fund continues to invest in high-quality investment-grade securities. As of December 31, 2022, the fund held 13.1% in AAA securities, 20.4% in AA, 38.7% in A, and 27.8% in BBB.

Recent Developments

In January 2023, the Bank of Canada hiked the overnight rate to 4.50%.

Effective January 1, 2023, the manager is no longer waiving certain management fees and reinstated the standard management fees for each of the following series: from 0.35% to 0.65% for Series B, 0.25% to 0.45% for Series F, and 0.15% to 0.45% for Series I1, plus applicable taxes.

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.

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 is 0.65% for the Series B, 0.45% for the Series I1 and 0.45% for the Series F units of the Fund. Leith Wheeler has temporarily reduced the fee on its Short Term Income Fund from 0.65% to 0.35% for Series B (effective April 25, 2017), 0.45% to 0.15% for Series I1 (effective March 20, 2018), and 0.45% to 0.25% for Series F (effective May 18, 2018) to help maintain a positive yield for investors. The amount of this waiver is determined by us, in our discretion, and the full fees may be restored by us at any time. During the year, the Fund paid the Manager net of fee reduction, \$47,476 for Series B, \$58 for Series I1 and \$5,160 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 commissions, transaction 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 five years or for the periods since inception. This information is derived from the Fund's audited annual financial statements.

Series A (inception December 15, 2016)	2022	2021	2020	2019	2018
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾	\$9.76	\$9.89	\$9.91	\$9.93	\$9.98
Increase (decrease) from operations:					
Total revenue	0.24	0.19	0.20	0.25	0.25
Total expenses	-	-	-	-	-
Realized gains (losses) for the year	(0.08)	(0.10)	(0.03)	(0.02)	(0.04)
Unrealized gains (losses) for the year	(0.04)	(0.04)	0.01	0.01	(0.02)
Total increase (decrease) from operations ⁽¹⁾	0.12	0.05	0.18	0.24	0.19
Distributions:					
From income (excluding dividends)	(0.23)	(0.19)	(0.21)	(0.26)	(0.24)
From dividends	-	-	-	-	-
From capital gains	-	-	-	-	-
Return of capital	-	-	-	-	-
Total Annual Distributions ⁽²⁾	(0.23)	(0.19)	(0.21)	(0.26)	(0.24)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$9.63	\$9.76	\$9.89	\$9.91	\$9.93

Series B (inception December 15, 2016)	2022	2021	2020	2019	2018
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾	\$9.69	\$9.86	\$9.83	\$9.86	\$9.96
Increase (decrease) from operations:					
Total revenue	0.22	0.19	0.19	0.25	0.24
Total expenses	(0.03)	(0.03)	(0.02)	(0.02)	(0.01)
Realized gains (losses) for the year	(0.07)	(0.10)	(0.02)	(0.02)	(0.04)
Unrealized gains (losses) for the year	(0.04)	(0.04)	-	0.01	(0.02)
Total increase (decrease) from operations ⁽¹⁾	0.08	0.02	0.15	0.22	0.17
Distributions:					
From income (excluding dividends)	(0.17)	(0.19)	(0.12)	(0.24)	(0.25)
From dividends	-	-	-	-	-
From capital gains	-	-	-	-	-
Return of capital	-	-	-	-	-
Total Annual Distributions ⁽²⁾	(0.17)	(0.19)	(0.12)	(0.24)	(0.25)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$9.59	\$9.69	\$9.86	\$9.83	\$9.86

Financial Highlights (cont.)

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

Series I1 (inception March 20, 2018)	2022	2021	2020	2019	2018
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾⁽³⁾	\$10.10	\$10.17	\$10.04	\$10.02	\$10.00
Increase (decrease) from operations:					
Total revenue	0.07	0.20	0.26	0.24	0.19
Total expenses	(0.02)	(0.02)	(0.03)	(0.02)	(0.01)
Realized gains (losses) for the year	(0.02)	(0.10)	(0.03)	(0.02)	(0.03)
Unrealized gains (losses) for the year	(0.01)	(0.04)	0.01	0.01	(0.02)
Total increase (decrease) from operations ⁽¹⁾	0.02	0.04	0.21	0.21	0.13
Distributions:					
From income (excluding dividends)	(0.08)	(0.11)	(0.05)	(0.21)	(0.22)
From dividends	-	-	-	-	-
From capital gains	-	-	-	-	-
Return of capital	-	-	-	-	-
Total Annual Distributions ⁽²⁾	(0.08)	(0.11)	(0.05)	(0.21)	(0.22)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$10.11	\$10.10	\$10.17	\$10.04	\$10.02

Series F (inception May 18, 2018)	2022	2021	2020	2019	2018
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾⁽⁴⁾	\$9.38	\$9.51	\$9.65	\$9.69	\$10.00
Increase (decrease) from operations:					
Total revenue	0.14	0.19	0.15	0.23	0.16
Total expenses	(0.02)	(0.03)	(0.02)	(0.02)	(0.01)
Realized gains (losses) for the year	(0.05)	(0.10)	(0.02)	(0.02)	(0.02)
Unrealized gains (losses) for the year	(0.03)	(0.04)	0.01	0.01	(0.01)
Total increase (decrease) from operations ⁽¹⁾	0.04	0.02	0.12	0.20	0.12
Distributions:					
From income (excluding dividends)	(0.14)	(0.16)	(0.29)	(0.25)	(0.11)
From dividends	-	-	-	-	-
From capital gains	-	-	-	-	-
Return of capital	-	-	-	-	-
Total Annual Distributions ⁽²⁾	(0.14)	(0.16)	(0.29)	(0.25)	(0.11)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$9.32	\$9.38	\$9.51	\$9.65	\$9.69

(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 March 20, 2018, inception date of Series I1 units of the Fund. Series I1 net asset value per unit offering commenced at the closing net asset value per unit of Series B on March 20, 2018 of \$9.99.

(4) From May 18, 2018, inception date of Series F units of the Fund. Series F net asset value per unit offering commenced at the closing net asset value per unit of Series B on May 18, 2018 of \$9.96.

Financial Highlights (cont.)

Ratios and Supplemental Data

Series A (inception December 15, 2016)	2022	2021	2020	2019	2018
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	123,725	95,654	112,459	86,918	108,166
Number of units outstanding (000s) ⁽¹⁾	12,842	9,805	11,370	8,769	10,890
Management expense ratio (%) ⁽²⁾	-	-	-	-	-
Management expense ratio before waivers or absorptions (%)	0.03	0.03	0.03	0.02	0.02
Trading expense ratio (%) ⁽³⁾	-	-	-	-	-
Portfolio turnover rate (%) ⁽⁴⁾	21.80	33.59	55.34	134.83	208.92
Net assets attributable to holders of redeemable units - per unit (\$)	9.63	9.76	9.89	9.91	9.93

Series B (inception December 15, 2016)	2022	2021	2020	2019	2018
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	11,201	13,962	14,087	25,262	16,642
Number of units outstanding (000s) ⁽¹⁾	1,168	1,441	1,429	2,569	1,687
Management expense ratio (%) ⁽²⁾	0.37	0.37	0.37	0.37	0.37
Management expense ratio before waivers or absorptions (%)	0.72	0.73	0.71	0.71	0.71
Trading expense ratio (%) ⁽³⁾	-	-	-	-	-
Portfolio turnover rate (%) ⁽⁴⁾	21.80	33.59	55.34	134.83	208.92
Net assets attributable to holders of redeemable units - per unit (\$)	9.59	9.69	9.86	9.83	9.86

Series I1 (inception March 20, 2018)	2022	2021	2020	2019	2018
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	16	145	1,209	15,578	27,840
Number of units outstanding (000s) ⁽¹⁾	2	14	119	1,551	2,777
Management expense ratio (%) ⁽²⁾	0.17	0.17	0.17	0.17	0.16
Management expense ratio before waivers or absorptions (%)	0.55	0.55	0.55	0.54	0.49
Trading expense ratio (%) ⁽³⁾	-	-	-	-	-
Portfolio turnover rate (%) ⁽⁴⁾	21.80	33.59	55.34	134.83	208.92
Net assets attributable to holders of redeemable units - per unit (\$)	10.11	10.10	10.17	10.04	10.02

Financial Highlights (cont.)

Ratios and Supplemental Data (cont.)

Series F (inception March 20, 2018)	2022	2021	2020	2019	2018
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	1,600	2,571	2,533	935	676
Number of units outstanding (000s) ⁽¹⁾	172	274	266	97	70
Management expense ratio (%) ⁽²⁾	0.26	0.27	0.28	0.28	0.26
Management expense ratio before waivers or absorptions (%)	0.50	0.51	0.53	0.53	0.49
Trading expense ratio (%) ⁽³⁾	-	-	-	-	-
Portfolio turnover rate (%) ⁽⁴⁾	21.80	33.59	55.34	134.83	208.92
Net assets attributable to holders of redeemable units - per unit (\$)	9.32	9.38	9.51	9.65	9.69

(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

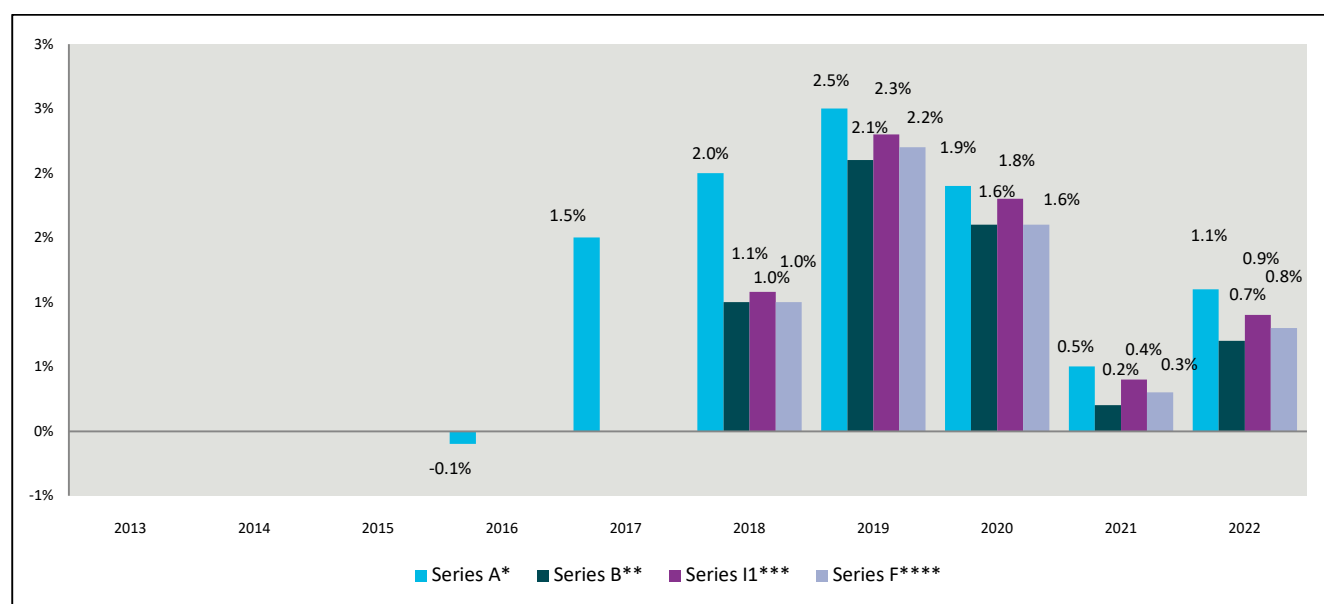
General

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 units were created December 15, 2016. Return from inception on December 15, 2016 to December 31, 2016, not annualized.

** Series B units were created December 15, 2016, however, these units were not offered under Simplified Prospectus until May 25, 2018. Return from May 25, 2018 to December 31, 2018, not annualized.

*** Series I1 units were created March 20, 2018, however, these units were not offered under Simplified Prospectus until May 25, 2018. Return from inception on May 25, 2018 to December 31, 2018, not annualized.

**** Series F units were created May 18, 2018, however, these units were not offered under Simplified Prospectus until May 25, 2018. Return from inception on May 25, 2018 to December 31, 2018, not annualized.

Past Performance (cont.)**Annual Compound Returns**

The following table compares the historical annual compound return of the Fund (before fees for Series A and after fees for Series B, F and I1) with the FTSE Canada 91 Day T-Bill Index, in each case for the year ended December 31, 2022. The FTSE Canada 91 Day T-Bill Index measures the return attributable to 91 Day Treasury Bills. A discussion of the performance of the Fund as compared to the benchmark is found in the Results of Operations section of this document.

For the Years ended December 31	1 Year	3 Years	5 Years	10 Years
Fund – Series A*	1.1%	1.2%	1.6%	n/a
Benchmark	1.8%	1.0%	1.2%	n/a
Fund – Series B**	0.7%	0.8%	n/a	n/a
Benchmark	1.8%	1.0%	n/a	n/a
Fund – Series I1***	0.9%	1.0%	n/a	n/a
Benchmark	1.8%	1.0%	n/a	n/a
Fund – Series F****	0.8%	0.9%	n/a	n/a
Benchmark	1.8%	1.0%	n/a	n/a

* Series A units were created December 15, 2016.

** Series B units were created December 15, 2016, however, these units were not offered under Simplified Prospectus until May 25, 2018.

*** Series I1 units were created March 20, 2018, however, these units were not offered under Simplified Prospectus until May 25, 2018.

**** Series F units were created May 18, 2018, however, these units were not offered under Simplified Prospectus until May 25, 2018.

Summary of Investment Portfolio

As at December 31, 2022

Top 25 Positions

Issuer	% of Net Asset Value
Canadian Government Bond 2.00% September 01, 2023	13.0%
Bank of Nova Scotia 2.38% May 01, 2023	5.8%
Bank of Montreal 2.85% March 06, 2024	5.7%
Brookfield Infrastructure Finance ULC 3.32% February 22, 2024	4.3%
HSBC Bank Canada 5.40% June 29, 2023	3.7%
HSBC Bank Canada 4.92% February 23, 2023	3.7%
Toronto-Dominion Bank 4.90% April 06, 2023	3.7%
Enbridge Inc 3.94% January 13, 2023	3.7%
Choice Properties Real Estate Investment Trust 4.90% July 05, 2023	3.7%
Ivanhoe Cambridge II Inc 2.91% June 27, 2023	3.6%
Pembina Pipeline Corp 2.56% June 01, 2023	3.6%
Morgan Stanley 5.18% March 21, 2025	3.6%
North West Redwater Partnership / NWR Financing Co Ltd 1.20% December 01, 2023	3.5%
Royal Bank of Canada 2.35% July 02, 2024	3.5%
Goldman Sachs Group Inc 4.93% April 29, 2025	2.9%
H&R Real Estate Investment Trust 3.37% January 30, 2024	2.8%
Manulife Bank of Canada 2.84% January 12, 2023	2.2%
Canadian Imperial Bank of Commerce 5.08% June 10, 2024	2.2%
Canadian Western Bank 4.99% January 22, 2024	2.2%
Enbridge Pipelines Inc 3.79% August 17, 2023	2.2%
Dollarama Inc 3.55% November 06, 2023	2.2%
Inter Pipeline Ltd 2.61% September 13, 2023	2.2%
Toronto-Dominion Bank 2.85% March 08, 2024	2.1%
Royal Bank of Canada 0% February 16, 2023	1.8%
Brookfield Corp 5.04% March 08, 2024	1.5%

Portfolio Allocation

Portfolio Breakdown	% of Net Asset Value
Corporate Bonds	79.1%
Federal Bonds	13.0%
Maple Bonds	6.5%
Cash & Other Net Assets	0.7%
Provincial Bonds	0.7%

The Fund held no short positions as at December 31, 2022.

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.