

Leith Wheeler Canadian Equity Fund

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

June 30, 2022



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 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 superior long-term investment returns by investing primarily in a diversified portfolio of common shares and other equity related securities of Canadian issuers. The Fund is not restricted by capitalization or industry sector although portfolio diversification is a consideration in the selection of securities for the Fund. Under normal circumstances, the Fund will keep its portfolio fully invested, to the greatest extent possible, in Canadian equity and equity related securities.

Our approach to stock picking is based on fundamental research with a strong “value” bias. Our test for value is viewing any investment we make as if we were “buying the whole business”. Therefore, the critical question becomes “what would be the price of the whole business that would make the purchase a profitable one?” Our experience has been that the price of a company in the stock market does not always reflect its real value. This discrepancy between price and value creates excellent investment opportunities.

As value investors, we tend to include companies in the portfolio when they are “out of favour” by the market and have declined in price. Companies can become undervalued when there is a lack of investor awareness; when an entire industry is out of favour with investors; or when a company experiences a short-term difficulty which, following careful analysis, we believe can be overcome. By purchasing these companies after a price decline, we find we are able to control risk in the portfolio as these investments often have less downside risk while offering a decent potential return.

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 11% in the first half of 2022 to \$3,377 million from \$3,794.8 million at the end of 2021. Of this change, \$213.3 million was attributable to negative investment performance and \$204.5 million to net outflows from unitholders.

The Canadian Equity Fund outperformed the S&P/TSX Composite Index during the first half of 2022, with Series A of the Fund decreasing -6.0% and Series B of the Fund decreasing -6.7% after fees and expenses.

After generating positive returns and escaping the weakness that hit other developed equity markets, the Canadian equity market fell into correction territory during the first half of 2022 as investors worried that aggressive interest rate hikes to combat high inflation would send the economy into a recession.

The S&P/TSX Composite Index ended the first half of 2022 9.9% lower than it began the year. Nine of the 11 sectors delivered negative returns for the period, dominated by Information Technology (-55.3%), Health Care (-53.9%), and Real Estate (-21.6%). Energy (+26.2%) and Utilities (+1.3%) were the only positively performing sectors.

Among the top contributors to the Fund’s performance in the first half of 2022 were Tourmaline Oil Corp (+73.5%), Canadian Natural Resources (+32.0%), and Definity Financial (+13.7%). Tourmaline Oil and Canadian Natural Resources have both reported solid results amid higher oil and natural gas prices, generating significant free cash flow which is being returned to shareholders through dividend increases and share buybacks. Definity Financial rose as the company reported good first quarter results. Premium growth was better than expected and increased by +13% year-over-year due to strength in the company’s digital direct-to-consumer channel, Sonnet. Operating return on equity also increased, driven by personal auto, personal property and commercial lines of business. The outlook for the rest of 2022 and 2023 is positive.

In contrast, Enghouse Systems (-40.7%), Sleep Country Canada (-35.1%), and NFI Group (-33.4%) detracted from performance. Shares of Enghouse Systems were down after the company reported weaker than expected financial results. Despite reporting strong quarterly results and beating consensus expectations across the board, Sleep Country declined in the first half of 2022. Looking forward, we expect the pace of growth to slow, but believe the company is in a solid position to deliver modest growth through ongoing market share gains. NFI earnings have been challenged as global supply chain disruptions have reduced the availability of key parts and components and hurt production. Longer term, we expect profitability to improve once supply chain issues dissipate, while the demand environment remains strong.

There were no new holdings added to the Fund in the first half of 2022.

In the first quarter of 2022 we exited a very small position in Brookfield Asset Management Reinsurance (BAMR). Shares were received in a spin-off from our ownership of Brookfield Asset Management (BAM) in 2021.

Management Discussion of Fund Performance (cont.)

Results of Operations (cont.)

The worsening economic outlook and higher-inflation environment is already being reflected in markets. While stocks have declined across the board, certain sectors have been hit harder than others. Areas of the market that had been popular during the pandemic - and were expensive in our view - have had a very difficult 2022.

The current period of uncertainty will create opportunity for long-term investors, and we will take advantage. Whereas it was becoming more challenging to find value after a very strong year in 2021, many areas of equity and bond markets are now more interesting. After many years of growth stocks out-performing in an overstimulated (low rate) environment, a return to more normal interest rates bodes well for us as value managers.

Recent Developments

The S&P/TSX Composite Index was up +4.7% in July of 2022.

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 for the Series B units of the Fund is 1.40%. During the year, the Fund paid the Manager \$409,100 (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 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.

Series A	June 30, 2022	2021	2020	2019	2018	2017
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾	\$58.87	\$46.80	\$45.21	\$38.45	\$44.90	\$41.67
Increase (decrease) from operations:						
Total revenue	0.92	1.44	1.40	1.17	1.05	1.00
Total expenses	-	-	-	-	-	-
Realized gains (losses) for the year	2.49	4.16	0.68	0.58	0.81	0.80
Unrealized gains (losses) for the year	(6.84)	8.16	1.67	6.20	(6.96)	2.56
Total increase (decrease) from operations ⁽¹⁾	(3.43)	13.76	3.75	7.95	(5.10)	4.36
Distributions:						
From income (excluding dividends)	(0.02)	-	(0.01)	(0.01)	-	-
From dividends	(0.93)	(1.46)	(1.32)	(1.17)	(1.04)	(0.91)
From capital gains	-	(0.13)	-	-	(0.36)	-
Return of capital	-	-	-	-	-	-
Total Annual Distributions ⁽²⁾	(0.95)	(1.59)	(1.33)	(1.18)	(1.40)	(0.91)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$54.43	\$58.87	\$46.80	\$45.21	\$38.45	\$44.90

Series B	June 30, 2022	2021	2020	2019	2018	2017
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾	\$66.04	\$52.47	\$50.17	\$42.60	\$49.59	\$45.94
Increase (decrease) from operations:						
Total revenue	0.82	1.63	(1.20)	1.30	1.08	1.06
Total expenses	(0.48)	(0.89)	(0.57)	(0.69)	(0.66)	(0.60)
Realized gains (losses) for the year	2.20	4.70	(0.58)	0.65	0.83	0.85
Unrealized gains (losses) for the year	(6.05)	9.24	(1.43)	6.94	(7.16)	2.69
Total increase (decrease) from operations ⁽¹⁾	(3.51)	14.68	(3.78)	8.20	(5.91)	3.99
Distributions:						
From income (excluding dividends)	-	-	-	(0.01)	-	-
From dividends	(0.26)	(0.72)	(0.32)	(0.51)	(0.28)	(0.24)
From capital gains	-	(0.14)	-	-	(0.40)	-
Return of capital	-	-	-	-	-	-
Total Annual Distributions ⁽²⁾	(0.26)	(0.86)	(0.32)	(0.52)	(0.68)	(0.24)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$61.36	\$66.04	\$52.47	\$50.17	\$42.60	\$49.59

(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.

Financial Highlights (cont.)

Ratios and Supplemental Data

Series A	June 30, 2022	2021	2020	2019	2018	2017
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	3,338,246	3,733,099	3,256,668	3,129,925	2,590,288	2,898,971
Number of units outstanding (000s) ⁽¹⁾	61,332	63,410	69,588	69,227	67,375	64,560
Management expense ratio (%) ⁽²⁾	-	-	-	-	-	-
Management expense ratio before waivers or absorptions (%)	-	-	-	-	-	-
Trading expense ratio (%) ⁽³⁾	0.01	0.02	0.04	0.03	0.04	0.04
Portfolio turnover rate (%) ⁽⁴⁾	13.21	13.40	23.06	17.60	20.33	19.86
Net assets attributable to holders of redeemable units - per unit (\$)	54.43	58.87	46.80	45.21	38.45	44.90

Series B	June 30, 2022	2021	2020	2019	2018	2017
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	38,745	61,651	58,192	102,467	96,281	133,872
Number of units outstanding (000s) ⁽¹⁾	631	934	1,109	2,042	2,260	2,700
Management expense ratio (%) ⁽²⁾	1.49	1.49	1.48	1.49	1.49	1.49
Management expense ratio before waivers or absorptions (%)	1.49	1.49	1.48	1.49	1.49	1.49
Trading expense ratio (%) ⁽³⁾	0.01	0.02	0.04	0.03	0.04	0.04
Portfolio turnover rate (%) ⁽⁴⁾	13.21	13.40	23.06	17.60	20.33	19.86
Net assets attributable to holders of redeemable units - per unit (\$)	61.36	66.04	52.47	50.17	42.60	49.59

(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

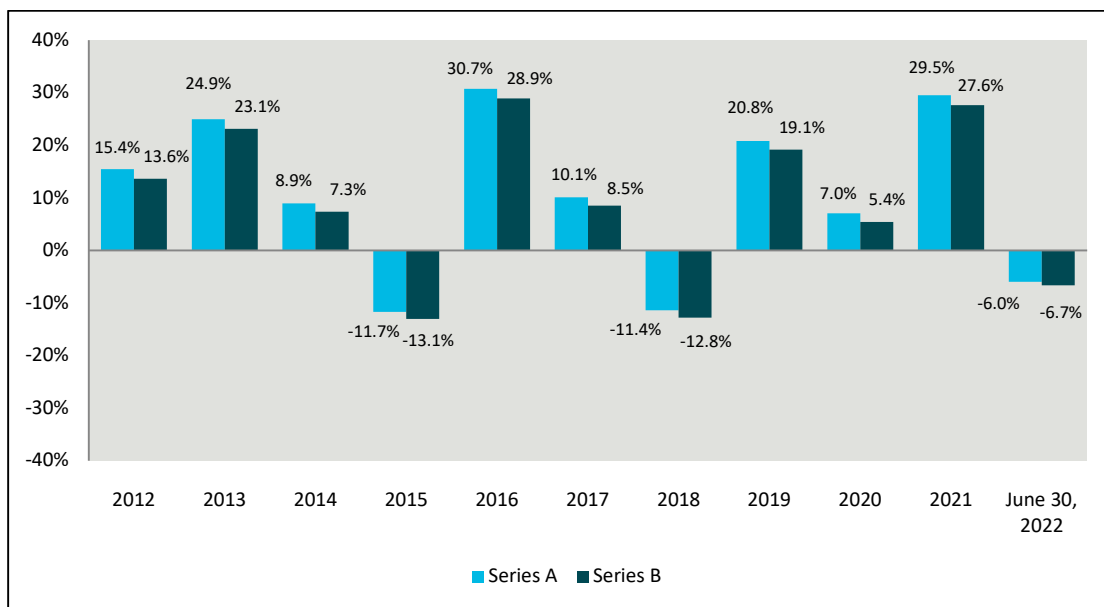
General

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.



Summary of Investment Portfolio

As at June 30, 2022

Top 25 Positions

Issuer	% of Net Asset Value
Royal Bank of Canada	7.2%
Toromont Industries Ltd	6.7%
Canadian National Railway Co	5.5%
Toronto-Dominion Bank	5.2%
Brookfield Asset Management Inc	4.9%
Brookfield Infrastructure Partners LP	4.6%
Constellation Software Inc	4.1%
Tourmaline Oil Corp	4.0%
Bank of Montreal	3.5%
Canadian Natural Resources Ltd	3.4%
Open Text Corp	3.1%
Saputo Inc	3.1%
CGI Inc	3.0%
Rogers Communications Inc	3.0%
Waste Connections Inc	2.8%
Bank of Nova Scotia	2.8%
Pembina Pipeline Corp	2.6%
Canadian Imperial Bank of Commerce	2.5%
Manulife Financial Corp	2.5%
Canadian Tire Corp Ltd	2.3%
Metro Inc	2.3%
iA Financial Corp Inc	2.2%
Hydro One Ltd	2.1%
Finning International Inc	2.1%
First Capital Real Estate Investment Trust	1.5%

Portfolio Allocation

Portfolio Breakdown	% of Net Asset Value
Financials	35.0%
Industrials	19.0%
Information Technology	11.6%
Energy	10.5%
Utilities	6.7%
Consumer Staple	5.4%
Consumer Discretionary	3.3%
Communication Services	3.3%
Materials	3.0%
Real Estate	1.5%
Cash & Other Net Assets	0.7%

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