

COUNSEL SHORT TERM BOND

Interim Unaudited Financial Statements

For the Six-Month Period Ended September 30, 2024

These Interim Unaudited Financial Statements do not contain the Interim Management Report of Fund Performance (“MRFP”) of the investment fund. You may obtain a copy of the Interim MRFP, at no cost, by calling 1-877-216-4979, by writing to us at 255 Dufferin Ave., London, Ontario, N6A 4K1 or by visiting our website at www.counselportfolios.ca or by visiting the SEDAR+ website at www.sedarplus.ca. Copies of the Annual Financial Statements or Annual MRFP may also be obtained, at no cost, using any of the methods outlined above.

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.

NOTICE OF NO AUDITOR REVIEW OF THE INTERIM FINANCIAL STATEMENTS

The Manager of the Counsel Short Term Bond (the “Fund”) appoints independent auditors to audit the Fund’s Annual Financial Statements. Under Canadian securities laws (National Instrument 81-106), if an auditor has not reviewed the Interim Financial Statements, this must be disclosed in an accompanying notice.

The Fund’s independent auditors have not performed a review of these Interim Financial Statements in accordance with standards established by the Chartered Professional Accountants of Canada.

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF FINANCIAL POSITION

at (in \$ 000 except per security amounts)

	Sep. 30 2024	Mar. 31 2024 (Audited)
	\$	\$
ASSETS		
Current assets		
Investments at fair value	83,099	86,601
Cash and cash equivalents	1,919	1,329
Accrued interest receivable	583	662
Accounts receivable for investments sold	2	2
Accounts receivable for securities issued	304	40
Due from manager	1	1
Margin on derivatives	69	90
Derivative assets	28	37
Total assets	86,005	88,762
LIABILITIES		
Current liabilities		
Accounts payable for investments purchased	242	157
Accounts payable for securities redeemed	112	279
Due to manager	1	1
Derivative liabilities	18	24
Total liabilities	373	461
Net assets attributable to securityholders	85,632	88,301

STATEMENTS OF COMPREHENSIVE INCOME

for the periods ended September 30 (in \$ 000 except per security amounts)

	2024 \$	2023 \$
Income		
Interest income for distribution purposes	1,589	1,262
Other changes in fair value of investments and other net assets		
Net realized gain (loss)	551	(743)
Net unrealized gain (loss)	1,812	(779)
Securities lending income	6	5
Fee rebate income	-	1
Total income (loss)	3,958	(254)
Expenses (note 6)		
Management fees	34	40
Management fee rebates	(2)	(4)
Administration fees	12	13
Commissions and other portfolio transaction costs	1	-
Independent Review Committee fees	-	-
Expenses before amounts absorbed by Manager	45	49
Expenses absorbed by Manager	-	-
Net expenses	45	49
Increase (decrease) in net assets attributable to securityholders from operations before tax	3,913	(303)
Foreign withholding tax expense (recovery)	1	-
Foreign income tax expense (recovery)	-	-
Increase (decrease) in net assets attributable to securityholders from operations	3,912	(303)

Net assets attributable to securityholders (note 3)

	per security		per series	
	Sep. 30 2024	Mar. 31 2024 (Audited)	Sep. 30 2024	Mar. 31 2024 (Audited)
Series A	9.40	9.13	8,793	4,725
Series F	9.46	9.18	2,524	4,699
Series I	9.49	9.22	227	228
Series O	9.44	9.17	68,552	72,638
Series Private Wealth	9.72	9.44	5,536	6,011
			85,632	88,301

Increase (decrease) in net assets attributable to securityholders from operations (note 3)

	per security		per series	
	2024	2023	2024	2023
Series A	0.39	(0.08)	211	(45)
Series F	0.36	(0.05)	123	(25)
Series I	0.44	(0.03)	11	(2)
Series O	0.44	(0.03)	3,300	(215)
Series Private Wealth	0.44	(0.03)	267	(16)
			3,912	(303)

The accompanying notes are an integral part of these financial statements.

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF CHANGES IN FINANCIAL POSITION

for the periods ended September 30 (in \$ 000 except per security amounts)

	Total		Series A		Series F		Series I	
	2024	2023	2024	2023	2024	2023	2024	2023
NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS								
Beginning of period	88,301	69,919	4,725	5,685	4,699	5,257	228	365
Increase (decrease) in net assets from operations	3,912	(303)	211	(45)	123	(25)	11	(2)
Distributions paid to securityholders:								
Investment income	(1,541)	(1,125)	(70)	(52)	(51)	(63)	(4)	(5)
Capital gains	–	–	–	–	–	–	–	–
Management fee rebates	(2)	(4)	–	–	(2)	(4)	–	–
Total distributions paid to securityholders	(1,543)	(1,129)	(70)	(52)	(53)	(67)	(4)	(5)
Security transactions:								
Proceeds from securities issued	7,802	34,171	4,632	215	1,274	155	7	73
Reinvested distributions	1,540	1,127	68	52	52	65	4	5
Payments on redemption of securities	(14,380)	(8,926)	(773)	(685)	(3,571)	(655)	(19)	(62)
Total security transactions	(5,038)	26,372	3,927	(418)	(2,245)	(435)	(8)	16
Increase (decrease) in net assets attributable to securityholders	(2,669)	24,940	4,068	(515)	(2,175)	(527)	(1)	9
End of period	85,632	94,859	8,793	5,170	2,524	4,730	227	374
Increase (decrease) in fund securities (in thousands) (note 7):			Securities		Securities		Securities	
Securities outstanding – beginning of period			517	632	512	581	25	40
Issued			496	23	135	17	1	8
Reinvested distributions			7	6	6	7	–	1
Redeemed			(84)	(76)	(386)	(73)	(2)	(7)
Securities outstanding – end of period			936	585	267	532	24	42

	Series O		Series Private Wealth	
	2024	2023	2024	2023
NET ASSETS ATTRIBUTABLE TO SECURITYHOLDERS				
Beginning of period	72,638	52,603	6,011	6,009
Increase (decrease) in net assets from operations	3,300	(215)	267	(16)
Distributions paid to securityholders:				
Investment income	(1,312)	(921)	(104)	(84)
Capital gains	–	–	–	–
Management fee rebates	–	–	–	–
Total distributions paid to securityholders	(1,312)	(921)	(104)	(84)
Security transactions:				
Proceeds from securities issued	1,514	33,321	375	407
Reinvested distributions	1,312	921	104	84
Payments on redemption of securities	(8,900)	(5,823)	(1,117)	(1,701)
Total security transactions	(6,074)	28,419	(638)	(1,210)
Increase (decrease) in net assets attributable to securityholders	(4,086)	27,283	(475)	(1,310)
End of period	68,552	79,886	5,536	4,699
Increase (decrease) in fund securities (in thousands) (note 7):			Securities	
Securities outstanding – beginning of period	7,920	5,818	637	646
Issued	163	3,731	40	45
Reinvested distributions	142	103	11	9
Redeemed	(965)	(650)	(118)	(185)
Securities outstanding – end of period	7,260	9,002	570	515

The accompanying notes are an integral part of these financial statements.

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

STATEMENTS OF CASH FLOWS

for the periods ended September 30 (in \$ 000)

	2024	2023
	\$	\$
Cash flows from operating activities		
Net increase (decrease) in net assets attributable to securityholders from operations	3,912	(303)
Adjustments for:		
Net realized loss (gain) on investments	(528)	666
Change in net unrealized loss (gain) on investments	(1,812)	779
Distributions received in-kind from underlying funds	–	(1)
Purchase of investments	(24,033)	(54,190)
Proceeds from sale and maturity of investments	29,963	25,932
(Increase) decrease in accounts receivable and other assets	100	(111)
Net cash provided by (used in) operating activities	7,602	(27,228)
Cash flows from financing activities		
Proceeds from securities issued	7,513	34,125
Payments on redemption of securities	(14,522)	(8,891)
Distributions paid net of reinvestments	(3)	(2)
Net cash provided by (used in) financing activities	(7,012)	25,232
Net increase (decrease) in cash and cash equivalents	590	(1,996)
Cash and cash equivalents at beginning of period	1,329	2,832
Effect of exchange rate fluctuations on cash and cash equivalents	–	3
Cash and cash equivalents at end of period	1,919	839
Cash	769	839
Cash equivalents	1,150	–
Cash and cash equivalents at end of period	1,919	839
Supplementary disclosures on cash flow from operating activities:		
Dividends received	–	–
Foreign taxes paid	1	–
Interest received	1,668	1,036
Interest paid	–	–

The accompanying notes are an integral part of these financial statements.

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF INVESTMENTS

as at September 30, 2024

Investment Name	Country	Sector	Par Value/ Number of Shares/Units	Average Cost (\$ '000)	Fair Value (\$ '000)
BONDS					
407 International Inc. 1.80% 05-22-2025 Callable 2025	Canada	Corporate - Non Convertible	30,000	30	30
407 International Inc. 4.22% 02-14-2028	Canada	Corporate - Non Convertible	28,000	28	29
AerCap Ireland Capital DAC 3.00% 10-29-2028	Ireland	Corporate - Non Convertible	USD 20,000	23	26
AIMCo Realty Investors LP 2.20% 11-04-2026	Canada	Corporate - Non Convertible	17,000	17	17
Air Lease Corp. 5.40% 06-01-2028	United States	Corporate - Non Convertible	183,000	183	192
Alectra Inc. 3.24% 11-21-2024 Callable 2024	Canada	Corporate - Non Convertible	20,000	21	20
Algonquin Power & Utilities Corp. F/R 01-18-2082	Canada	Corporate - Non Convertible	8,000	8	8
AltaGas Ltd. F/R 01-11-2082	Canada	Corporate - Non Convertible	5,000	5	5
AltaLink LP 2.75% 05-29-2026 Callable	Canada	Corporate - Non Convertible	1,503,000	1,447	1,486
ARC Resources Ltd. 2.35% 03-10-2026	Canada	Corporate - Non Convertible	124,000	122	122
Ascend Wellness Holdings Inc. Term Loan 1st Lien F/R 08-27-2025	United States	Term Loans	USD 1,309	2	2
ATCO Ltd. F/R 11-01-2078 Callable 2028	Canada	Corporate - Non Convertible	43,000	42	44
Athene Global Funding 3.13% 03-10-2025	United States	Corporate - Non Convertible	321,000	318	320
Athene Global Funding 2.10% 09-24-2025	United States	Corporate - Non Convertible	40,000	40	39
Athene Global Funding 2.47% 06-09-2028	United States	Corporate - Non Convertible	30,000	27	29
Athene Global Funding 5.11% 03-07-2029	United States	Corporate - Non Convertible	55,000	55	57
Avolon Holdings Funding Ltd. 5.75% 03-01-2029 144A	Ireland	Corporate - Non Convertible	USD 102,000	137	142
Bank of America Corp. F/R 09-15-2027 (Fixed-To-Floating Rate)	United States	Corporate - Non Convertible	193,000	180	187
Bank of America Corp. F/R 03-16-2028	United States	Corporate - Non Convertible	1,293,000	1,259	1,292
Bank of Montreal 1.55% 05-28-2026	Canada	Corporate - Non Convertible	89,000	86	86
Bank of Montreal 3.65% 04-01-2027	Canada	Corporate - Non Convertible	980,000	972	984
Bank of Montreal 4.31% 06-01-2027	Canada	Corporate - Non Convertible	2,000	2	2
Bank of Montreal 4.54% 12-18-2028	Canada	Corporate - Non Convertible	1,669,000	1,653	1,728
Bank of Montreal 4.42% 07-17-2029	Canada	Corporate - Non Convertible	238,000	238	246
Bank of Montreal F/R 06-17-2030 Callable 2025	Canada	Corporate - Non Convertible	164,000	158	162
Bank of Montreal F/R 07-03-2034	Canada	Corporate - Non Convertible	80,000	80	83
Bank of Montreal F/R 11-26-2080	Canada	Corporate - Non Convertible	26,000	25	26
Bank of Montreal F/R 11-26-2082	Canada	Corporate - Non Convertible	66,000	66	69
The Bank of Nova Scotia 1.95% 01-10-2025	Canada	Corporate - Non Convertible	910,000	894	905
The Bank of Nova Scotia 2.16% 02-03-2025	Canada	Corporate - Non Convertible	143,000	136	142
The Bank of Nova Scotia 2.95% 03-08-2027	Canada	Corporate - Non Convertible	88,000	82	87
The Bank of Nova Scotia 4.68% 02-01-2029	Canada	Corporate - Non Convertible	107,000	107	112
The Bank of Nova Scotia F/R 09-26-2030	Canada	Corporate - Non Convertible	41,000	41	41
The Bank of Nova Scotia F/R 05-03-2032	Canada	Corporate - Non Convertible	96,000	96	96
The Bank of Nova Scotia F/R 08-02-2033	Canada	Corporate - Non Convertible	40,000	40	42
The Bank of Nova Scotia F/R 08-01-2034	Canada	Corporate - Non Convertible	71,000	71	74
The Bank of Nova Scotia F/R 07-27-2082	Canada	Corporate - Non Convertible	259,000	259	268
BCI QuadReal Realty 2.55% 06-24-2026	Canada	Corporate - Non Convertible	95,000	94	94
Bell Canada 3.60% 09-29-2027 Callable 2027	Canada	Corporate - Non Convertible	1,250,000	1,248	1,251
Bell Canada 5.15% 11-14-2028	Canada	Corporate - Non Convertible	10,000	10	11
Bell Canada 5.25% 03-15-2029	Canada	Corporate - Non Convertible	21,000	21	22
BP Capital Markets PLC 3.47% 05-15-2025	United Kingdom	Corporate - Non Convertible	220,000	225	219
Broadcast Media Partners 4.50% 05-01-2029	United States	Corporate - Non Convertible	USD 5,000	6	6
Brookfield Infrastructure Finance ULC 4.20% 09-11-2028 Callable 2028	Canada	Corporate - Non Convertible	576,000	561	584
Bruce Power LP 2.68% 12-21-2028	Canada	Corporate - Non Convertible	8,000	8	8
Canada Housing Trust 1.80% 12-15-2024	Canada	Federal Government	1,540,000	1,529	1,533
Canada Housing Trust 2.25% 12-15-2025	Canada	Federal Government	2,420,000	2,332	2,392
Canadian Core Real Estate LP 3.30% 03-02-2027	Canada	Corporate - Non Convertible	82,000	82	80
Canadian Imperial Bank of Commerce 5.00% 12-07-2026	Canada	Corporate - Non Convertible	104,000	104	107
Canadian Imperial Bank of Commerce 4.95% 06-29-2027	Canada	Corporate - Non Convertible	382,000	385	396
Canadian Imperial Bank of Commerce 5.05% 10-07-2027	Canada	Corporate - Non Convertible	100,000	100	104
Canadian Imperial Bank of Commerce F/R 04-07-2032	Canada	Corporate - Non Convertible	1,172,000	1,108	1,182
Canadian Imperial Bank of Commerce F/R 01-20-2033	Canada	Corporate - Non Convertible	87,000	87	91
Canadian Imperial Bank of Commerce F/R 04-20-2033	Canada	Corporate - Non Convertible	10,000	10	10
Canadian Imperial Bank of Commerce F/R 01-16-2034	Canada	Corporate - Non Convertible	74,000	74	78
Canadian Imperial Bank of Commerce 4.38% 10-28-2080	Canada	Corporate - Non Convertible	860,000	836	851
Canadian Imperial Bank of Commerce F/R 07-28-2082	Canada	Corporate - Non Convertible	119,000	119	123
Canadian Western Bank 2.61% 01-30-2025 Callable 2024	Canada	Corporate - Non Convertible	11,000	11	11
Canadian Western Bank 3.86% 04-21-2025	Canada	Corporate - Non Convertible	644,000	629	644
Canadian Western Bank 5.26% 12-20-2025	Canada	Corporate - Non Convertible	36,000	36	37
Canadian Western Bank 4.27% 02-08-2027	Canada	Corporate - Non Convertible	183,000	183	186
Canadian Western Bank 5.95% 01-29-2034	Canada	Corporate - Non Convertible	40,000	40	43

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INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF INVESTMENTS (cont'd)

as at September 30, 2024

Investment Name	Country	Sector	Par Value/ Number of Shares/Units	Average Cost (\$ 000)	Fair Value (\$ 000)
BONDS (cont'd)					
Canadian Western Bank F/R 07-31-2081	Canada	Corporate - Non Convertible	2,000	2	2
Cannabist Co. Holdings Inc. 6.00% 06-29-2025 Conv.	Canada	Corporate - Convertible	USD 1,000	1	1
Capital Power Corp. 5.38% 01-25-2027	Canada	Corporate - Non Convertible	293,000	293	303
Cenovus Energy Inc. 3.50% 02-07-2028 Callable 2027	Canada	Corporate - Non Convertible	67,000	65	67
Central 1 Credit Union 5.88% 11-10-2026	Canada	Corporate - Non Convertible	50,000	50	52
Central 1 Credit Union 4.65% 02-07-2028	Canada	Corporate - Non Convertible	610,000	582	622
CGI Inc. 3.99% 09-07-2027	Canada	Corporate - Non Convertible	72,000	72	73
CGI Inc. 2.10% 09-18-2028	Canada	Corporate - Non Convertible	2,000	2	2
Charter Communications Operating LLC 6.15% 11-10-2026	United States	Corporate - Non Convertible	USD 39,000	54	54
Choice Properties Real Estate Investment Trust 3.55% 01-10-2025 Callable 2024	Canada	Corporate - Non Convertible	370,000	364	369
Choice Properties Real Estate Investment Trust 2.85% 05-21-2027	Canada	Corporate - Non Convertible	1,527,000	1,416	1,499
Coast Capital Savings Federal Credit Union F/R 05-02-2033	Canada	Corporate - Non Convertible	90,000	90	95
Coastal Gaslink Pipeline LP 4.67% 06-30-2027	Canada	Corporate - Non Convertible	550,000	550	568
Coastal Gaslink Pipeline LP 4.69% 09-30-2029	Canada	Corporate - Non Convertible	765,000	787	800
Cogeco Communications Inc. 6.13% 02-27-2029	Canada	Corporate - Non Convertible	68,000	68	70
Corus Entertainment Inc. 5.00% 05-11-2028	Canada	Corporate - Non Convertible	3,000	3	1
Curaleaf Holdings Inc. 8.00% 12-15-2026	United States	Corporate - Non Convertible	USD 10,000	13	13
Dollarama Inc. 1.87% 07-08-2026	Canada	Corporate - Non Convertible	300,000	273	292
Dollarama Inc. 5.53% 09-26-2028	Canada	Corporate - Non Convertible	113,000	113	121
Domtar Corp. 6.75% 10-01-2028	United States	Corporate - Non Convertible	USD 6,000	8	7
Dream Industrial Real Estate Investment Trust 3.97% 04-13-2026	Canada	Corporate - Non Convertible	51,000	51	51
Dream Industrial Real Estate Investment Trust 2.54% 12-07-2026	Canada	Corporate - Non Convertible	62,000	61	60
Dream Industrial Real Estate Investment Trust 2.06% 06-17-2027	Canada	Corporate - Non Convertible	221,000	202	211
Dream Industrial Real Estate Investment Trust 5.38% 03-22-2028	Canada	Corporate - Non Convertible	60,000	60	63
The Empire Life Insurance Co. 5.50% 01-13-2033	Canada	Corporate - Non Convertible	73,000	73	76
The Empire Life Insurance Co. 3.63% 04-17-2081	Canada	Corporate - Non Convertible	2,000	2	2
Enbridge Inc. 4.21% 02-22-2030	Canada	Corporate - Non Convertible	404,000	404	411
Enbridge Inc. 5.37% 09-27-2077 Callable 2027	Canada	Corporate - Non Convertible	1,419,000	1,360	1,421
Énergir Inc. 2.10% 04-16-2027 Callable 2027	Canada	Corporate - Non Convertible	10,000	10	10
Equitable Bank 1.88% 11-26-2025	Canada	Corporate - Non Convertible	13,000	12	13
Equitable Bank 3.36% 03-02-2026	Canada	Corporate - Non Convertible	65,000	65	64
Equitable Bank 3.92% 09-24-2026	Canada	Corporate - Non Convertible	259,000	259	259
Equitable Bank 5.16% 01-11-2027	Canada	Corporate - Non Convertible	85,000	85	87
Fairfax Financial Holdings Ltd. 4.23% 06-14-2029 Callable 2029	Canada	Corporate - Non Convertible	562,000	568	570
Fédération des Caisses Desjardins du Québec 5.20% 10-01-2025	Canada	Corporate - Non Convertible	151,000	151	153
Fédération des Caisses Desjardins du Québec 4.41% 05-19-2027	Canada	Corporate - Non Convertible	530,000	518	542
Fédération des Caisses Desjardins du Québec 5.48% 08-16-2028	Canada	Corporate - Non Convertible	951,000	954	1,014
Fédération des Caisses Desjardins du Québec F/R 08-23-2032	Canada	Corporate - Non Convertible	672,000	650	693
First Capital Real Estate Investment Trust 3.45% 03-01-2028	Canada	Corporate - Non Convertible	38,000	34	37
First Capital Realty Inc. 3.75% 07-12-2027 Callable 2027	Canada	Corporate - Non Convertible	98,000	96	98
First Capital Realty Inc. 5.57% 03-01-2031	Canada	Corporate - Non Convertible	40,000	40	43
First National Financial Corp. 6.26% 11-01-2027	Canada	Corporate - Non Convertible	68,000	68	71
Ford Credit Canada Co. 7.38% 05-12-2026	United States	Corporate - Non Convertible	195,000	202	204
Ford Credit Canada Co. 4.61% 09-13-2027	United States	Corporate - Non Convertible	794,000	797	800
G Cooper Equipment Rentals Ltd. 7.45% 07-04-2029	Canada	Corporate - Non Convertible	123,000	123	126
General Motors Financial of Canada Ltd. 5.20% 02-09-2028	United States	Corporate - Non Convertible	55,000	55	57
General Motors Financial of Canada Ltd. 5.00% 02-09-2029	United States	Corporate - Non Convertible	56,000	56	58
George Weston Ltd. 4.19% 09-05-2029	Canada	Corporate - Non Convertible	50,000	50	51
GFL Environmental Inc. 3.50% 09-01-2028 144A	Canada	Corporate - Non Convertible	USD 26,000	31	34
Gibson Energy Inc. 5.80% 07-12-2026	Canada	Corporate - Non Convertible	460,000	460	460
Gibson Energy Inc. 2.85% 07-14-2027 Callable 2027	Canada	Corporate - Non Convertible	32,000	33	31
Gibson Energy Inc. F/R 12-22-2080	Canada	Corporate - Non Convertible	15,000	15	14
Gibson Energy Inc. F/R 07-12-2083	Canada	Corporate - Non Convertible	22,000	22	24
The Goldman Sachs Group Inc. 3.31% F/R 10-31-2025 Callable 2024	United States	Corporate - Non Convertible	150,000	152	150
The Goldman Sachs Group Inc. F/R 11-30-2027	United States	Corporate - Non Convertible	417,000	397	408
Government of Canada 4.25% 12-01-2026 Real Return	Canada	Federal Government	480,000	1,053	939
Government of Canada 2.75% 09-01-2027	Canada	Federal Government	1,413,000	1,363	1,413

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INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF INVESTMENTS (cont'd)

as at September 30, 2024

Investment Name	Country	Sector	Par Value/ Number of Shares/Units	Average Cost (\$ '000)	Fair Value (\$ '000)
BONDS (cont'd)					
Government of Canada 3.25% 09-01-2028	Canada	Federal Government	6,104,000	6,019	6,223
Granite Real Estate Investment Trust 3.06% 06-04-2027	Canada	Corporate - Non Convertible	2,000	2	2
Granite REIT Holdings LP 6.07% 04-12-2029	Canada	Corporate - Non Convertible	29,000	29	31
H&R Real Estate Investment Trust 4.07% 06-16-2025 Callable 2025	Canada	Corporate - Non Convertible	549,000	545	548
Heathrow Funding Ltd. 3.25% 05-21-2025	United Kingdom	Corporate - Non Convertible	20,000	21	20
HSBC Bank Canada 3.40% 03-24-2025	Canada	Corporate - Non Convertible	566,000	563	565
Hydro One Inc. 4.91% 01-27-2028	Canada	Corporate - Non Convertible	2,738,000	2,735	2,869
Hyundai Capital Canada Inc. 2.01% 05-12-2026	Canada	Corporate - Non Convertible	265,000	253	258
Hyundai Capital Canada Inc. 4.49% 07-26-2027	Canada	Corporate - Non Convertible	95,000	95	97
iA Financial Corp. Inc. F/R 06-20-2033	Canada	Corporate - Non Convertible	35,000	35	37
iA Financial Corp. Inc. F/R 09-30-2084	Canada	Corporate - Non Convertible	565,000	565	584
Intact Financial Corp. F/R 05-16-2034	Canada	Corporate - Non Convertible	35,000	35	36
Intact Financial Corp. F/R 03-31-2081	Canada	Corporate - Non Convertible	506,000	487	491
Inter Pipeline Ltd. 3.48% 12-16-2026 Callable 2026	Canada	Corporate - Non Convertible	404,000	400	401
Inter Pipeline Ltd. 4.23% 06-01-2027	Canada	Corporate - Non Convertible	655,000	623	659
Inter Pipeline Ltd. F/R 03-26-2079 Callable 2029	Canada	Corporate - Non Convertible	10,000	10	10
Inter Pipeline Ltd. F/R 11-19-2079 Callable 2029	Canada	Corporate - Non Convertible	8,000	8	8
International Bank for Reconstruction and Development 0% 03-31-2027	Supra - National	n/a	USD 200,000	238	246
John Deere Financial Inc. 4.36% 01-20-2027	United States	Corporate - Non Convertible	106,000	106	108
John Deere Financial Inc. 4.95% 06-14-2027	United States	Corporate - Non Convertible	200,000	200	208
JPMorgan Chase & Co. 1.90% 03-05-2028	United States	Corporate - Non Convertible	100,000	95	96
LABL Escrow Issuer LLC 6.75% 07-15-2026	United States	Corporate - Non Convertible	USD 9,000	12	12
LABL Escrow Issuer LLC 10.50% 07-15-2027	United States	Corporate - Non Convertible	USD 14,000	19	19
LABL Inc. 8.25% 11-01-2029 144A	United States	Corporate - Non Convertible	USD 10,000	11	12
Laurentian Bank of Canada 4.60% 09-02-2025	Canada	Corporate - Non Convertible	398,000	389	400
Laurentian Bank of Canada F/R 06-15-2032	Canada	Corporate - Non Convertible	119,000	119	117
LSF10 XL Bidco SCA Term Loan B 1st Lien F/R 03-30-2028	Luxembourg	Term Loans	EUR 8,535	13	12
Manulife Bank of Canada 1.54% 09-14-2026	Canada	Corporate - Non Convertible	347,000	319	335
Manulife Bank of Canada 2.86% 02-16-2027	Canada	Corporate - Non Convertible	6,000	6	6
Manulife Financial Corp. F/R 03-10-2033	Canada	Corporate - Non Convertible	1,491,000	1,480	1,566
Manulife Financial Corp. F/R 02-23-2034	Canada	Corporate - Non Convertible	79,000	79	83
Manulife Financial Corp. F/R 06-19-2082	Canada	Corporate - Non Convertible	333,000	331	344
Mozart Debt Merger Sub Inc. 3.88% 04-01-2029	United States	Corporate - Non Convertible	USD 15,000	19	19
Mozart Debt Merger Sub Inc. 5.25% 10-01-2029	United States	Corporate - Non Convertible	USD 6,000	8	8
National Bank of Canada 5.30% 11-03-2025	Canada	Corporate - Non Convertible	74,000	74	75
National Bank of Canada F/R 08-18-2026 Callable 2025	Canada	Corporate - Non Convertible	1,450,000	1,356	1,422
National Bank of Canada 5.22% 06-14-2028	Canada	Corporate - Non Convertible	103,000	103	109
National Bank of Canada 5.02% 02-01-2029	Canada	Corporate - Non Convertible	132,000	133	139
National Bank of Canada F/R 08-16-2032	Canada	Corporate - Non Convertible	254,000	254	265
National Bank of Canada 5.28% 02-15-2034	Canada	Corporate - Non Convertible	43,000	43	45
National Bank of Canada F/R 08-15-2081	Canada	Corporate - Non Convertible	10,000	10	9
North West Redwater Partnership 3.20% 04-24-2026	Canada	Corporate - Non Convertible	200,000	189	199
North West Redwater Partnership 2.80% 06-01-2027	Canada	Corporate - Non Convertible	959,000	915	943
Ontario Power Generation Inc. 2.89% 04-08-2025 Callable 2025	Canada	Corporate - Non Convertible	40,000	40	40
Ontario Power Generation Inc. 1.17% 04-22-2026 Callable 2026	Canada	Corporate - Non Convertible	276,000	249	266
Pembina Pipeline Corp. 5.72% 06-22-2026	Canada	Corporate - Non Convertible	29,000	29	29
Pembina Pipeline Corp. 3.71% 08-11-2026 Callable 2026	Canada	Corporate - Non Convertible	410,000	415	411
Pembina Pipeline Corp. 4.24% 06-15-2027 Callable 2027	Canada	Corporate - Non Convertible	363,000	346	368
Pembina Pipeline Corp. F/R 01-25-2081	Canada	Corporate - Non Convertible	30,000	30	28
Prologis Inc. 4.70% 03-01-2029	United States	Corporate - Non Convertible	85,000	85	88
Province of Alberta 2.55% 06-01-2027	Canada	Provincial Governments	1,050,000	1,016	1,039
Province of Ontario 3.60% 03-08-2028	Canada	Provincial Governments	2,242,000	2,187	2,290
Province of Ontario 3.40% 09-08-2028	Canada	Provincial Governments	2,830,000	2,784	2,876
Province of Quebec 2.75% 09-01-2028	Canada	Provincial Governments	3,949,000	3,681	3,920
Province of Quebec 2.30% 09-01-2029	Canada	Provincial Governments	4,040,000	3,896	3,913
Reliance LP 2.68% 12-01-2027	Canada	Corporate - Non Convertible	10,000	10	10
RioCan Real Estate Investment Trust 5.61% 10-06-2027	Canada	Corporate - Non Convertible	52,000	51	54
Rogers Communications Inc. F/R 12-17-2081	Canada	Corporate - Non Convertible	236,000	223	233
Rogers Communications Inc. F/R 03-15-2082	Canada	Corporate - Non Convertible	USD 4,000	5	5
Royal Bank of Canada 5.34% 06-23-2026	Canada	Corporate - Non Convertible	85,000	85	88
Royal Bank of Canada 2.33% 01-28-2027	Canada	Corporate - Non Convertible	8,000	7	8
Royal Bank of Canada 4.64% 01-17-2028	Canada	Corporate - Non Convertible	178,000	178	184

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF INVESTMENTS (cont'd)

as at September 30, 2024

Investment Name	Country	Sector	Par Value/ Number of Shares/Units	Average Cost (\$ 000)	Fair Value (\$ 000)
BONDS (cont'd)					
Royal Bank of Canada 4.63% 05-01-2028	Canada	Corporate - Non Convertible	63,000	63	65
Royal Bank of Canada 5.23% 06-24-2030	Canada	Corporate - Non Convertible	328,000	347	353
Royal Bank of Canada F/R 02-01-2033	Canada	Corporate - Non Convertible	1,563,000	1,543	1,619
Royal Bank of Canada F/R 04-03-2034	Canada	Corporate - Non Convertible	89,000	89	93
Royal Bank of Canada F/R 11-24-2080 Callable 2025	Canada	Corporate - Non Convertible	852,000	829	844
RRD Parent Inc. Class B 10.00% 10-15-2031	United States	Corporate - Non Convertible	USD 5,116	6	12
Saputo Inc. 2.88% 11-19-2024 Callable 2024	Canada	Corporate - Non Convertible	150,000	150	150
Saputo Inc. 2.24% 06-16-2027 Callable 2027	Canada	Corporate - Non Convertible	240,000	214	232
Sienna Senior Living Inc. 3.11% 11-04-2024	Canada	Corporate - Non Convertible	120,000	120	120
Sienna Senior Living Inc. 3.45% 02-27-2026 Callable 2026	Canada	Corporate - Non Convertible	20,000	20	20
Sienna Senior Living Inc. 4.44% 10-17-2029	Canada	Corporate - Non Convertible	15,000	15	15
South Bow Canadian Infrastructure Holdings Ltd. 4.32% 02-01-2030	Canada	Corporate - Non Convertible	23,000	23	23
Sun Life Financial Inc. F/R 05-10-2032 Callable 2027	Canada	Corporate - Non Convertible	350,000	319	341
Sun Life Financial Inc. F/R 11-21-2033	Canada	Corporate - Non Convertible	2,080,000	1,904	2,004
Suncor Energy Inc. 5.40% 11-17-2026	Canada	Corporate - Non Convertible	117,000	117	121
Sydney Airport Finance Co. Pty. Ltd. 3.63% 04-28-2026 Callable 2026	Australia	Corporate - Non Convertible	USD 104,000	130	139
TELUS Corp. 4.80% 12-15-2028	Canada	Corporate - Non Convertible	210,000	210	218
T-Mobile USA Inc. 3.50% 04-15-2025 Class B	United States	Corporate - Non Convertible	USD 209,000	271	281
T-Mobile USA Inc. 3.75% 04-15-2027 Class B	United States	Corporate - Non Convertible	USD 109,000	136	146
TMX Group Ltd. 2.30% 12-11-2024 Callable 2024	Canada	Corporate - Non Convertible	240,000	244	239
The Toronto-Dominion Bank 1.94% 03-13-2025	Canada	Corporate - Non Convertible	600,000	588	595
The Toronto-Dominion Bank 2.67% 09-09-2025	Canada	Corporate - Non Convertible	391,000	374	387
The Toronto-Dominion Bank 4.34% 01-27-2026	Canada	Corporate - Non Convertible	65,000	65	66
The Toronto-Dominion Bank 2.26% 01-07-2027	Canada	Corporate - Non Convertible	78,000	76	76
The Toronto-Dominion Bank 4.21% 06-01-2027	Canada	Corporate - Non Convertible	420,000	419	427
The Toronto-Dominion Bank 5.38% 10-21-2027	Canada	Corporate - Non Convertible	141,000	141	149
The Toronto-Dominion Bank 4.48% 01-18-2028	Canada	Corporate - Non Convertible	573,000	569	590
The Toronto-Dominion Bank F/R 01-26-2032 Callable 2027	Canada	Corporate - Non Convertible	29,000	28	29
The Toronto-Dominion Bank F/R 04-09-2034	Canada	Corporate - Non Convertible	81,000	81	85
Tourmaline Oil Corp. 2.08% 01-25-2028	Canada	Corporate - Non Convertible	2,000	2	2
Tourmaline Oil Corp. 2.53% 02-12-2029	Canada	Corporate - Non Convertible	2,000	2	2
Toyota Credit Canada Inc. 4.45% 01-26-2026	Canada	Corporate - Non Convertible	170,000	169	171
Toyota Credit Canada Inc. 4.42% 06-28-2027	Canada	Corporate - Non Convertible	210,000	210	215
Toyota Credit Canada Inc. 3.55% 10-04-2027	Canada	Corporate - Non Convertible	169,000	169	169
Toyota Credit Canada Inc. 3.73% 10-02-2029	Canada	Corporate - Non Convertible	58,000	58	58
Toyota Motor Corp. 1.34% 03-25-2026	Japan	Corporate - Non Convertible	USD 12,000	15	16
TransCanada PipeLines Ltd. 5.42% 03-10-2026	Canada	Corporate - Non Convertible	330,000	330	330
TransCanada Trust F/R 05-18-2077 Callable 2027	Canada	Corporate - Non Convertible	630,000	616	620
Transcontinental Inc. 2.67% 02-03-2025	Canada	Corporate - Non Convertible	7,000	7	7
Transurban Finance Co. Pty. Ltd. 4.56% 11-14-2028 Callable 2028	Australia	Corporate - Non Convertible	350,000	363	355
Trulieve Cannabis Corp. 8.00% 10-06-2026	United States	Corporate - Non Convertible	USD 4,000	5	5
Ventas Canada Finance Ltd. 5.10% 03-05-2029	United States	Corporate - Non Convertible	12,000	12	13
Ventas Canada Finance Ltd. 3.30% 12-01-2031	United States	Corporate - Non Convertible	56,000	50	53
Veren Inc. 4.97% 06-21-2029	Canada	Corporate - Non Convertible	60,000	60	62
Verizon Communications Inc. F/R 03-20-2026	United States	Corporate - Non Convertible	USD 60,000	77	82
Vidéotron Ltd. 4.65% 07-15-2029	Canada	Corporate - Non Convertible	71,000	71	73
VW Credit Canada Inc. 4.21% 08-19-2027	Germany	Corporate - Non Convertible	190,000	190	192
The Walt Disney Co. 3.06% 03-30-2027	United States	Corporate - Non Convertible	13,000	14	13
Waste Management of Canada Corp. 2.60% 09-23-2026 Callable 2026	Canada	Corporate - Non Convertible	497,000	461	489
Wells Fargo & Co. 2.57% 05-01-2026 Callable 2025	United States	Corporate - Non Convertible	200,000	191	198
WSP Global Inc. 4.12% 09-12-2029	Canada	Corporate - Non Convertible	52,000	52	52
Total bonds				80,604	83,094

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF INVESTMENTS (cont'd)

as at September 30, 2024

Investment Name	Country	Sector	Par Value/ Number of Shares/Units	Average Cost (\$ 000)	Fair Value (\$ 000)
EQUITIES					
Brookfield Renewable Partners LP Pfd. Series 13	Canada	Utilities	171	4	4
Emera Inc. Pfd. Series J	Canada	Utilities	27	1	1
Total equities				<u>5</u>	<u>5</u>
Transaction costs				–	–
Total investments				<u>80,609</u>	<u>83,099</u>
Derivative instruments (see schedule of derivative instruments)					10
Cash and cash equivalents					1,919
Other assets less liabilities					<u>604</u>
Net assets attributable to securityholders					<u>85,632</u>

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SUMMARY OF INVESTMENT PORTFOLIO

SEPTEMBER 30, 2024

PORTFOLIO ALLOCATION	% OF NAV
Bonds	103.1
<i>Bonds</i>	97.0
<i>Long bond futures</i>	6.1
Other assets (liabilities)	0.8
Cash and cash equivalents	(3.9)

REGIONAL ALLOCATION	% OF NAV
Canada	95.1
United States	6.4
Other assets (liabilities)	0.8
Australia	0.6
South Korea	0.3
United Kingdom	0.3
Germany	0.2
Ireland	0.2
Cash and cash equivalents	(3.9)

SECTOR ALLOCATION	% OF NAV
Corporate bonds	65.7
Federal bonds	20.7
Provincial bonds	16.4
Other assets (liabilities)	0.8
Supranational bonds	0.3
Cash and cash equivalents	(3.9)

MARCH 31, 2024

PORTFOLIO ALLOCATION	% OF NAV
Fixed income	104.5
<i>Bonds</i>	98.1
<i>Long bond futures</i>	6.4
Purchased options	–
Cash and cash equivalents	1.5
Other assets (liabilities)	(6.0)

REGIONAL ALLOCATION	% OF NAV
Canada	93.5
United States	10.0
Australia	0.5
United Kingdom	0.3
Ireland	0.2
Cash and cash equivalents	1.5
Other assets (liabilities)	(6.0)

SECTOR ALLOCATION	% OF NAV
Corporate bonds	66.5
Federal bonds	21.3
Provincial bonds	15.5
Mortgage backed	0.5
Foreign government bonds	0.4
Supranational bonds	0.3
Cash and cash equivalents	1.5
Other assets (liabilities)	(6.0)

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

SCHEDULE OF DERIVATIVE INSTRUMENTS

as at September 30, 2024

Schedule of Futures Contracts

Type of Contract	Number of Contracts	Expiration Date	Average Rate of Contracts (\$)	Notional Value* (\$ 000)	Unrealized Gains (\$ 000)	Unrealized Losses (\$ 000)
MSE Canadian 10 Year Bond Future	11	Dec. 18, 2024	125.16 CAD	1,375	–	(2)
MSE Canadian 2 Year Bond Future	37	Dec. 18, 2024	105.26 CAD	3,894	–	–
Total futures contracts				5,269	–	(2)

* Notional value represents the exposure to the underlying instruments as at September 30, 2024

Schedule of Forward Currency Contracts

Counterparty Credit Rating	Currency to be Received (\$ 000)	Currency to be Delivered (\$ 000)	Settlement Date	Contract Cost (\$ 000)	Current Fair Value (\$ 000)	Unrealized Gains (\$ 000)	Unrealized Losses (\$ 000)
A	145 CAD	(106) USD	Oct. 11, 2024	(145)	(144)	1	–
A	227 CAD	(166) USD	Oct. 11, 2024	(227)	(225)	2	–
A	710 USD	(975) CAD	Oct. 18, 2024	975	959	–	(16)
A	852 CAD	(620) USD	Oct. 18, 2024	(852)	(838)	14	–
A	10 CAD	(7) EUR	Oct. 25, 2024	(10)	(10)	–	–
A	448 CAD	(329) USD	Oct. 25, 2024	(448)	(444)	4	–
A	99 CAD	(72) USD	Nov. 8, 2024	(99)	(97)	2	–
A	1 CAD	(1) EUR	Nov. 15, 2024	(1)	(1)	–	–
A	81 CAD	(60) USD	Nov. 15, 2024	(81)	(81)	–	–
A	27 CAD	(20) USD	Nov. 15, 2024	(27)	(27)	–	–
A	277 CAD	(202) USD	Nov. 22, 2024	(277)	(273)	4	–
A	224 CAD	(165) USD	Nov. 22, 2024	(224)	(223)	1	–
Total forward currency contracts						28	(16)

Total Derivative assets

28

Total Derivative liabilities

(18)

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

1. Fiscal Periods and General Information

The information provided in these financial statements and notes thereto is for the six-month periods ended or as at September 30, 2024 and 2023, except for the comparative information presented in the Statements of Financial Position and notes thereto, which is as at March 31, 2024. In the year a Fund or series is established or reinstated, 'period' represents the period from inception or reinstatement. Where a series of a Fund was terminated during either period, the information for the series is provided up to close of business on the termination date. Refer to Note 10 (a) for the formation date of the Fund and the inception date of each series.

The Fund is organized as an open-ended mutual fund trust established under the laws of the Province of Ontario pursuant to a Declaration of Trust as amended and restated from time to time. The address of the Fund's registered office is 255 Dufferin Avenue, London, Ontario, Canada. The Fund is authorized to issue an unlimited number of units (referred to as "security" or "securities") of multiple series. Series of the Fund are available for sale under Simplified Prospectus or exempt distribution options.

During the period, "Manager" refers to Counsel Portfolio Services Inc. ("Counsel"), which is a subsidiary of The Canada Life Assurance Company ("Canada Life"), which in turn is a subsidiary of Power Corporation of Canada. On October 1, 2024, Counsel was amalgamated with Canada Life Investment Management Ltd. ("CLIML"), which is also a subsidiary of Canada Life, whereupon the amalgamated company, named CLIML, continued as the Fund's manager. The Manager has entered into a fund administration agreement with Mackenzie Financial Corporation ("Mackenzie"), an affiliate of the Manager, for administrative services. Investments in companies within the Power Group of companies held by the Fund are identified in the Schedule of Investments.

2. Basis of Preparation and Presentation

These unaudited interim financial statements ("financial statements") have been prepared in accordance with IFRS Accounting Standards ("IFRS"), including International Accounting Standard ("IAS") 34, *Interim Financial Reporting*, as issued by the International Accounting Standards Board ("IASB"). These financial statements were prepared using the same accounting policies, critical accounting judgements and estimates as applied in the Fund's most recent audited annual financial statements for the year ended March 31, 2024. A summary of the Fund's material accounting policies under IFRS is presented in Note 3.

These financial statements are presented in Canadian dollars, which is the Fund's functional and presentation currency, and rounded to the nearest thousand unless otherwise indicated. These financial statements are prepared on a going concern basis using the historical cost basis, except for financial instruments that have been measured at fair value.

These financial statements were authorized for issue by the Board of Directors of CLIML on November 8, 2024.

3. Material Accounting Policies

(a) Financial instruments

Financial instruments include financial assets and liabilities such as debt and equity securities, investment funds and derivatives. The Fund classifies and measures financial instruments in accordance with IFRS 9, *Financial Instruments*. Upon initial recognition, financial instruments are classified as fair value through profit or loss ("FVTPL"). All financial instruments are recognized in the Statement of Financial Position when the Fund becomes a party to the contractual requirements of the instrument. Financial assets are derecognized when the right to receive cash flows from the instrument has expired or the Fund has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognized when the obligation is discharged, cancelled or expires. Investment purchase and sale transactions are recorded as of the trade date.

Financial instruments are subsequently measured at FVTPL with changes in fair value recognized in the Statement of Comprehensive Income – Other changes in fair value of investments and other net assets – Net unrealized gain (loss).

The cost of investments is determined on a weighted average cost basis.

Realized and unrealized gains and losses on investments are calculated based on the weighted average cost of investments and exclude commissions and other portfolio transaction costs, which are separately reported in the Statement of Comprehensive Income – Commissions and other portfolio transaction costs.

Gains and losses arising from changes in the fair value of the investments are included in the Statement of Comprehensive Income for the period in which they arise.

The Fund accounts for its holdings in unlisted open-ended investment funds ("Underlying Funds") and Exchange-Traded Funds ("ETFs"), if any, at FVTPL. The Fund's investment in Underlying Funds and ETFs, if any, is presented in the Schedule of Investments at fair value which represents the Fund's maximum exposure on these investments.

The Fund's redeemable securities contain multiple dissimilar contractual obligations and entitle securityholders to the right to redeem their interest in the Fund for cash equal to their proportionate share of the net asset value of the Fund and therefore meet the criteria for classification as financial liabilities under IAS 32 *Financial Instruments: Presentation*. The Fund's obligation for net assets attributable to securityholders is presented at the redemption amount.

IAS 7, *Statement of Cash Flows*, requires disclosures related to changes in liabilities and assets, such as the securities of the Fund, arising from financing activities. Changes in securities of the Fund, including both changes from cash flows and non-cash changes, are included in the Statement of Changes in Financial Position. Any changes in the securities not settled in cash as at the end of the period are presented as either Accounts receivable for securities issued or Accounts payable for securities redeemed in the Statement of Financial Position. These accounts receivable and accounts payable amounts typically settle shortly after period-end.

(b) Fair value measurement

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

COUNSEL SHORT TERM BOND

INTERIM UNAUDITED FINANCIAL STATEMENTS | September 30, 2024

NOTES TO FINANCIAL STATEMENTS

3. Material Accounting Policies (cont'd)

(b) Fair value measurement (cont'd)

Investments listed on a public securities exchange or traded on an over-the-counter market, including ETFs, are valued on the basis of the last traded market price or closing price recorded by the security exchange on which the security is principally traded, where this price falls within the quoted bid-ask spread for the investment. In circumstances where this price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. Mutual fund securities of an underlying fund are valued on a business day at the price calculated by the manager of such underlying fund in accordance with the constating documents of such underlying fund. Unlisted or non-exchange traded investments, or investments where a last sale or close price is unavailable or investments for which market quotations are, in the Manager's opinion, inaccurate, unreliable, or not reflective of all available material information, are valued at their fair value as determined by the Manager using appropriate and accepted industry valuation techniques including valuation models. The fair value determined using valuation models requires the use of inputs and assumptions based on observable market data including volatility and other applicable rates or prices. In limited circumstances, the fair value may be determined using valuation techniques that are not supported by observable market data.

Cash and cash equivalents which includes cash on deposit with financial institutions and short-term investments that are readily convertible to cash, are subject to an insignificant risk of changes in value, and are used by the Fund in the management of short-term commitments. Cash and cash equivalents and short-term investments are reported at fair value which closely approximates their amortized cost due to their nature of being highly liquid and having short terms to maturity. Bank overdraft positions are presented under current liabilities as bank indebtedness in the Statement of Financial Position. Short-term investments that are not considered cash equivalents are separately disclosed in the Schedule of Investments.

The Fund may use derivatives (such as written options, futures, forward contracts, swaps or customized derivatives) to hedge against losses caused by changes in securities prices, interest rates or exchange rates. The Fund may also use derivatives for non-hedging purposes in order to invest indirectly in securities or financial markets, to gain exposure to other currencies, to seek to generate additional income, and/or for any other purpose considered appropriate by the Fund's portfolio manager(s), provided that the use of the derivative is consistent with the Fund's investment objectives. Any use of derivatives will comply with Canadian mutual fund laws, subject to the regulatory exemptions granted to the Fund, as applicable. Refer to "Exemptions and Approvals" in the Simplified Prospectus of the Fund for further details, including the complete conditions of these exemptions, as applicable.

Valuations of derivative instruments are carried out daily, using normal exchange reporting sources for exchange-traded derivatives and specific broker enquiry for over-the-counter derivatives.

The value of forward contracts is the gain or loss that would be realized if, on the valuation date, the positions were to be closed out. The change in value of forward contracts is included in the Statement of Comprehensive Income – Other changes in fair value of investments and other net assets – Net unrealized gain (loss).

The daily fluctuation of futures contracts or swaps, along with daily cash settlements made by the Fund, where applicable, are equal to the change in unrealized gains or losses that are best determined at the settlement price. These unrealized gains or losses are recorded and reported as such until the Fund closes out the contract or the contract expires. Margin paid or deposited in respect of futures contracts or swaps is reflected as a receivable in the Statement of Financial Position – Margin on derivatives. Any change in the variation margin requirement is settled daily.

Premiums paid for purchasing an option are recorded in the Statement of Financial Position – Investments at fair value.

Premiums received from writing options are included in the Statement of Financial Position as a liability and subsequently adjusted daily to fair value. If a written option expires unexercised, the premium received is recognized as a realized gain. If a written call option is exercised, the difference between the proceeds of the sale plus the value of the premium, and the cost of the security is recognized as a realized gain or loss. If a written put option is exercised, the cost of the security acquired is the exercise price of the option less the premium received.

Refer to the Schedule of Derivative Instruments and Schedule of Options Purchased/Written, as applicable, included in the Schedule of Investments for a listing of derivative and options positions as at September 30, 2024.

The Fund categorizes the fair value of its assets and liabilities into three categories, which are differentiated based on the observable nature of the inputs and extent of estimation required.

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly. Examples of Level 2 valuations include quoted prices for similar securities, quoted prices on inactive markets and from recognized investment dealers, and the application of factors derived from observable data to non-North American quoted prices in order to estimate the impact of differences in market closing times.

Financial instruments classified as Level 2 investments are valued based on the prices provided by an independent reputable pricing services company who prices the securities based on recent transactions and quotes received from market participants and through incorporating observable market data and using standard market convention practices. Short-term investments classified as Level 2 investments are valued based on amortized cost plus accrued interest which closely approximates fair value.

The estimated fair values for these securities may be different from the values that would have been used had a ready market for the investment existed; and

Level 3 – Inputs that are not based on observable market data.

The inputs are considered observable if they are developed using market data, such as publicly available information about actual events or transactions, and that reflect the assumption that market participants would use when pricing the asset or liability.

See Note 10 for the fair value classifications of the Fund.

(c) Income recognition

Interest income for distribution purposes represents the coupon interest received by the Fund which is accounted for on an accrual basis. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities except for zero coupon bonds, which are amortized on a straight-line basis. Dividends are accrued as of the ex-dividend date. Unrealized gains or losses on investments, realized gains or losses on the sale of investments, including foreign exchange gains or losses on such investments, are calculated on a weighted average cost basis. Distributions from underlying mutual funds are recorded on the declaration date. Distributions of Canadian dividends are included in dividend income. Capital gains distributions from underlying funds are included in Net realized gains (losses). Other distributions are included in Interest and other income.

COUNSEL SHORT TERM BOND

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NOTES TO FINANCIAL STATEMENTS

3. Material Accounting Policies (cont'd)

(c) Income recognition (cont'd)

The Fund may invest in investment funds managed by Mackenzie. The Fund receives Fee rebate income in respect of management fees paid indirectly to Mackenzie which offset the management fees indirectly borne in the return of these funds.

Income, realized gains (losses) and unrealized gains (losses) are allocated daily among the series on a pro-rata basis.

(d) Commissions and other portfolio transaction costs

Commissions and other portfolio transaction costs are costs incurred to acquire, issue or dispose of financial assets or liabilities. They include fees and commissions paid to agents, exchanges, brokers, dealers and other intermediaries. The total brokerage commissions incurred by the Fund in connection with portfolio transactions for the periods, together with other transaction charges, is disclosed in the Statements of Comprehensive Income. Brokerage business is allocated to brokers based on the best net result for the Fund. Subject to this criteria, commissions may be paid to brokerage firms which provide (or pay for) certain services, other than order execution, which may include investment research, analysis and reports, and databases or software in support of these services. Where applicable and ascertainable, the value of these services generated during the periods is disclosed in Note 10. The value of certain proprietary services provided by brokers cannot be reasonably estimated.

(e) Securities lending, repurchase and reverse repurchase transactions

The Fund is permitted to enter into securities lending, repurchase and reverse repurchase transactions as set out in the Fund's Simplified Prospectus. These transactions involve the temporary exchange of securities for collateral with a commitment to redeliver the same securities on a future date.

Income is earned from these transactions in the form of fees paid by the counterparty and, in certain circumstances, interest paid on cash or securities held as collateral. Income earned from these transactions is included in the Statement of Comprehensive Income and recognized when earned. Securities lending transactions are administered by The Canadian Imperial Bank of Commerce and The Bank of New York Mellon. The value of cash or securities held as collateral must be at least 102% of the fair value of the securities loaned, sold or purchased.

Note 10 summarizes the details of securities loaned and collateral received as at the end of period, as well as a reconciliation of securities lending income during the period, if applicable. Collateral received is comprised of debt obligations of the Government of Canada and other countries, Canadian provincial and municipal governments, and financial institutions.

(f) Offsetting

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position only when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. In the normal course of business, the Fund enters into various master netting agreements or similar agreements that do not meet the criteria for offsetting in the Statement of Financial Position but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy or termination of the contracts. Note 10 summarizes the details of such offsetting, if applicable, subject to master netting arrangements or other similar agreements and the net impact to the Statements of Financial Position if all such rights were exercised.

Income and expenses are not offset in the Statement of Comprehensive Income unless required or permitted to by an accounting standard, as specifically disclosed in the IFRS policies of the Fund.

(g) Currency

The functional and presentation currency of the Fund is Canadian dollars. Foreign currency purchases and sales of investments and foreign currency dividend and interest income and expenses are translated to Canadian dollars at the rate of exchange prevailing at the time of the transactions.

Foreign exchange gains (losses) on purchases and sales of foreign currencies are included in the Statement of Comprehensive Income – Other changes in fair value of investments and other net assets – Net realized gain (loss).

The fair value of investments and other assets and liabilities, denominated in foreign currencies, are translated to Canadian dollars at the rate of exchange prevailing on each business day.

(h) Net assets attributable to securityholders per security

Net assets attributable to securityholders per security is computed by dividing the net assets attributable to securityholders of a series of securities on a business day by the total number of securities of the series outstanding on that day.

(i) Net asset value per security

The daily Net Asset Value ("NAV") of an investment fund may be calculated without reference to IFRS as per the Canadian Securities Administrators' ("CSA") regulations. The difference between NAV and Net assets attributable to securityholders (as reported in the financial statements), if any, is mainly due to differences in fair value of investments and other financial assets and liabilities and is disclosed in Note 10, if applicable.

(j) Increase (decrease) in net assets attributable to securityholders from operations per security

Increase (decrease) in net assets attributable to securityholders from operations per security in the Statement of Comprehensive Income represents the increase (decrease) in net assets attributable to securityholders from operations for the period, divided by the weighted average number of securities outstanding during the period.

(k) Mergers

In a fund merger, the Fund acquires all of the assets and assumes all of the liabilities of the terminating fund at fair value in exchange for securities of the Fund on the effective date of the merger.

(l) Future accounting changes

The Fund has determined there are no material implications to the Fund's financial statements arising from IFRS issued but not yet effective.

COUNSEL SHORT TERM BOND

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NOTES TO FINANCIAL STATEMENTS

4. Critical Accounting Estimates and Judgments

The preparation of these financial statements requires management to make estimates and assumptions that primarily affect the valuation of investments. Estimates and assumptions are reviewed on an ongoing basis. Actual results may differ from these estimates.

The following discusses the most significant accounting judgments and estimates made in preparing the financial statements:

Use of Estimates

Fair value of securities not quoted in an active market

The Fund may hold financial instruments that are not quoted in active markets and are valued using valuation techniques that make use of observable data, to the extent practicable. Various valuation techniques are utilized, depending on a number of factors, including comparison with similar instruments for which observable market prices exist and recent arm's length market transactions. Key inputs and assumptions used are company specific and may include estimated discount rates and expected price volatilities. Changes in key inputs, could affect the reported fair value of these financial instruments held by the Fund.

Use of Judgments

Classification and measurement of investments

In classifying and measuring financial instruments held by the Fund, the Manager is required to make significant judgments in order to determine the most appropriate classification in accordance with IFRS 9. The Manager has assessed the Fund's business model, the manner in which all financial instruments are managed and performance evaluated as a group on a fair value basis, and concluded that FVTPL in accordance with IFRS 9 provides the most appropriate measurement and presentation of the Fund's financial instruments.

Functional currency

The Fund's functional and presentation currency is the Canadian dollar, which is the currency considered to best represent the economic effects of the Fund's underlying transactions, events and conditions taking into consideration the manner in which securities are issued and redeemed and how returns and performance by the Fund are measured.

Interest in unconsolidated structured entities

In determining whether an unlisted open-ended investment fund or an exchange-traded fund in which the Fund invests ("Underlying Funds"), but that it does not consolidate, meets the definition of a structured entity, the Manager is required to make significant judgments about whether these underlying funds have the typical characteristics of a structured entity. These Underlying Funds do meet the definition of a structured entity because:

- I. The voting rights in the Underlying Funds are not dominant factors in deciding who controls them;
- II. the activities of the Underlying Funds are restricted by their offering documents; and
- III. the Underlying Funds have narrow and well-defined investment objectives to provide investment opportunities for investors while passing on the associated risks and rewards.

As a result, such investments are accounted for at FVTPL. Note 10 summarizes the details of the Fund's interest in these Underlying Funds, if applicable.

5. Income Taxes

The Fund qualifies as a mutual fund trust under the provisions of the Income Tax Act (Canada) and, accordingly, is subject to tax on its income including net realized capital gains in the taxation year, which is not paid or payable to its securityholders as at the end of the taxation year. The Fund maintains a December year-end for tax purposes. The Fund may be subject to withholding taxes on foreign income. In general, the Fund treats withholding tax as a charge against income for tax purposes. The Fund will distribute sufficient amounts from net income for tax purposes, as required, so that the Fund will not pay income taxes other than refundable tax on capital gains, if applicable.

Losses of the Fund cannot be allocated to investors and are retained in the Fund for use in future years. Non-capital losses may be carried forward up to 20 years to reduce taxable income and realized capital gains of future years. Capital losses may be carried forward indefinitely to reduce future realized capital gains. Refer to Note 10 for the Fund's loss carryforwards.

6. Management Fees and Operating Expenses

The Manager is paid a management fee for arranging for the management of the investment portfolio, providing investment analysis and recommendations, making investment decisions, making brokerage arrangements relating to the purchase and sale of the investment portfolio and making arrangements with registered dealers for the purchase and sale of securities of the Fund by securityholders.

Each series of the Fund is charged a fixed rate annual administration fee ("Administration Fee"), as applicable, and in return, the Manager bears all of the operating expenses of the Fund, other than certain specified fund costs.

Other fund costs include taxes (including, but not limited to GST/HST and income tax), interest and borrowing costs, all fees and expenses of the Counsel Fund's Independent Review Committee ("IRC"), costs of complying with the regulatory requirement to produce Fund Facts, fees paid to external service providers associated with tax reclaims, refunds or the preparation of foreign tax reports on behalf of the Fund, and any new fees related to external services that were not commonly charged in the Canadian mutual fund industry after the date of the Fund's most recently filed simplified prospectus.

The Manager may waive or absorb management fees and/or Administration Fees at its discretion and stop waiving or absorbing such fees at any time without notice. Refer to Note 10 for the management fee and Administration Fee rates charged to each series of securities.

COUNSEL SHORT TERM BOND

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7. Fund's Capital

The capital of the Fund, which is comprised of the net assets attributable to securityholders, is divided into different series with each series having an unlimited number of securities. The securities outstanding for the Fund as at September 30, 2024 and 2023 and securities issued, reinvested and redeemed for the periods are presented in the Statement of Changes in Financial Position. The Manager manages the capital of the Fund in accordance with the investment objectives as discussed in Note 10.

8. Financial Instruments Risk

i. Risk exposure and management

The Fund's investment activities expose it to a variety of financial risks, as defined in IFRS 7, *Financial Instruments: Disclosures*. The Fund's exposure to financial risks is concentrated in its investments, which are presented in the Schedule of Investments, as at September 30, 2024, grouped by asset type, with geographic and sector information.

The Manager seeks to minimize potential adverse effects of financial risks on the Fund's performance by employing professional, experienced portfolio advisors, by monitoring the Fund's positions and market events daily, by diversifying the investment portfolio within the constraints of the Fund's investment objectives, and where applicable, by using derivatives to hedge certain risk exposures. To assist in managing risks, the Manager also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy, internal guidelines, and securities regulations.

ii. Liquidity risk

Liquidity risk arises when the Fund encounters difficulty in meeting its financial obligations as they become due. The Fund is exposed to liquidity risk due to potential daily cash redemptions of redeemable securities. In order to monitor the liquidity of its assets, the Fund utilizes a liquidity risk management program that calculates the number of days to convert the investments held by the Fund into cash using a multi-day liquidation approach. This liquidity risk analysis assesses the Fund's liquidity against predetermined minimum liquidity percentages established for different time periods and is monitored quarterly. In addition, the Fund has the ability to borrow up to 5% of its net assets for the purposes of funding redemptions.

If applicable, other investment funds managed by Counsel ("Top Funds") may invest in Series O securities offered by the Fund on a prospectus-exempt basis in accordance with the investment objectives of those funds. Series Private Wealth securities may also be issued on a prospectus-exempt basis to investors in the IPC Private Wealth program offered by IPC Securities Corporation, an affiliate of Counsel. From time to time, these holdings may be rebalanced by either reducing an allocation to the Fund or eliminating such investments in the Fund entirely. In either case, depending on the size of the investment by a large investor, this could cause a significant redemption from the Fund. Meeting such a redemption may require the Fund to sell portfolio holdings. This could result in the Fund selling a particular holding before it has achieved the valuation sought by the Manager thus affecting Fund returns. This could also result in the Fund realizing capital gains on its holdings earlier than planned, which could result in capital gains distributed to investors in the Fund (which could result in income tax payable by the investor) that might not have occurred or might have occurred at a later date. For the amounts held by and the changes thereto during the period pertaining to Series O and/or Series Private Wealth, please refer to the amounts disclosed in the Statements of Financial Position and Statements of Changes in Financial Position.

In order to comply with securities regulations, the Fund must maintain at least 85% of its assets in liquid investments (i.e. investments that can be readily sold).

iii. Currency risk

Currency risk is the risk that financial instruments which are denominated or exchanged in a currency other than the Canadian dollar, which is the Fund's functional currency, will fluctuate due to changes in exchange rates. Generally, foreign denominated investments increase in value when the value of the Canadian dollar (relative to foreign currencies) falls. Conversely, when the value of the Canadian dollar rises relative to foreign currencies, the values of foreign denominated investments fall.

Note 10 indicates the foreign currencies, if applicable, to which the Fund had significant exposure, including both monetary and non-monetary financial instruments, and illustrates the potential impact, in Canadian dollar terms, to the Fund's net assets had the Canadian dollar strengthened or weakened by 5% relative to all foreign currencies, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

The Fund's sensitivity to currency risk illustrated in Note 10 includes potential indirect impacts from underlying funds and Exchange Traded Funds ("ETFs") in which the Fund invests, and/or derivative contracts including forward currency contracts. Other financial assets and liabilities (including dividends and interest receivable, and receivables/payables for investments sold/purchased) that are denominated in foreign currencies do not expose the Fund to significant currency risk.

iv. Interest rate risk

Interest rate risk arises on interest-bearing financial instruments. The Fund is exposed to the risk that the value of interest-bearing financial instruments will fluctuate due to changes in the prevailing levels of market interest rates. Generally, these securities increase in value when interest rates fall and decrease in value when interest rates rise.

If significant, Note 10 summarizes the Fund's interest-bearing financial instruments by remaining term to maturity and illustrates the potential impact to the Fund's net assets had prevailing interest rates increased or decreased by 1%, assuming a parallel shift in the yield curve, all other variables held constant. The Fund's sensitivity to interest rate changes was estimated using weighted average duration. In practice, the actual trading results may differ and the difference could be material.

The Fund's sensitivity to interest rate risk illustrated in Note 10 includes potential indirect impacts from underlying funds and ETFs in which the Fund invests, and/or derivative contracts. Cash and cash equivalents and other money market instruments are short term in nature and are not generally subject to significant amounts of interest rate risk.

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8. Financial Instruments Risk (cont'd)

v. Other price risk

Other price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All investments present a risk of loss of capital. This risk is managed through a careful selection of investments and other financial instruments within the parameters of the investment strategies. Except for certain derivative contracts, the maximum risk resulting from financial instruments is equivalent to their fair value. The maximum risk of loss on certain derivative contracts such as forwards, swaps, and futures contracts is equal to their notional values. In the case of written call (put) options and short futures contracts, the loss to the Fund continues to increase, theoretically without limit, as the fair value of the underlying interest increases (decreases). However, these instruments are generally used within the overall investment management process to manage the risk from the underlying investments and do not typically increase the overall risk of loss to the Fund. This risk is mitigated by ensuring that the Fund holds a combination of the underlying interest, cash cover and/or margin that is equal to or greater than the value of the derivative contract.

Other price risk typically arises from exposure to equity and commodity securities. If significant, Note 10 illustrates the potential increase or decrease in the Fund's net assets, had the prices on the respective exchanges for these securities increased or decreased by 10%, all other variables held constant. In practice, the actual trading results may differ and the difference could be material.

The Fund's sensitivity to other price risk illustrated in Note 10 includes potential indirect impacts from underlying funds and ETFs in which the Fund invests, and/or derivative contracts.

vi. Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. Note 10 summarizes the Fund's exposure, if applicable and significant, to credit risk.

If presented, credit ratings and rating categories are based on ratings issued by a designated rating organization. Indirect exposure to credit risk may arise from fixed-income securities, such as bonds, held by underlying funds and ETFs, if any. The fair value of debt securities includes consideration of the creditworthiness of the debt issuer.

To minimize the possibility of settlement default, securities are exchanged for payment simultaneously, where market practices permit, through the facilities of a central depository and/or clearing agency where customary.

The carrying amount of investments and other assets represents the maximum credit risk exposure as at the date of the Statement of Financial Position. The Fund may enter into securities lending transactions with counterparties and it may also be exposed to credit risk from the counterparties to the derivative instruments it may use. Credit risk associated with these transactions is considered minimal as all counterparties have a rating equivalent to a designated rating organization's credit rating of not less than A-1 (low) on their short-term debt and of A on their long-term debt, as applicable.

vii. Underlying funds

The Fund may invest in underlying funds and may be indirectly exposed to currency risk, interest rate risk, other price risk and credit risk from fluctuations in the value of financial instruments held by the underlying funds. Note 10 summarizes the Fund's exposure, if applicable and significant, to these risks from underlying funds.

9. Other Information

Abbreviations

Foreign currencies, if any, are presented in these financial statements using the following abbreviated currency codes:

Currency Code	Description	Currency Code	Description	Currency Code	Description
AUD	Australian dollars	HUF	Hungarian forint	PLN	Polish zloty
AED	United Arab Emirates Dirham	IDR	Indonesian rupiah	QAR	Qatar Rial
BRL	Brazilian real	ILS	Israeli shekel	RON	Romanian leu
CAD	Canadian dollars	INR	Indian rupee	RUB	Russian ruble
CHF	Swiss franc	JPY	Japanese yen	SAR	Saudi riyal
CLP	Chilean peso	KOR	South Korean won	SEK	Swedish krona
CNY	Chinese yuan	MXN	Mexican peso	SGD	Singapore dollars
COP	Colombian peso	MYR	Malaysian ringgit	THB	Thailand baht
CZK	Czech koruna	NGN	Nigerian naira	TRL	Turkish lira
DKK	Danish krone	NOK	Norwegian krona	USD	United States dollars
EGP	Egyptian pound	NTD	New Taiwan dollar	VND	Vietnamese dong
EUR	Euro	NZD	New Zealand dollars	ZAR	South African rand
GBP	United Kingdom pounds	PEN	Peruvian nuevo sol	ZMW	Zambian kwacha
GHS	Ghana Cedi	PHP	Philippine peso		
HKD	Hong Kong dollars	PKR	Pakistani rupee		

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10. Fund Specific Information (in '000, except for (a))

(a) Fund Formation and Series Information

Series	Inception/ Reinstatement Date	Minimum Investment (\$)	Management fee (%) ⁶	Administration fee (%) ⁶	Net Asset Value per Security (\$) as at March 31, 2024
Series A ¹	January 14, 2010	500	0.95	0.15	9.13
Series F ²	January 14, 2010	500	0.45	0.15	9.18
Series I ^{2,3,6}	January 14, 2010	500	–	0.15	9.22
Series O ⁴	October 26, 2010	–	–	–	9.17
Series Private Wealth ⁵	November 5, 2013	–	–	0.15	9.43

- Series A is 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 3.5% (based on date of initial purchase); new securities are not available under this option but may only be acquired through switching from other Counsel funds.
- 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 the Manager 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.
- The management fee for this series is equal to that of Series F but is payable directly by the investor to the Manager rather than by the Fund, generally through the monthly redemption of securities.
- There are no management or administration fees for this series since these securities are designed to facilitate fund-of-fund investing where duplication of management fees is prohibited.
- 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.
- The Manager 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.

(b) Tax Loss Carryforwards

Expiration Date of Non-Capital Losses

Total Capital Loss \$	Total Non-Capital Loss \$	2030 \$	2031 \$	2032 \$	2033 \$	2034 \$	2035 \$	2036 \$	2037 \$	2038 \$	2039 \$	2040 \$	2041 \$	2042 \$	2043 \$
16,020	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–

(c) Securities Lending

	September 30, 2024		March 31, 2024	
	(\$)	(%)	(\$)	(%)
Value of securities loaned	5,844	100.0	20,844	100.0
Value of collateral received	6,140	100.0	21,901	100.0

	September 30, 2024		September 30, 2023	
	(\$)	(%)	(\$)	(%)
Gross securities lending income	7	100.0	6	100.0
Tax withheld	–	–	–	–
	7	100.0	6	100.0
Payments to securities lending agent	(1)	(14.3)	(1)	(16.7)
Securities lending income	6	85.7	5	83.3

(d) Commissions

For the periods ended September 30, 2024 and 2023, commissions paid by the Fund did not generate any third-party services that were provided or paid for by brokers.

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NOTES TO FINANCIAL STATEMENTS

10. Fund Specific Information (in '000, except for (a)) (cont'd)

(e) Risks Associated with Financial Instruments

i. Risk exposure and management

The Fund seeks to achieve a moderate level of income while preserving investment capital and liquidity. The Fund invests in a diversified portfolio of primarily Canadian fixed-income securities. The Fund may invest up to 30% of its assets directly in foreign securities.

ii. Currency risk

As at September 30, 2024 and March 31, 2024, the Fund did not have a significant exposure to currency risk.

iii. Interest rate risk

The tables below summarize the Fund's exposure to interest rate risks from its investments in bonds and derivative instruments by term to maturity.

	Bonds (\$)	Derivative Instruments (\$)	Impact on net assets			
			Increase by 1%		Decrease by 1%	
September 30, 2024			(\$)	(%)	(\$)	(%)
Less than 1 year	7,587	5,269				
1-5 years	58,600	–				
5-10 years	10,874	–				
Greater than 10 years	6,033	–				
Total	83,094	5,269				
Total sensitivity to interest rate changes			(2,555)	(3.0)	2,555	3.0

	Bonds (\$)	Derivative Instruments (\$)	Impact on net assets			
			Increase by 1%		Decrease by 1%	
March 31, 2024			(\$)	(%)	(\$)	(%)
Less than 1 year	5,348	5,685				
1-5 years	68,423	–				
5-10 years	9,547	–				
Greater than 10 years	3,279	–				
Total	86,597	5,685				
Total sensitivity to interest rate changes			(3,147)	(3.6)	3,147	3.6

iv. Other price risk

As at September 30, 2024 and March 31, 2024, the Fund did not have a significant exposure to other price risk.

v. Credit risk

The Fund's greatest concentration of credit risk is in debt securities, such as bonds. The fair value of debt securities includes consideration of the creditworthiness of the debt issuer. The maximum exposure to any one debt issuer as at September 30, 2024, was 14.6% of the net assets of the Fund (March 31, 2024 – 21.3%).

As at September 30, 2024 and March 31, 2024, debt securities by credit rating are as follows:

Bond Rating*	September 30, 2024	March 31, 2024
	% of Net Assets	% of Net Assets
AAA	14.9	15.8
AA	11.0	8.5
A	32.3	38.3
BBB	24.9	24.1
Less than BBB	0.8	0.7
Unrated	13.1	10.7
Total	97.0	98.1

* Credit ratings and rating categories are based on ratings issued by a designated rating organization

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NOTES TO FINANCIAL STATEMENTS

10. Fund Specific Information (in '000, except for (a)) (cont'd)

(f) Fair Value Classification

The table below summarizes the fair value of the Fund's financial instruments using the fair value hierarchy described in note 3.

	September 30, 2024				March 31, 2024			
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Total (\$)	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Total (\$)
Bonds	–	83,093	1	83,094	–	86,596	1	86,597
Equities	5	–	–	5	4	–	–	4
Derivative assets	–	28	–	28	8	29	–	37
Derivative liabilities	(2)	(16)	–	(18)	–	(24)	–	(24)
Short-term investments	–	1,150	–	1,150	–	691	–	691
Total	3	84,255	1	84,259	12	87,292	1	87,305

The Fund's policy is to recognize transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

During the periods, there were no transfers between Level 1 and Level 2.

The table below summarizes the fair value of the Fund's investments using the fair value categories described in Note 3.

	September 30, 2024	March 31, 2024
	Bonds (\$)	Equities (\$)
Balance – beginning of period	1	–
Purchases	–	–
Sales	–	–
Transfers in	–	1
Transfers out	–	–
Gains (losses) during the period:		
Realized	–	–
Unrealized	–	–
Balance – end of period	1	1
Change in unrealized gains (losses) during the period attributable to securities held at end of period	–	–

(g) Investments by the other funds managed by the Manager

The investments held by the other funds managed by the Manager, investing in series O of the Fund, as applicable (as described in *Fund Formation and Series Information* in note 10), were as follows:

	September 30, 2024	March 31, 2024
	(\$)	(\$)
Other funds managed by the Manager	68,552	72,638

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NOTES TO FINANCIAL STATEMENTS

10. Fund Specific Information *(in '000, except for (a)) (cont'd)*

(h) Offsetting of Financial Assets and Liabilities

The tables below present financial assets and financial liabilities that are subject to master netting arrangements or other similar agreements and the net impact on the Fund's Statements of Financial Position if all set-off rights were exercised as part of future events such as bankruptcy or termination of contracts. No amounts were offset in the financial statements.

	September 30, 2024			
	Gross amount of assets/liabilities (\$)	Amount available for offset (\$)	Margin (\$)	Net amount (\$)
Unrealized gains on derivative contracts	28	–	–	28
Unrealized losses on derivative contracts	(18)	–	69	51
Liability for options written	–	–	–	–
Total	10	–	69	79

	March 31, 2024			
	Gross amount of assets/liabilities (\$)	Amount available for offset (\$)	Margin (\$)	Net amount (\$)
Unrealized gains on derivative contracts	37	(1)	90	126
Unrealized losses on derivative contracts	(24)	1	–	(23)
Liability for options written	–	–	–	–
Total	13	–	90	103

(i) Interest in Unconsolidated Structured Entities

As at September 30, 2024 and March 31, 2024, the Fund had no investments in Underlying Funds.