

## Annual Management Report of Fund Performance

For the Year Ended December 31, 2023

This Annual Management Report of Fund Performance contains financial highlights but does not contain the complete annual financial statements of the investment fund. You may obtain a copy of the annual financial statements at no cost by calling 1-844-395-0747, by writing us at Suite 600, 517 – 10th Avenue SW, Calgary, Alberta T2R 0A8, or by visiting our website at [www.mawer.com](http://www.mawer.com) or SEDAR at [www.sedarplus.com](http://www.sedarplus.com).

Unitholders may also contact us using one of the above noted methods to request a copy of the investment fund's proxy voting policies and procedures, interim financial reports, proxy voting disclosure record, or quarterly portfolio disclosure.

This Annual Management Report of Fund Performance includes certain statements that are "forward looking information" or "forward looking statements" (collectively, "forward looking information") within the meaning of applicable securities legislation. All statements, other than statements of historical fact, included in this report that address activities, events or developments that the portfolio advisor, Mawer Investment Management Ltd., expects or anticipates will or may occur in the future, including such things as anticipated financial performance, beliefs, plans, goals, objectives, assumptions, information and statements about possible future events, conditions, results of operations, are forward looking information. The words "may", "could", "would", "should", "believe", "plan", "anticipate", "expect", "intend", "forecast", "objective", "will" and similar expressions are intended to identify forward looking information. Undue reliance should not be placed on forward looking information. Forward looking information is subject to various risks described in the Simplified Prospectus, uncertainties, and assumptions about the Fund, capital markets and economic factors, which could cause actual results to vary and in some instances to differ materially from those anticipated by the portfolio advisor and expressed in this report. Material risk factors include, but are not limited to, general economic, political and market factors in North America and internationally, interest and foreign exchange rates, global equity and capital markets, business competition, technological change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events. The foregoing list of risk factors is not exhaustive.

All opinions contained in forward looking information are subject to change without notice and are provided in good faith and are based on the estimates and opinions of the portfolio advisor at the time the information is presented. The portfolio advisor has no specific intention of updating any forward looking information whether as a result of new information, future events or otherwise, except as required by securities legislation. Certain information about specific holdings in the Fund, including any opinion, is based upon various sources believed to be reliable, but cannot be guaranteed to be current, accurate or complete and is subject to change without notice.

## Management Discussion of Fund Performance

### Investment Objectives and Strategies

The objective of the Mawer New Canada Fund (the "Fund") is to invest for above average long-term returns in securities of smaller Canadian companies. This is done by choosing companies that we believe will be wealth-creating in the long-term and are trading at a discount to their intrinsic value. We prefer companies with enduring competitive advantages that will allow them to earn a return greater than their cost of capital over the long-term. The Fund has a long-term buy-and-hold strategy and seeks to keep turnover low.

### Risk

This Fund is suitable for investors seeking long-term above-average growth who can tolerate significant volatility. Although the Manager does take measures to mitigate and manage risk, this Fund should be considered a medium-to-high risk fund due to its focus on a higher-risk asset class. General risks of investing in the Fund remain as discussed in the Prospectus. The major risks for the Fund are stock market risk, specific issuer risk, and liquidity risk.

The Manager attempts to reduce the exposure to these risks by not concentrating more than 20% of the net assets of the Fund in a particular Industry as defined by the Global Industry Classification Standards (GICS).

### Results of Operations

The Fund's net assets increased 5.9% to \$1,427.2 million from \$1,348.3 million at December 31, 2023. Of this change, \$175.9 million is attributable to positive investment performance and -\$97.0 million was due to net redemptions to the Fund.

The Manager assesses the Fund's underlying securities for liquidity on a quarterly basis. During the period the Fund has remained in compliance with National Instrument 81-102.

Over the twelve-month period, the Fund's Series A units' return was 12.4% (after deducting fees and expenses paid by the series) in comparison to the S&P/TSX Small Cap Index return of 4.8%. All performance values provided are in Canadian dollar terms.

The last quarter of 2023 was a stellar period for the S&P/TSX Small Cap Index, closing the year in positive territory. The index moved higher as discount rates decreased and market participants became increasingly optimistic about the possibility of the central bank achieving a soft landing.

The Fund's outperformance relative to its benchmark over the period was due to both security selection and sector allocation. Stock selection was particularly positive in Energy, partially offset by negative security selection in Technology. At the stock level, Stella-Jones, a pressure-treated lumber company, was a strong contributor. While different factors helped propel the stock price higher; a leading driver has been the strength in the business's utility poles segment. Its customers—electric transmission and distribution utilities—are increasingly investing in their networks to withstand extreme weather events and to service the greater demand from electrification themes.

## Mawer New Canada Fund

Our energy holdings which are not reliant on commodity prices such as fuel distributor Parkland, drilling technology company Pason Systems, and tank manufacturer TerraVest Industries, also performed well over the period. Meanwhile, specialty insurer Trisura, announced a write-down on one of its reinsurance recoverables, which impacted the stock's performance negatively over the period.

The prominent initiations during the period included Mattr Infrastructure Technologies (formerly Shawcor), Brookfield Reinsurance and Wajax. We initiated in Mattr Infrastructure Technologies, a company that was historically known for its pipeline and pipe services. Our investment thesis is largely predicated on the company's sale of this business and shift towards becoming an industrial material sciences company. Brookfield Reinsurance is the listed reinsurance subsidiary of Brookfield Corporation. Our investment in the company is predicated on Brookfield being one of the top alternative asset management franchises globally and has grown its asset management revenues in the double digits for the past 10 years. Wajax is a heavy equipment dealership and an industrial parts distributor (with an industrial engineering service). We believe its valuation was attractive at the time of initiation even after accounting for the cyclical nature of the business. Meanwhile, we exited our position in International Petroleum Corporation (IPCO), in favour of better risk-adjusted opportunities elsewhere.

Now, a very simple model is that equity markets are driven in the short-term by four factors: earnings, rates, events, and investor sentiment. Looking ahead to 2024, we know that war, regulatory actions, geopolitics, and new technologies have the potential to move markets. Investors seem hyper-focused on how central banks will manage rates and whether economic demand will remain as resilient as it has so far. Seven of the world's ten most populous countries are headed to the polls in 2024. And to borrow from Benjamin Graham, Mr. Market's notoriously fickle sentiment can change quickly.

Thankfully, our investment process doesn't rely on such broad-based macro assessments. Its focus is much longer-term and more bottom-up in nature. More precisely: identifying companies that can create wealth by generating returns on capital in excess of their cost of capital for many years by virtue of sustainable competitive advantages. When led by excellent management teams, the wealth-creating nature of these business models can be enhanced and extended. By focusing on companies whose goods and services provide genuine value to their customers, the risk (though can never eliminate) is reduced that events or shocks fatally impair their business models.

### Recent Developments

There are no recent developments to report related to the strategic positioning of the Fund, the Manager, or the policies of the Independent Review Committee.

### Related Party Transactions – Management Fees

The Portfolio Advisor receives management fees, which are calculated for Series A Units as 1.20% per annum of the net asset value of the Fund calculated on a daily basis. Management fees for Series O and Series S Units are payable directly to the Manager by Series O and Series S investors and not by the Fund.

The Manager of the Fund has the ability, at their discretion, to reduce the management fees for large investors. This reduction is effected by means of a management fee distribution and will be automatically reinvested in additional units of the Fund at the net asset value of the Fund on the date of distribution. Mawer also receives fees for performing administrative services. As at December 31, 2023 the Fund owes Mawer \$0 related to these administrative services.

### 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 past five years. This information is derived from the Fund's audited annual financial statements which are prepared in accordance with IFRS.

#### The Fund's Net Asset Value (NAV) per Unit<sup>1</sup>

SERIES A	2023	2022	2021	2020	2019
Net Assets, beginning of year	78.91	106.30	98.61	82.53	67.00
<b>Increase (decrease) from operations:</b>					
Total revenue	1.62	1.47	1.34	1.06	1.39
Total expenses	(1.10)	(1.19)	(1.48)	(1.10)	(1.04)
Realized gains (losses) for the year	6.15	7.59	14.24	5.66	6.24
Unrealized gains (losses) for the year	2.91	(28.29)	3.79	9.55	12.74
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>9.58</b>	<b>(20.42)</b>	<b>17.89</b>	<b>15.17</b>	<b>19.33</b>
<b>Distributions:</b>					
From net investment income (excluding dividends)	-	-	-	-	-
From dividends	(0.49)	(0.13)	-	-	(0.34)
From capital gains	(5.05)	(7.23)	(9.84)	(0.08)	(3.38)
Return of capital	-	-	-	-	-
Total Annual Distributions <sup>3</sup>	(5.54)	(7.36)	(9.84)	(0.08)	(3.72)
<b>Net Assets, end of year</b>	<b>83.05</b>	<b>78.91</b>	<b>106.30</b>	<b>98.61</b>	<b>82.53</b>

## Mawer New Canada Fund

SERIES O	2023	2022	2021	2020	2019
Net Assets, beginning of year	79.65	103.71	95.90	81.47	67.16
<b>Increase (decrease) from operations:</b>					
Total revenue	1.65	1.43	1.31	1.05	1.40
Total expenses	(0.01)	(0.01)	(0.02)	(0.01)	(0.01)
Realized gains (losses) for the year	6.26	7.51	13.93	5.68	6.28
Unrealized gains (losses) for the year	2.97	(28.62)	3.76	10.29	12.77
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>10.87</b>	<b>(19.69)</b>	<b>18.98</b>	<b>17.01</b>	<b>20.44</b>
<b>Distributions:</b>					
From net investment income (excluding dividends)	-	-	-	-	-
From dividends	(1.64)	(1.46)	(1.18)	(1.09)	(1.36)
From capital gains	(5.11)	(4.24)	(9.52)	(1.46)	(4.75)
Return of capital	-	-	-	-	-
Total Annual Distributions <sup>3</sup>	(6.75)	(5.70)	(10.70)	(2.55)	(6.11)
<b>Net Assets, end of year</b>	<b>83.85</b>	<b>79.65</b>	<b>103.71</b>	<b>95.90</b>	<b>81.47</b>

SERIES S	2023	2022	2021	2020	2019
Net Assets, beginning of year	76.62	105.31	94.25	78.89	61.71
<b>Increase (decrease) from operations:</b>					
Total revenue	1.56	1.46	1.29	1.01	1.27
Total expenses	(0.01)	(0.01)	(0.04)	(0.01)	(0.01)
Realized gains (losses) for the year	5.88	7.58	13.53	5.42	5.82
Unrealized gains (losses) for the year	1.08	(28.04)	4.34	9.08	11.97
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>8.51</b>	<b>(19.01)</b>	<b>19.12</b>	<b>15.50</b>	<b>19.05</b>
<b>Distributions:</b>					
From net investment income (excluding dividends)	-	-	-	-	-
From dividends	(1.92)	(1.39)	(1.26)	(1.15)	(1.43)
From capital gains	(5.75)	(8.58)	(5.98)	-	(0.20)
Return of capital	-	-	-	-	-
Total Annual Distributions <sup>3</sup>	(7.67)	(9.97)	(7.24)	(1.15)	(1.63)
<b>Net Assets, end of year</b>	<b>79.45</b>	<b>76.62</b>	<b>105.31</b>	<b>94.25</b>	<b>78.89</b>

<sup>(1)</sup> This information is derived from the Fund's audited financial statements.

<sup>(2)</sup> Net asset value and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from operations is based on the weighted average number of units outstanding over the financial year.

<sup>(3)</sup> Distributions were reinvested in additional units of the Fund and/or paid in cash.

### Ratios and Supplemental Data

SERIES A	2023	2022	2021	2020	2019
Total net asset value (000's) <sup>1</sup>	209,198	204,905	272,277	236,130	215,529
Number of units outstanding (000's) <sup>1</sup>	2,519	2,597	2,561	2,395	2,612
Management expense ratio <sup>2</sup>	1.35%	1.35%	1.33%	1.35%	1.34%
Management expense ratio before waivers or absorptions	1.35%	1.35%	1.33%	1.35%	1.34%
Trading expense ratio <sup>3</sup>	0.03%	0.04%	0.03%	0.04%	0.03%
Portfolio turnover rate <sup>4</sup>	21.08%	22.29%	35.89%	41.72%	22.58%
<b>Net asset value per unit<sup>1</sup></b>	<b>83.05</b>	<b>78.91</b>	<b>106.30</b>	<b>98.61</b>	<b>82.53</b>

SERIES O	2023	2022	2021	2020	2019
Total net asset value (000's) <sup>1</sup>	1,201,217	1,123,393	1,664,753	1,442,226	1,197,622
Number of units outstanding (000's) <sup>1</sup>	14,326	14,104	16,052	15,039	14,700
Management expense ratio <sup>2</sup>	0.01%	0.01%	0.01%	0.01%	0.01%
Management expense ratio before waivers or absorptions	0.01%	0.01%	0.01%	0.01%	0.01%
Trading expense ratio <sup>3</sup>	0.03%	0.04%	0.03%	0.04%	0.03%
Portfolio turnover rate <sup>4</sup>	21.08%	22.29%	35.89%	41.72%	22.58%
<b>Net asset value per unit<sup>1</sup></b>	<b>83.85</b>	<b>79.65</b>	<b>103.71</b>	<b>95.90</b>	<b>81.47</b>

SERIES S	2023	2022	2021	2020	2019
Total net asset value (000's) <sup>1</sup>	16,821	20,018	26,524	26,817	25,696
Number of units outstanding (000's) <sup>1</sup>	212	261	252	285	326
Management expense ratio <sup>2</sup>	0.02%	0.01%	0.03%	0.01%	0.01%
Management expense ratio before waivers or absorptions	0.02%	0.01%	0.03%	0.01%	0.01%
Trading expense ratio <sup>3</sup>	0.03%	0.04%	0.03%	0.04%	0.03%
Portfolio turnover rate <sup>4</sup>	21.08%	22.29%	35.89%	41.72%	22.58%
<b>Net asset value per unit<sup>1</sup></b>	<b>79.45</b>	<b>76.62</b>	<b>105.31</b>	<b>94.25</b>	<b>78.89</b>

<sup>(1)</sup> This information is provided as at December 31 of the year shown, as applicable.

<sup>(2)</sup> Management expense ratio is based on total expenses for the stated year and is expressed as an annualized percentage of daily average net assets during the year.

<sup>(3)</sup> The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net assets during the year.

<sup>(4)</sup> The Fund's portfolio turnover rate indicates how actively the Fund's Portfolio Advisors manage its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

### Past Performance

Sales commissions, trailing commissions, management fees and expenses all may be associated with mutual fund investments. Please read the Prospectus before investing. The indicated rates of return are the historical annual compounded total returns including changes in unit value and reinvestment of all distributions and do not take into account sales, redemption, distribution or optional charges or income taxes payable by any investor that would have reduced returns. Mutual funds are not guaranteed. Their value changes frequently and past performance may not be repeated.

The Fund's performance numbers assume that all distributions are reinvested in additional units of the Fund. If you hold this Fund outside of a registered plan, income and capital gains distributions that are paid to you increase your income for tax purposes whether paid to you in cash or reinvested in additional units. The amount of the reinvested taxable distributions is added to the adjusted cost base of the units that you own. This would decrease your capital gains or increase your capital loss when you later redeem from the Fund, thereby ensuring that you are not taxed on this amount again. Please consult your tax advisor regarding your personal tax situation.

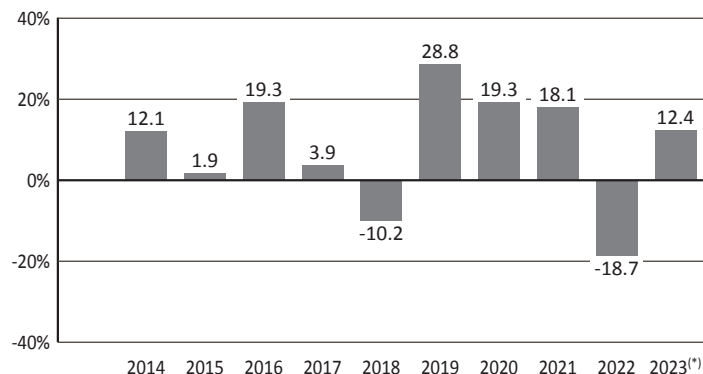
The past performance of the Fund is set out in the following charts.

# Mawer New Canada Fund

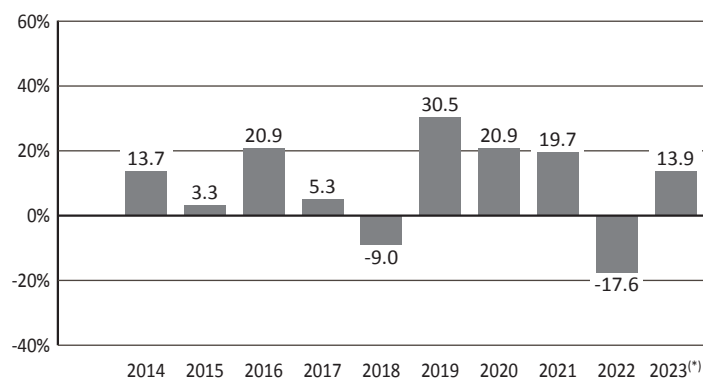
## Year-by-Year Returns

The bar charts below show the Fund's annual performance in each of the past 10 years, if applicable, to December 31. The charts show in percentage terms how an investment made on January 1 would have increased or decreased by December 31 of the fiscal year.

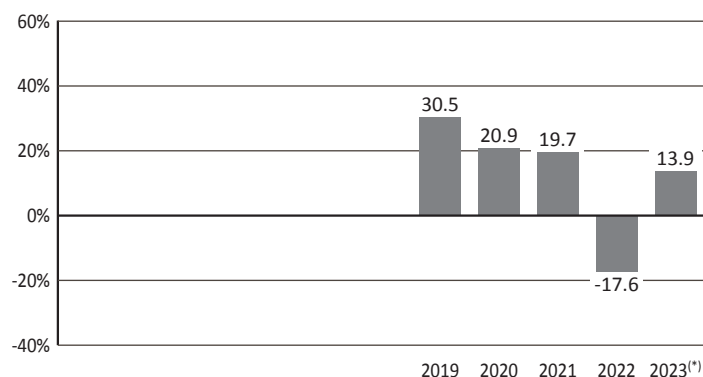
### Series A



### Series O



### Series S



<sup>(\*)</sup> Series A start date was January 15, 1988; Series O start date was November 28, 2003; Series S start date was June 28, 2018.

## Annual Compound Returns

The following table shows the historical annual compound total return of the Fund for the periods shown ending on December 31, 2023. The annual compound total return is benchmarked to the Mawer New Canada Benchmark (NC Benchmark) and calculated on the same compound basis. The NC Benchmark is a composite return stream consisting of the BMO Small Cap Index (Blended, Weighted) from inception to September 30, 2016 and the S&P/TSX Small Cap Index, as of September 30, 2016. The S&P/TSX Small Cap Index is float adjusted and market cap weighted and was developed with industry input as the ideal benchmark for those with small cap exposure of the Canadian equity market. All index returns are calculated in Canadian dollars on a total return basis, meaning that all distributions are reinvested.

	1 Year	3 Year	5 Year	10 Year	Since Inception <sup>(*)</sup>
Mawer New Canada Fund – Series A	12.4%	2.6%	10.7%	7.7%	12.7%
New Canada Benchmark	4.8%	4.6%	8.4%	3.9%	7.2%
Mawer New Canada Fund – Series O	13.9%	4.0%	12.2%	9.2%	13.3%
New Canada Benchmark	4.8%	4.6%	8.4%	3.9%	5.8%
Mawer New Canada Fund – Series S	13.9%	4.0%	12.2%	-	9.4%
New Canada Benchmark	4.8%	4.6%	8.4%	-	4.1%

<sup>(\*)</sup> Series A start date was January 15, 1988; Series O start date was November 28, 2003; Series S start date was June 28, 2018.

## Summary of Investment Portfolio

A summary of the Fund as at December 31, 2023 is as follows:

	% of Portfolio
Treasury Bills	3.5
<b>Total Short-Term Investments</b>	<b>3.5</b>
<b>Equities</b>	
Communication Services	1.1
Consumer Discretionary	5.9
Consumer Staples	3.9
Energy	18.6
Financials	15.2
Healthcare	2.9
Industrials	19.8
Information Technology	11.3
Materials	9.3
Real Estate	8.6
<b>Total Equities</b>	<b>96.6</b>
<b>Total Portfolio</b>	<b>100.0</b>

Totals may not add to 100% due to rounding.

## Mawer New Canada Fund

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The following table lists the 25 largest holdings of the Fund (or all holdings if the total number of holdings is less than 25) as at December 31, 2023.

Issuer	Percentage of Net Asset Value
Element Fleet Management, Corp.	5.0%
Trisura Group, Ltd.	4.6%
EQB Inc.	4.1%
Mainstreet Equity Corp.	4.0%
Jamieson Wellness Inc.	3.9%
Colliers International Group Inc.	3.8%
Boyd Group Services Inc.	3.7%
Parkland Corporation	3.6%
TerraVest Industries Inc.	3.6%
Converge Technology Solution Corp.	3.6%
Calian Group Ltd.	3.5%
goeasy Ltd.	3.4%
Sleep Country Canada Holdings Inc.	3.3%
ShawCor, Ltd.	3.3%
Winpak, Ltd.	3.2%
Stella-Jones Inc.	3.1%
Parex Resources Inc.	2.8%
Stantec Inc.	2.8%
Pason Systems Inc.	2.7%
North American Construction Group, Ltd.	2.5%
Andlauer Healthcare Group Inc. Sub. Voting	2.5%
Wajax Corporation	2.4%
Brookfield Reinsurance Ltd.	2.4%
Softchoice Corporation	2.2%
Topicus.com, Inc. Sub. Voting	1.8%
<b>Total</b>	<b>81.8%</b>

The investments and percentages may have changed by the time you purchase units of this fund. The top 25 holdings are made available quarterly, 60 days after quarter-end and may be obtained by contacting your registered representative or by contacting the Manager toll-free at 1-844-395-0747 or by e-mail at [info@mawer.com](mailto:info@mawer.com). The Prospectus and other information about the underlying mutual fund(s) are available online at [www.sedarplus.com](http://www.sedarplus.com) and [www.mawer.com](http://www.mawer.com).