

# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the period ended June 30, 2024

Canadian Equity Fund  
**NBI Quebec Growth Fund**

## Notes on forward-looking statements

This report may contain forward-looking statements concerning the Fund, its future performance, its strategies or prospects or about future events or circumstances. Such forward-looking statements include, among others, statements with respect to our beliefs, plans, expectations, estimates and intentions. The use of the expressions "foresee", "intend", "anticipate", "estimate", "assume", "believe" and "expect" and other similar terms and expressions indicate forward-looking statements.

By their very nature, forward-looking statements imply the use of assumptions and necessarily involve inherent risks and uncertainties. Consequently, there is a significant risk that the explicit or implicit forecasts contained in these forward-looking statements might not materialize or that they may not prove to be accurate in the future. A number of factors could cause future results, conditions or events to differ materially from the objectives, expectations, estimates or intentions expressed in such forward-looking statements. Such differences might be caused by several factors, including changes in Canadian and worldwide economic and financial conditions (in particular interest and exchange rates and the prices of other financial instruments), market trends, new regulatory provisions, competition, changes in technology and the potential impact of conflicts and other international events.

The foregoing list of factors is not exhaustive. Before making any investment decision, investors and others relying on our forward-looking statements should carefully consider the foregoing factors and other factors. We caution readers not to rely unduly on these forward-looking statements. We assume no obligation to update forward-looking statements in the light of new information, future events or other circumstances unless applicable legislation so provides.

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This interim management report of fund performance contains financial highlights, but does not contain the complete interim financial statements of the investment fund. You can get a copy of the interim financial statements at your request, and at no cost, by calling 1-888-270-3941 or 514-871-2082, by writing to us at National Bank Investments Advisory Service, 800 Saint-Jacques Street, Transit 44331, Montreal, Quebec, H3C 1A3, by visiting our website at [www.nbinvestments.ca](http://www.nbinvestments.ca), by visiting SEDAR+'s website at [www.sedarplus.ca](http://www.sedarplus.ca), or by contacting your advisor. You 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

### Results of Operations

For the six-month period ended June 30, 2024, the NBI Quebec Growth Fund's Investor Series units returned 6.19% compared to 8.83% for the Fund's benchmark, the S&P/TSX Small Cap Index (CAD). Unlike the benchmark, the Fund's performance is calculated after fees and expenses. Please see the *Past Performance* section for the returns of all of the Fund's series, which may vary mainly because of fees and expenses.

The Fund's net asset value rose by 13.72% over the period, from \$565.44 million as at December 31, 2023 to \$643.03 million as at June 30, 2024.

The increase stemmed mainly from unit purchases by investors in the Fund and market fluctuations.

In the first half of 2024, Canadian stocks underperformed their U.S. counterparts as they did not benefit from the sharp rise of some very large-cap technology stocks. Generally speaking, investor optimism was affected by slower-than-expected rate cuts. In addition, the context of high inflation and high interest rates is prompting consumers to make choices. They tend to reduce their consumption of non-essential goods. This is affecting the growth of many companies. Overall, Canadian small-cap stocks are trading at attractive valuations. Many have become attractive targets for strategic buyers or in the case of going private transactions. Since the beginning of the year in Canadian small caps, the energy and materials sectors have largely outperformed the other sectors of the market.

Over the first half of the year, the S&P/TSX Index returned 6.1% with a mixed performance between sectors. Energy and Materials were the best performing sectors, gaining 14.1% and 13.7% respectively. Telecommunication Services and Real Estate experienced the largest losses with respective returns of -11.6% and -6.7% over the period.

Canadian small caps outperformed their larger peers, gaining 8.8% in the first half of 2024. Energy and Materials were the two top-performing sectors with respective returns of 17.6% and 13.8%. The Telecommunication Services and Real Estate sectors were the top detractors, losing 5.4% and 2.3% respectively during the period.

In this context, the Fund underperformed its benchmark.

The major positive contributors to performance came from Heroux-Devtek, Dollarama, WSP Global, Savaria, and GoEasy. The major negative contributors came from Richelieu Hardware, Champion Iron, GDI Integrated Facilities, Pool Corporation, and CAE.

### Recent Developments

During the period, we initiated positions in ATS Automation, Bombardier, Boyd Group Services, and TerraVest Industries.

ATS Automation is a global automation solutions provider. Its products help transform, streamline and optimize manufacturing operations. Its products are mainly focused toward the Life Sciences, Food and Beverage, Consumer Products, and Energy sectors. We like the secular growth profile of its end markets and the company's strategy to grow by acquisitions. Since 2018, it has successfully acquired 21 companies. Its recent IPO on the U.S. market provided them with the needed capital to strengthen their balance sheet and the opportunity to tap a new investor base to fund its growth ambitions.

Bombardier has transitioned in recent years from a diversified transportation company to a pure-play business jet manufacturer. It has successfully streamlined its operations and we believe that there are numerous catalysts in the short term to improve sentiment and its valuation. Over the next few years, we believe its well-funded backlog will translate into higher margins and reduced leverage.

Boyd Services Group is one of the largest operators of collision and glass repair centres in North America. It currently owns more than 900 company-operated locations in Canada and in the USA. The collision repair market is a fragmented market poised for consolidation. Boyd has grown steadily by acquisitions and organically. We believe Boyd is well on its way to meet its objective to double the size of the company on a constant currency basis from 2021 to 2025 against 2019 sales. We also believe that margin normalization to the upside is also achievable and will provide further upside to the stock price.

TerraVest Industries is a diversified industrial company that manufactures goods and services to a variety of end markets including energy, agriculture, mining, and transportation. TerraVest has an impressive organic and inorganic track record as it operates in a highly fragmented industry defined as steel manufacturing. Management and board members have a 33% ownership stake in the company, aligning their interests with that of shareholders. Its recent financing will provide them capital to continue with their consolidation strategy.

During the period, we sold positions in Cargojet, Logistec, NeoGen, and Telus.

In terms of changes to existing positions, we increased our weighting in AtkinsRéalis, RB Global, and Andlauer Healthcare. On the other hand, we decreased our weighting in SPX Technologies, WSP Global, and Jamieson Wellness.

On a sector level, the biggest weightings at the end of the period were in Industrials, Financials, and Consumer Discretionary.

On a security level, the top holdings at the end of the period were WSP Global, Richelieu Hardware, Logistec, GDI Integrated Facility Services, and Alimentation Couche-Tard.

The current positioning is a result of our bottom-up, long-term investment approach. We are looking to invest in tomorrow's global leaders that have a clear and defined growth strategy. Our investment horizon is long-term if the business plan is evolving in the right direction.

We have a limited exposure to the commodity sector (notwithstanding a small exposure to gold) and no exposure to the energy sector. Also, we have minimal exposure to Canadian banks (except for our investment in National Bank of Canada), which differentiates us from most existing Canadian equity funds.

- The growth of the global economy is currently challenged, and many investors are expecting the economy to slow down as higher interest rates take their toll on consumer sentiment.
- The rise of inflation, increasing energy costs, the lack of productivity caused by labour shortages have notably tempered growth expectations. Although supply chain issues have been resolved in some cases, we continue to monitor closely the availability of certain materials or goods that continue to be difficult to obtain.
- As the trajectory of the economy is difficult to predict, we remain focused on investing in companies that have a strong balance sheet and a resilient business model.
- We expect our companies to be active on the acquisition front and further consolidate their marketplace. We also expect some of them to become takeover targets as larger companies or private equity funds deploy their excess capital.

We are optimistic that the companies held in the portfolio will adapt to a somewhat challenging short-term environment and become stronger in their respective markets. Challenges can be surmounted and can even offer opportunities to grow and gain market share versus weaker competitors. Our companies have strong balance sheets and will be able to invest for growth while others won't be able to do so. With their strong balance sheets, they will also be on the lookout for M&A to create value for shareholders.

## Related Party Transactions

National Bank of Canada (“the Bank”) and its affiliated companies’ roles and responsibilities related to the Fund are as follows:

### Trustee, Custodian, and Registrar

Natcan Trust Company (“NTC”), a direct or indirect wholly-owned subsidiary of the Bank, is the Fund’s trustee. In this capacity, it is the legal owner of the Fund’s investments.

NTC acts as registrar for the Fund’s securities and the names of securityholders. NTC also acts as the Fund’s custodian. The fees for NTC’s custodial services are based on the standard rates in effect at NTC.

### Agent for securities lending transactions

NTC acts as the agent for securities lending transactions acts on behalf of the Fund in administering securities lending transactions entered into by the Fund. NTC is an affiliate of the Manager.

### Fund Manager

The Fund is managed by National Bank Investments Inc. (“NBII”), which is a wholly-owned subsidiary of the Bank. Therefore, NBII provides or ensures the provision of all general management and administrative services required by the Fund’s current operations, including investment consulting, the arrangement of brokerage contracts for the purchase and sale of the investment portfolio, bookkeeping and other administrative services required by the Fund.

The Manager pays the operating expenses of the Fund other than its “Fund costs” (defined below) (the “variable operating expenses”), in exchange for the Fund’s payment to the Manager of annual fixed-rate administration fees with respect to each series of the Fund.

The administration fees are equal to a specified percentage of the net asset value of each series of the Fund, calculated and paid in the same manner as the Fund’s management fees. The variable operating expenses payable by the Manager include, but are not limited to: transfer agency and recordkeeping costs; custodial costs; accounting and valuation fees; audit fees and legal fees; costs of preparing and distributing financial reports, simplified prospectuses, annual information forms, Fund Facts, continuous disclosure material and other securityholder communications; and costs of trustee services relating to registered tax plans, as applicable.

In addition to administration fees, the Fund shall also pay certain Fund costs, namely: taxes (including, but not limited to, GST/HST and income taxes); costs of compliance with any changes to existing governmental or regulatory requirements introduced after August 1, 2013; costs of compliance with any new governmental or regulatory requirements, including any new fees introduced after August 1, 2013; interest and borrowing costs; costs related to external services that were not commonly charged in the Canadian mutual fund industry as at August 1, 2013; Independent Review Committee costs, including compensation paid to IRC members, travel expenses, insurance premiums and costs associated with their continuing education; and variable operating expenses incurred outside of the normal course of business of the Fund.

The Manager may, from time to time and at its sole discretion, decide to absorb a portion of a series’ management fees, administration fees or Fund costs.

As described under the heading *Management Fees*, the Fund pays annual management fees to NBII as consideration for its services.

### Portfolio Manager

The Manager has appointed National Bank Trust Inc. (“NBT”), an indirect wholly-owned subsidiary of the Bank, as the portfolio manager for the Fund. A flat fee is payable annually to NBT for its management services.

## Distribution and Dealer Compensation

NBII acts as principal distributor for the Fund. In this capacity, NBII buys, sells and swaps securities through Bank branches and the National Bank Investments Advisory Service in Canadian provinces and territories, and through external registered representatives. Fund securities are also offered by National Bank Financial Inc. (including its division National Bank Direct Brokerage), CABN Investments (a division of NBII) and other affiliated entities. Brokers may receive, depending on the distributed series, a monthly commission representing a percentage of the average daily value of the securities held by their clients.

### Brokerage Fees

The Fund may pay broker’s commissions at market rates to a corporation affiliated with NBII. The brokerage fees paid by the Fund for the period are as follows:

	Period ended June 30, 2024
Total brokerage fees	58,021.55
Brokerage fees paid to National Bank Financial	1,891.35

### Independent Review Committee Approvals and Recommendations

The Fund followed the standing instructions of its Independent Review Committee with respect to one or more of the following transactions:

- Purchasing or holding the securities of a related issuer, in particular, those of National Bank of Canada;
- Investing in the securities of an issuer when an entity related to the manager acts as an underwriter for the placement or at any time during the 60-day period after the end of the placement;
- Purchasing or selling securities to another investment Fund managed by the manager or a company in the same group;
- Purchasing or selling debt securities on the secondary market, through related brokers that are main brokers in the Canadian debt securities market (in accordance with an exemption received from the Canadian Securities Administrators);
- Entering into foreign exchange transactions (including both spot transactions and forward transactions) with National Bank of Canada.

The Manager has implemented policies and procedures to make sure that the conditions applicable to each of the above transactions are met. The applicable standing instructions require that these transactions be carried out in accordance with NBII policies, which specify, in particular, that investment decisions pertaining to these related party transactions must be made free from any influence by an entity related to NBII and without taking into account any consideration relevant to an entity related to NBII. Furthermore, the investment decisions must represent the business judgment of the securities advisor, uninfluenced by considerations other than the best interest of the Fund and must achieve a fair and reasonable result for the Fund.

### Registered Plan Trust Services

NTC receives a fixed amount per registered account for services provided as trustee for registered plans.

### Administrative and Operating Services

The provision of certain services was delegated by the Fund Manager, NBII, to National Bank Trust Inc. (“NBT”), a wholly-owned indirect subsidiary of the Bank. These include accounting, reporting and portfolio valuation services. The fees incurred for these services are paid to NBT by the Fund manager.

## Management Fees

The Fund pays annual management fees to the Fund manager for its management services. The fees are calculated based on a percentage of the Fund's daily net asset value before applicable taxes and are paid on a monthly basis. Under the *Distribution* heading, expenses include the broker's compensation consisting of the maximum annual trailer fees and sales commissions paid to brokers. Under the *Other* heading, the fees relate mainly to investment management, investment advisory services, general administration and profit. The breakdown of major services provided in consideration of the management fees, expressed as an approximate percentage of the management fees is as follows:

Series	Management Fees	Distribution	Others <sup>†</sup>
Investor Series	1.75%	57.14%	42.86%
Advisor Series*			
Front-end load**	1.75%	57.14%	42.86%
Series F	0.75%	—	100.00%

<sup>(†)</sup> Includes all costs related to management, investment advisory services, general administration and profit.

<sup>(\*)</sup> Excluding sales commissions paid on the Advisor Series with the low sales charge option and deferred sales charge option, which are not paid for out of the management fees.

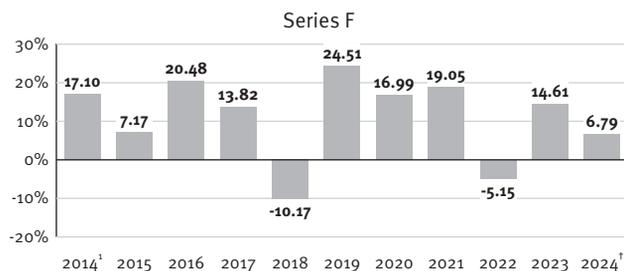
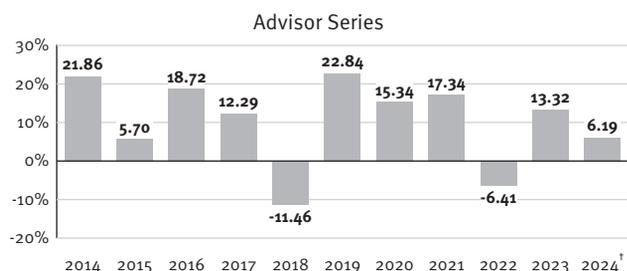
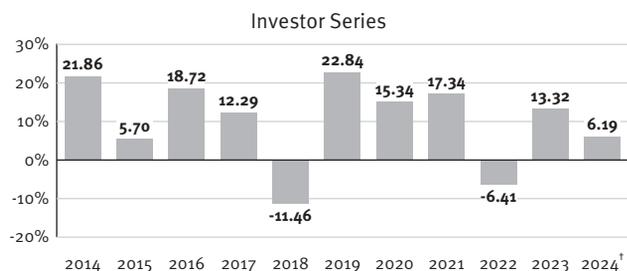
<sup>(\*\*)</sup> Rate applicable for all investments, including Advisor Series existing before May 14, 2015, systematic investment programs, reinvested distributions and switches.

## Past Performance

The performance of each series of the Fund is presented below and calculated as at December 31 of each year. It assumes that all distributions made in the periods shown were reinvested in additional securities and does not take into account sales, redemption charges, distributions, or optional charges that would have reduced returns. Past performance of a series of a Fund does not necessarily indicate how it will perform in the future.

## Annual Returns

The bar charts indicate the performance for each the Fund's series in existence greater than one year during the years shown, and illustrate how the performance has changed from year to year. They show, in percentage terms, how much an investment made on January 1 (or made commencing from the start of the series) would have grown or decreased by December 31 of that year, in the case of the Annual management report of fund performance, or by June 30, in the case of the Interim management report of fund performance.



<sup>(†)</sup> Returns for the period from May 21, 2014 (commencement of operations) to December 31, 2014.

<sup>(†)</sup> Returns for the period from January 1, 2024 to June 30, 2024.

## Financial Highlights

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 accounting periods shown.

### Investor / Advisor\* Series

<sup>(1)</sup> The Advisor Series was created on February 8, 2002.

Net Assets per Unit <sup>(1)</sup>		Commencement of operations: July 23, 1999				
Accounting Period Ended	2024 June 30	2023 December 31	2022 December 31	2021 December 31	2020 December 31	2019 December 31
<b>Net Assets, Beginning of Accounting Period Shown<sup>(4)</sup></b>	109.35	96.50	104.39	88.96	77.10	62.79
<b>Increase (Decrease) from Operations (\$)</b>						
Total revenue	1.18	1.97	1.86	1.40	1.24	1.78
Total expenses	(1.28)	(2.34)	(2.45)	(2.58)	(1.89)	(1.83)
Realized gains (losses)	2.93	3.92	5.55	6.26	0.96	(0.18)
Unrealized gains (losses)	4.02	9.20	(12.52)	10.05	11.02	14.58
<b>Total Increase (Decrease) from Operations (\$)<sup>(2)</sup></b>	6.85	12.75	(7.56)	15.13	11.33	14.35
<b>Distributions (\$)</b>						
From net investment income (excluding dividends)	—	—	—	—	—	—
From dividends	—	—	—	—	—	—
From capital gains	—	—	1.19	—	—	—
Return of capital	—	—	—	—	—	—
<b>Total Annual Distributions (\$)<sup>(3)</sup></b>	—	—	1.19	—	—	—
<b>Net Assets, End of Accounting Period Shown<sup>(4)</sup></b>	116.11	109.35	96.50	104.39	88.96	77.10

### Ratios and Supplemental Data

Accounting Period Ended	2024 June 30	2023 December 31	2022 December 31	2021 December 31	2020 December 31	2019 December 31
Total net asset value (ooo's of \$) <sup>(5)</sup>	209,887	206,720	197,628	284,789	228,567	207,024
Number of units outstanding <sup>(5)</sup>	1,807,575	1,890,506	2,048,049	2,728,002	2,569,373	2,684,191
Management expense ratio (%) <sup>(6)</sup>	2.25	2.25	2.46	2.53	2.52	2.52
Management expense ratio before waivers or absorptions (%)	2.25	2.25	2.46	2.53	2.52	2.52
Trading expense ratio (%) <sup>(7)</sup>	0.02	0.03	0.03	0.03	0.05	0.04
Portfolio turnover rate (%) <sup>(8)</sup>	13.06	23.79	18.27	21.85	22.51	22.98
Net asset value per unit (\$)	116.12	109.35	96.50	104.39	88.96	77.13

### Series F

Net Assets per Unit <sup>(1)</sup>		Commencement of operations: May 21, 2014				
Accounting Period Ended	2024 June 30	2023 December 31	2022 December 31	2021 December 31	2020 December 31	2019 December 31
<b>Net Assets, Beginning of Accounting Period Shown<sup>(4)</sup></b>	28.86	25.18	26.81	22.52	19.25	15.46
<b>Increase (Decrease) from Operations (\$)</b>						
Total revenue	0.32	0.52	0.50	0.37	0.32	0.44
Total expenses	(0.17)	(0.31)	(0.29)	(0.30)	(0.21)	(0.20)
Realized gains (losses)	0.73	1.05	1.51	1.58	0.27	(0.04)
Unrealized gains (losses)	1.01	2.38	(2.89)	2.26	2.90	3.65
<b>Total Increase (Decrease) from Operations (\$)<sup>(2)</sup></b>	1.89	3.64	(1.17)	3.91	3.28	3.85
<b>Distributions (\$)</b>						
From net investment income (excluding dividends)	—	—	—	—	—	—
From dividends	—	—	—	—	—	—
From capital gains	—	—	0.25	—	—	—
Return of capital	—	—	—	—	—	—
<b>Total Annual Distributions (\$)<sup>(3)</sup></b>	—	—	0.25	—	—	—
<b>Net Assets, End of Accounting Period Shown<sup>(4)</sup></b>	30.82	28.86	25.18	26.81	22.52	19.25

### Ratios and Supplemental Data

Accounting Period Ended	2024 June 30	2023 December 31	2022 December 31	2021 December 31	2020 December 31	2019 December 31
Total net asset value (ooo's of \$) <sup>(5)</sup>	433,147	358,722	280,097	202,330	105,651	81,616
Number of units outstanding <sup>(5)</sup>	14,055,356	12,430,704	11,124,869	7,547,205	4,690,908	4,239,054
Management expense ratio (%) <sup>(6)</sup>	1.11	1.11	1.11	1.11	1.11	1.11
Management expense ratio before waivers or absorptions (%)	1.11	1.11	1.11	1.11	1.11	1.11
Trading expense ratio (%) <sup>(7)</sup>	0.02	0.03	0.03	0.03	0.05	0.04
Portfolio turnover rate (%) <sup>(8)</sup>	13.06	23.79	18.27	21.85	22.51	22.98
Net asset value per unit (\$)	30.82	28.86	25.18	26.81	22.52	19.25

- <sup>(1)</sup> This information is derived from the Fund's Annual Audited Financial Statements and Interim Unaudited Financial Statements. The net assets per unit presented in the financial statements might differ from the net asset value calculated for fund pricing purposes. The differences are explained in the notes to the financial statements.
- <sup>(2)</sup> Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase or decrease from operations is based on the average number of units outstanding over the accounting period.
- <sup>(3)</sup> Distributions were paid in cash or reinvested in additional units of the Fund, or both.
- <sup>(4)</sup> The net assets are calculated in accordance with IFRS.
- <sup>(5)</sup> This information is provided as at the last day of the accounting period shown.
- <sup>(6)</sup> Management expense ratio is based on total expenses including sales taxes for the accounting period indicated (excluding commission, other portfolio transaction costs and withholding taxes) and is expressed as an annualized percentage of daily average net value during the accounting period. The management expense ratio includes, if necessary, the management expenses from its underlying funds, as described in Article 15.2 of Regulation 81-106.
- <sup>(7)</sup> 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 accounting period. The trading expense ratio includes, if necessary, the trading expenses from its underlying funds, as described in Article 15.2 of Regulation 81-106.
- <sup>(8)</sup> The Fund's portfolio turnover rate indicates how actively the Fund portfolio's manager 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 accounting period. The higher a Fund's portfolio turnover rate in an accounting period, the greater the trading costs payable by the Fund in the accounting period, and the greater the chance of an investor receiving taxable capital gains in the accounting period. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

## Summary of Investment Portfolio

As of June 30, 2024

### Portfolio Top Holdings

	% of Net Asset Value
Héroux-Devtek Inc.	5.4
WSP Global Group Inc.	4.8
Richelieu Hardware Ltd.	4.0
GDI Integrated Facility Services Inc.	3.8
Alimentation Couche-Tard Inc.	3.7
Savaria Corp.	3.6
Cash, Money Market and Other Net Assets	3.6
iA Financial Corp Inc.	3.4
National Bank of Canada	3.3
CGI Group Inc., Class A	3.2
Dollarama Inc.	3.2
Stella-Jones Inc.	3.1
AtkinsRealis Group Inc.	2.9
Goeasy Ltd.	2.9
TECSYS Inc.	2.9
Mainstreet Equity Corp.	2.5
CBIZ Inc.	2.4
Andlauer Healthcare Group Inc.	2.3
Metro Inc.	2.3
Parkland Corp.	2.3
Boyd Group Services Inc.	2.2
Intact Financial Corp.	2.2
Pet Valu Holdings Ltd.	2.2
Gildan Activewear Inc.	2.0
Champion Iron Ltd.	1.9
	76.1

Net asset value .....\$643,034,049

### Asset Mix

	% of Net Asset Value
Canadian Equity	89.2
US Equity	5.3
International Equity	1.9
Cash, Money Market and Other Net Assets	3.6

### Sector Allocation

	% of Net Asset Value
Industrials	40.1
Consumer Discretionary	13.4
Financials	10.3
Information Technology	7.9
Materials	6.6
Consumer Staples	6.5
Real Estate	4.1
Energy	3.7
Health Care	2.3
Utilities	0.8
Communication Services	0.7
Cash, Money Market and Other Net Assets	3.6

The above table shows the top 25 positions held by the Fund. In the case of a Fund with fewer than 25 positions, all positions are indicated.

The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the investment Fund. A quarterly update is available. Please consult our website at [www.nbinvestments.ca](http://www.nbinvestments.ca).

If this investment Fund invests in other investment funds, please consult the prospectus and other information about the underlying investment funds on the website indicated above or on SEDAR+'s website at [www.sedarplus.ca](http://www.sedarplus.ca).