

Leith Wheeler Canadian Dividend Fund

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

June 30, 2024



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 or SEDAR+ at www.sedarplus.ca.

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 a source of monthly income with the potential for long term growth through capital appreciation and growth in dividends by investing primarily in a portfolio of common shares, convertible debentures 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 2.0% in the first half of 2024 to \$181.3 million from \$185.0 million at the end of 2023. Of this change, \$5.0 million was attributable to positive investment performance and \$8.7 million to net outflows from unitholders.

For the six months ended June 30, 2024, the Canadian Dividend Fund Series A increased +2.7% before fees, and Series F increased +2.2% after fees and expenses. The S&P/TSX Composite Dividend Index (TSX Dividend) increased +6.4% over the same period.

In the first quarter, the Fund delivered positive absolute returns, primarily driven by successful stock selection in Consumer Staples and a strategic overweight in both the Information Technology and Consumer Staples sectors. The Canadian equity market continues to trade at a significant valuation discount relative to its long-term average price-to-earnings multiple of 17x.

The Fund declined over the second quarter and underperformed the TSX Dividend. Positive contributions to relative returns came from successful stock selection in the Consumer Staples, Energy, and Materials sectors. However, an underweight position in Materials and stock selection in Information Technology, Industrials, and Utilities detracted from relative performance. Global equity markets reached new highs in the second quarter, but the most significant gains were concentrated in a few mega-cap stocks benefitting from artificial intelligence. The Canadian market does not have these types of companies, and despite reaching mid-quarter highs, the S&P/TSX Composite Dividend Index ended the quarter down -0.5%.

Recent Developments

The S&P/TSX Composite Dividend Index returned +6.4% in July 2024.

Management Discussion of Fund Performance (cont.)

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, 2024, the Leith Wheeler Income Advantage Fund owned 1,223,323 Series A units of the Fund. This holding represents 9.8% of this Fund.

Management Fees and Administration Fees

Management fees and administration fees of each series of the Fund are payable to the Manager and calculated at the following annual percentages, before GST/HST, of the daily NAV of each series of the Fund. Administration fees became effective November 1, 2023.

Fee	Series A	Series F
Management Fees	*	0.95 %
Administration Fees	0.02 %	0.10 %

* Series A unitholders pay a negotiated management fee

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, 2024	2023	2022	2021	2020	2019
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾	\$14.42	\$13.50	\$14.87	\$11.93	\$12.31	\$10.56
Increase (decrease) from operations:						
Total revenue	0.27	0.51	0.50	0.41	0.56	0.43
Total expenses	-	(0.01)	-	-	-	-
Realized gains (losses) for the year	0.27	0.69	1.04	0.78	(0.88)	0.18
Unrealized gains (losses) for the year	(0.14)	0.47	(1.87)	2.18	0.83	1.64
Total increase (decrease) from operations ⁽¹⁾	0.40	1.66	(0.33)	3.37	0.51	2.25
Distributions:						
From income (excluding dividends)	(0.28)	(0.05)	(0.03)	(0.02)	(0.01)	-
From dividends	-	(0.41)	(0.48)	(0.39)	(0.43)	(0.40)
From capital gains	-	(0.28)	(0.42)	-	-	(0.03)
Return of capital	-	(0.01)	-	-	-	-
Total Annual Distributions ⁽²⁾⁽⁴⁾	(0.28)	(0.75)	(0.93)	(0.41)	(0.44)	(0.43)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$14.54	\$14.42	\$13.50	\$14.87	\$11.93	\$12.31

Series B ⁽³⁾	June 30, 2024	2023	2022	2021	2020	2019
Net assets attributable to holders of redeemable units - per unit, beginning of year ⁽¹⁾	n/a	\$13.70	\$15.02	\$12.15	\$12.28	\$10.50
Increase (decrease) from operations:						
Total revenue	n/a	0.52	0.95	0.40	(3.33)	0.43
Total expenses	n/a	(0.01)	(0.15)	(0.18)	(0.15)	(0.25)
Realized gains (losses) for the year	n/a	0.70	2.00	0.76	5.18	0.18
Unrealized gains (losses) for the year	n/a	(0.39)	(3.58)	2.12	(4.85)	1.62
Total increase (decrease) from operations ⁽¹⁾	n/a	0.82	(0.78)	3.10	(3.15)	1.98
Distributions:						
From income (excluding dividends)	n/a	-	-	-	-	-
From dividends	n/a	(0.11)	(0.23)	(0.34)	(0.06)	(0.18)
From capital gains	n/a	-	(0.43)	-	-	(0.03)
Return of capital	n/a	-	-	-	-	-
Total Annual Distributions ⁽²⁾⁽⁴⁾	n/a	(0.11)	(0.66)	(0.34)	(0.06)	(0.21)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	n/a	-	\$13.70	\$15.02	\$12.15	\$12.28

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

Series F	June 30, 2024	2023	2022	2021	2020	2019
Net assets attributable to holders of redeemable units - per unit, beginning of year ^{(1) (3)}	\$13.44	\$12.69	\$14.02	\$11.26	\$11.56	\$9.82
Increase (decrease) from operations:						
Total revenue	0.26	0.47	0.63	0.39	(0.25)	0.33
Total expenses	(0.08)	(0.01)	(0.14)	(0.13)	(0.01)	(0.01)
Realized gains (losses) for the year	0.25	0.64	1.32	0.73	0.39	0.14
Unrealized gains (losses) for the year	(0.15)	0.29	(2.37)	2.05	(0.37)	1.26
Total increase (decrease) from operations ⁽¹⁾	0.28	1.39	(0.56)	3.04	(0.24)	1.72
Distributions:						
From income (excluding dividends)	(0.17)	(0.04)	-	-	-	-
From dividends	-	(0.33)	(0.39)	(0.27)	(0.26)	(0.16)
From capital gains	-	(0.30)	(0.40)	-	-	(0.03)
Return of capital	-	(0.01)	-	-	-	-
Total Annual Distributions ⁽²⁾⁽⁴⁾	(0.17)	(0.68)	(0.79)	(0.27)	(0.26)	(0.19)
Net assets attributable to holders of redeemable units - per unit, end of year ⁽¹⁾	\$13.55	\$13.44	\$12.69	\$14.02	\$11.26	\$11.56

(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) Effective July 4, 2023, Series B has been discontinued as there are no unitholders.

(4) Distributions are characterized into income type at year-end.

Financial Highlights (cont.)

Ratios and Supplemental Data

Series A	June 30, 2024	2023	2022	2021	2020	2019
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	170,662	174,542	176,021	226,655	193,091	145,338
Number of units outstanding (000s) ⁽¹⁾	11,740	12,105	13,038	15,239	16,191	11,804
Management expense ratio (%) ⁽²⁾	0.02	-	-	-	-	-
Management expense ratio before waivers or absorptions (%)	0.02	0.02	0.02	0.01	0.02	0.02
Trading expense ratio (%) ⁽³⁾	0.01	0.02	0.02	0.02	0.08	0.06
Portfolio turnover rate (%) ⁽⁴⁾	4.70	16.92	11.91	17.61	33.47	30.87
Net assets attributable to holders of redeemable units - per unit (\$)	14.54	14.42	13.50	14.87	11.93	12.31

Series B ⁽⁵⁾	June 30, 2024	2023	2022	2021	2020	2019
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	n/a	n/a	2,566	3,732	2,426	7,744
Number of units outstanding (000s) ⁽¹⁾	n/a	n/a	187	248	200	630
Management expense ratio (%) ⁽²⁾	n/a	n/a	1.50	1.50	1.50	1.50
Management expense ratio before waivers or absorptions (%)	n/a	n/a	1.52	1.51	1.52	1.52
Trading expense ratio (%) ⁽³⁾	n/a	n/a	0.02	0.02	0.08	0.06
Portfolio turnover rate (%) ⁽⁴⁾	n/a	n/a	11.91	17.61	33.47	30.87
Net assets attributable to holders of redeemable units - per unit (\$)	n/a	n/a	13.70	15.02	12.15	12.28

Series F	June 30, 2024	2023	2022	2021	2020	2019
Total net assets attributable to holders of redeemable units (\$000s) ⁽¹⁾	10,625	10,438	6,064	5,555	4,632	5,204
Number of units outstanding (000s) ⁽¹⁾	784	777	478	396	412	450
Management expense ratio (%) ⁽²⁾	1.19	1.05	1.02	1.03	1.02	1.02
Management expense ratio before waivers or absorptions (%)	1.19	1.07	1.04	1.04	1.04	1.04
Trading expense ratio (%) ⁽³⁾	0.01	0.02	0.02	0.02	0.08	0.06
Portfolio turnover rate (%) ⁽⁴⁾	4.70	16.92	11.91	17.61	33.47	30.87
Net assets attributable to holders of redeemable units - per unit (\$)	13.55	13.44	12.69	14.02	11.26	11.56

- (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.
- (5) Effective July 4, 2023, Series B has been discontinued as there are no unitholders.

Past Performance

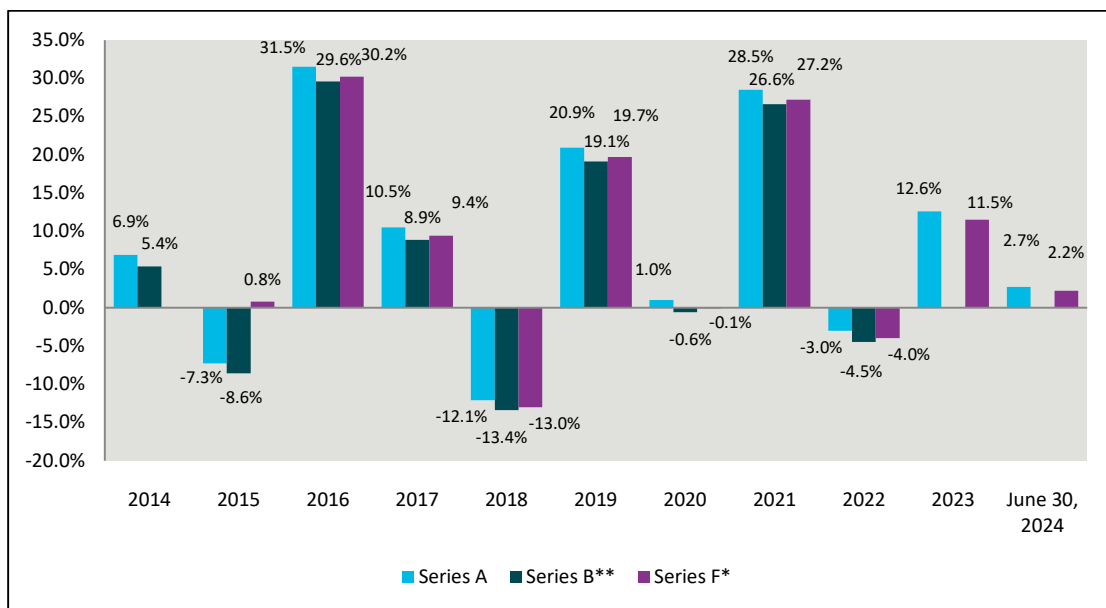
General

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 F units were created on September 10, 2015. Return from September 10, 2015 to December 31, 2015, not annualized.

**Effective July 4, 2023, Series B has been discontinued as there are no unitholders.

Summary of Investment Portfolio

As at June 30, 2024

Top 25 Positions

Issuer	% of Net Asset Value
Royal Bank of Canada	8.2%
Pembina Pipeline Corporation	6.0%
Toromont Industries Limited	5.5%
The Toronto-Dominion Bank	4.9%
Brookfield Infrastructure Partners Limited Partnership	4.8%
Bank of Montreal	4.3%
Canadian National Railway Company	4.3%
Saputo Inc.	3.8%
Canadian Natural Resources Limited	3.5%
Canadian Imperial Bank of Commerce	3.1%
Hydro One Limited	3.1%
Metro Inc., Class 'A'	3.0%
Rogers Communications Inc., Class 'B'	2.7%
Open Text Corporation	2.7%
The Bank of Nova Scotia	2.6%
First Capital Real Estate Investment Trust	2.3%
Manulife Financial Corporation	2.2%
Finning International Inc.	2.2%
Constellation Software Inc.	2.1%
Methanex Corporation	2.1%
iA Financial Corporation Inc.	2.0%
Definity Financial Corporation	1.9%
Russel Metals Inc.	1.7%
Chartwell Retirement Residences	1.7%
Intact Financial Corporation	1.6%

Portfolio Allocation

Portfolio Breakdown	% of Net Asset Value
Financials	35.0%
Industrials	15.3%
Energy	12.1%
Utilities	7.9%
Consumer Staple	6.9%
Information Technology	6.2%
Real Estate	4.0%
Communication Services	4.0%
Materials	3.3%
Consumer Discretionary	3.0%
Health Care	1.7%
Cash & Other Net Assets	0.6%

The Fund held no short positions as at June 30, 2024.

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.