

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

For the period ended December 31, 2019

Specialized Fund
NBI Resource 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.

This annual management report of fund performance contains financial highlights, but does not contain the complete annual financial statements of the investment fund. You can get a copy of the annual financial statements at your request, and at no cost, by calling 1-888-270-3941 or 514-871-2082, by writing to us at National Bank Investments Advisory Service, 500, Place d'Armes, 12th floor, Montreal, Quebec, H2Y 2W3, by visiting our website at www.nbinvestments.ca, by visiting SEDAR's website at www.sedar.com, 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

Investment Objective and Strategies

The NBI Resource Fund aims to achieve capital growth primarily by investing in equities of Canadian natural resource companies and companies that support resource companies.

The portfolio manager analyzes stocks from companies that engage in natural resource activities, such as mining, oil and gas, energy, forest products, water resources and fishing, and companies that support those industries. The portfolio manager uses a combination of growth and value styles and a mix of investment strategies to select investments for the Fund. It is expected that investments in foreign securities will not exceed approximately 30% of the Fund's assets.

Risks

The global investment risk of the Fund remains as described in the simplified prospectus or any amendments thereto and Fund Facts.

Results of Operations

For the twelve-month period ended December 31, 2019, the NBI Resource Fund's Investor Series units returned 24.27% compared to 23.70% for the Fund's blended benchmark. The broad-based index, the S&P/TSX Composite Index (CAD), returned 22.88%. Unlike the indices, 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 10.31% over the period, from \$54.17 million as at December 31, 2018 to \$59.76 million as at December 31, 2019.

The increase stemmed mainly from market fluctuations.

Buoyed by upbeat economic data from China amid growing optimism over an initial U.S.-China trade deal, the Canadian equity market ended the year on a high note. Along with the rest of the world, the S&P/TSX index reached several all-time highs during the year and posted double digit gains.

After a difficult end to 2018 when the price of WTI crude ended at \$45 per barrel, it started 2019 on a good pace. Attacks on the world's biggest oil producer Saudi Arabia, sanctions that crippled crude exports of two OPEC members - Lebanon and Venezuela - and gigantic supply cuts from big oil producing countries all helped to drive up the price of black gold in 2019. Though it peaked in April at around \$66 per barrel and then pulled back a bit, steady gain in Q4 helped it finish the year up 35%, to \$61.06.

In this context, the Fund outperformed its benchmark. The Fund's positive return is mainly due to security selection. On an absolute basis, the Fund generated positive returns with major gains coming from SilverCrest Metals and Wesdome Gold Mines. The buyout of Atlantic Gold by St. Barbara Ltd was also a main contributor to the Fund's yearly performance.

Recent Developments

The main change in the Fund over the year is the purchase of Champion Iron Ltd. to the portfolio. A new position was equally added with SilverCrest. These are two mining companies that the portfolio manager believes they should bring value to the Fund.

The Fund sold many positions within the Energy sector, such as Seven Generations, Encana, Baytex, and Birchcliff. Nutrien was also significantly reduced in the portfolio.

The Fund has an experienced portfolio manager who is very well acquainted with the intrinsic fundamentals of resource companies. The portfolio is managed dynamically and will be adjusted quickly based on developments in each of the specific sectors, including oil, natural gas, gold and others. Every basis for trading is justified by fundamentals, but also by a specific market context.

Given this context, the portfolio manager remains fully invested in gold, while the position in Energy continues to remain fundamentally positive. He will remain highly active, more so than normal in order to take advantage of buying and selling opportunities.

On April 30, 2019, the Fund's independent review committee (the "IRC") was reduced to three members when André Godbout resigned as an IRC member. On May 22, 2019, the Fund's IRC was increased to five members when Norman Turnbull and Robert Martin were appointed as IRC members.

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.

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 December 31, 2019
Total brokerage fees	107,177.00
Brokerage fees paid to National Bank Financial	5,633.50

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. A portion of the management fees paid by the Fund covers maximum annual trailer fees and sales commissions paid to brokers. The remainder of the management fees primarily covers investment management and general administration services. 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 [†]
Investor Series	2.00%	62.50%	37.50%
Advisor Series*			
Front-end load	2.00%	62.50%	37.50%
Back-end load - 1 to 6 years	2.00%	25.00%	75.00%
Back-end load - 7 years and more	2.00%	62.50%	37.50%
Low load - 1 to 3 years	2.00%	25.00%	75.00%
Low load - 4 years and more	2.00%	50.00%	50.00%
Series F	0.75%	—	100.00%

^(†) Includes all costs related to management, investment advisory services, general administration and profit.

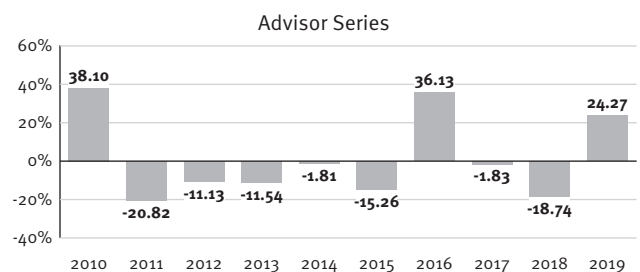
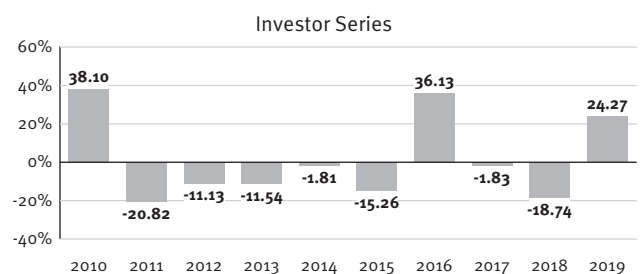
^(*) Excluding sales commissions paid on the Advisor Series with the low sales charge option and deferred sales charge option, which are not paid for out of the management fees.

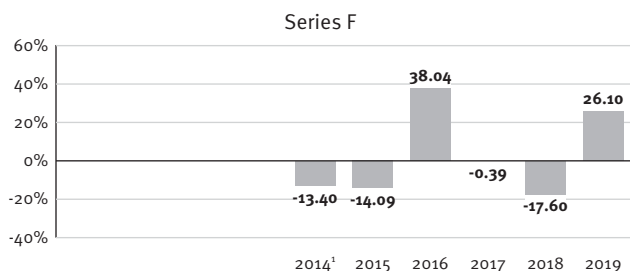
Past Performance

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, or by June 30, as applicable.

Annual Returns

The bar charts indicate the performance for each series of the Fund (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, or by June 30, as applicable.





⁽¹⁾ Returns for the period from May 21, 2014 (commencement of operations) to December 31, 2014.

Annual Compounded Performance

The following table shows the Fund's annual compound returns for each series in existence greater than one year and for each of the periods ended on December 31, 2019, compared with the following benchmarks:

The blended benchmark (the "Benchmark") is composed of:

- S&P/TSX Composite Energy Sector Index (CAD) (50%)
- S&P/TSX Composite Material Sector Index (CAD) (50%)

The broad-based index is the S&P/TSX Composite Index (CAD).

NBI Resource Fund

	1 year	3 years	5 years	10 years	Since inception
Investor Series¹	24.27%	(0.29)%	2.72%	(0.35)%	–
Benchmark	23.70%	2.47%	3.43%	0.65%	–
Broad-based index	22.88%	6.89%	6.28%	6.90%	–
Advisor Series²	24.27%	(0.29)%	2.72%	(0.35)%	–
Benchmark	23.70%	2.47%	3.43%	0.65%	–
Broad-based index	22.88%	6.89%	6.28%	6.90%	–
Series F³	26.10%	1.16%	4.18%	–	1.09%
Benchmark	23.70%	2.47%	3.43%	–	0.40%
Broad-based index	22.88%	6.89%	6.28%	–	6.64%

¹Commencement of operations: November 10, 1989

²Commencement of operations: June 12, 2009

³Commencement of operations: May 21, 2014

A discussion of the Fund's relative performance in comparison to the index (or indices) can be found in the *Results of Operations* Section of this report.

Index Descriptions

The **S&P/TSX Composite Energy Sector Index** measures the performance of securities in the Energy sector in Canada. The index is based on the securities' market capitalization. No security can exceed 25% of the total value of the index.

The **S&P/TSX Composite Material Sector Index** measures the performance of securities in the Materials sector in Canada. The index is based on the securities' market capitalization. No security can exceed 25% of the total value of the index.

The **S&P/TSX Composite Index** is a subset of the S&P/TSX and reflects share price fluctuations of a group of companies listed on the Toronto Stock Exchange (TSX) and weighted by market capitalization.

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

^(*) The Advisor Series was created on June 12, 2009.

Net Assets per Unit⁽¹⁾ Commencement of operations: November 10, 1989

Accounting Period Ended	2019 December 31	2018 December 31	2017 December 31	2016 December 31	2015 December 31
Net Assets, Beginning of Accounting Period Shown ⁽⁴⁾	27.44	33.77	34.40	25.27	29.82
Increase (Decrease) from Operations (\$)					
Total revenue	0.76	0.69	0.61	0.63	0.83
Total expenses	(0.81)	(0.86)	(0.90)	(0.89)	(0.79)
Realized gains (losses)	(0.62)	(0.94)	0.04	1.50	(1.85)
Unrealized gains (losses)	7.35	(5.09)	(0.43)	8.02	(2.56)
Total Increase (Decrease) from Operations (\$) ⁽²⁾	6.68	(6.20)	(0.68)	9.26	(4.37)
Distributions (\$)					
From net investment income (excluding dividends)	—	—	—	—	—
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total Annual Distributions (\$) ⁽³⁾	—	—	—	—	—
Net Assets, End of Accounting Period Shown (\$) ⁽⁴⁾	34.10	27.44	33.77	34.40	25.27

Ratios and Supplemental Data

Accounting Period Ended	2019 December 31	2018 December 31	2017 December 31	2016 December 31	2015 December 31
Total net asset value (ooo's of \$) ⁽⁵⁾	58,958	53,592	76,254	76,426	60,886
Number of units outstanding ⁽⁵⁾	1,728,993	1,953,322	2,258,042	2,222,006	2,409,490
Management expense ratio (%) ⁽⁶⁾	2.47	2.47	2.47	2.47	2.47
Management expense ratio before waivers or absorptions (%)	2.48	2.48	2.48	2.48	2.48
Trading expense ratio (%) ⁽⁷⁾	0.19	0.25	0.25	0.33	0.23
Portfolio turnover rate (%) ⁽⁸⁾	50.27	66.72	90.00	105.17	62.96
Net asset value per unit (\$)	34.10	27.44	33.77	34.40	25.27

Series F

Net Assets per Unit⁽¹⁾ Commencement of operations: May 21, 2014

Accounting Period Ended	2019 December 31	2018 December 31	2017 December 31	2016 December 31	2015 December 31
Net Assets, Beginning of Accounting Period Shown ⁽⁴⁾	8.43	10.23	10.27	7.44	8.66
Increase (Decrease) from Operations (\$)					
Total revenue	0.24	0.21	0.19	0.19	0.24
Total expenses	(0.11)	(0.12)	(0.13)	(0.14)	(0.12)
Realized gains (losses)	(0.20)	(0.33)	(0.05)	0.91	(0.28)
Unrealized gains (losses)	2.25	(1.63)	0.24	0.79	(1.13)
Total Increase (Decrease) from Operations (\$) ⁽²⁾	2.18	(1.87)	0.25	1.75	(1.29)
Distributions (\$)					
From net investment income (excluding dividends)	—	—	—	—	—
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total Annual Distributions (\$) ⁽³⁾	—	—	—	—	—
Net Assets, End of Accounting Period Shown (\$) ⁽⁴⁾	10.63	8.43	10.23	10.27	7.44

Ratios and Supplemental Data

Accounting Period Ended	2019 December 31	2018 December 31	2017 December 31	2016 December 31	2015 December 31
Total net asset value (ooo's of \$) ⁽⁵⁾	798	579	699	258	51
Number of units outstanding ⁽⁵⁾	75,079	68,678	68,329	25,065	6,889
Management expense ratio (%) ⁽⁶⁾	1.02	1.05	1.05	1.09	1.11
Management expense ratio before waivers or absorptions (%)	1.04	1.08	1.09	1.15	1.15
Trading expense ratio (%) ⁽⁷⁾	0.19	0.25	0.25	0.33	0.23
Portfolio turnover rate (%) ⁽⁸⁾	50.27	66.72	90.00	105.17	62.96
Net asset value per unit (\$)	10.63	8.43	10.23	10.27	7.44

- ⁽¹⁾ This information is derived from the Fund's Annual Audited 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.
- ⁽²⁾ 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. For all series created before 2016, the detailed calculation of the total Increase (Decrease) from Operations as at December 31, 2015 has been adjusted to reflect the proper allocation between the following items: Total revenue, Total expenses, Realized gain (losses) and/or Unrealized gain (losses). It is a non-material correction related to a programming error in the ratio calculation.
- ⁽³⁾ Distributions were paid in cash or reinvested in additional units of the Fund, or both.
- ⁽⁴⁾ The net assets are calculated in accordance with IFRS.
- ⁽⁵⁾ This information is provided as at the last day of the accounting period shown.
- ⁽⁶⁾ 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.
- ⁽⁷⁾ 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. Since calculating an average daily allocation of the trading expenses would take considerable effort, an average monthly allocation has been used instead for the accounting periods prior to 2016.
- ⁽⁸⁾ 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 December 31, 2019

Portfolio Top Holdings

	% of Net Asset Value
Canadian Natural Resources Ltd.	7.9
Agnico-Eagle Mines Ltd.	7.5
Suncor Energy Inc.	7.4
Barrick Gold Corp.	7.3
TC Energy Corp.	6.5
Enbridge Inc.	4.7
SSR Mining Inc.	4.4
B2Gold Corp.	3.8
Nutrien Ltd.	3.8
Parex Resources Inc.	3.8
Pembina Pipeline Corporation	3.8
Franco-Nevada Corp.	3.1
Cenovus Energy Inc.	2.8
First Quantum Minerals Ltd.	2.8
Detour Gold Corp.	2.7
Endeavour Mining Corp.	2.7
Champion Iron Ltd.	2.5
Wesdome Gold Mines Ltd.	2.5
TORC Oil & Gas Ltd.	2.4
Enerplus Corp.	2.0
Parkland Fuel Corp.	1.8
Kelt Exploration Ltd.	1.7
Cash, Money Market and Other Net Assets	1.5
Gibson Energy Inc.	1.4
OceanaGold Corp.	1.4
	92.2

Net asset value \$59,756,018

Regional Allocation

	% of Net Asset Value
Canada	90.6
Australia	3.9
Cayman Islands	2.7
United States	1.3
Cash, Money Market and Other Net Assets	1.5

Sector Allocation

	% of Net Asset Value
Oil Gas & Consumable Fuels	49.1
Metals & Mining	44.6
Chemicals	3.8
Paper & Forest Products	1.0
Cash, Money Market and Other Net Assets	1.5

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 Web site at www.nbinvestments.ca.