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## Mawer U.S. Equity Fund

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### 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 Mawer U.S. Equity Fund (the "Fund") seeks to increase investors' capital by investing primarily in equities and equity-related securities of U.S. corporations. The Fund seeks to invest in companies that earn attractive returns on capital, are in strong financial position and have a demonstrable record of delivering strong operational and financial results. Shares are generally purchased at discounts to intrinsic value. Emphasis within the portfolio is placed upon holdings that are believed to exhibit superior risk-return characteristics.

#### Risk

This Fund is suitable for investors seeking long-term growth and who have a medium tolerance for risk. General risks of investing in this Fund are outlined in the Prospectus and include the possibility of reduction in value of any given investment, liquidity risk, interest rate risk, and currency risk amongst others.

The Manager reduces the exposure to these risks by not concentrating more than 20% of the net assets of the Fund in a particular industry (i.e., sub-sector) as defined by the Global Industry Classification Standards (GICS). The Fund owns positions in US corporations and is generally fully invested (less than 5% in cash).

#### Results of Operations

The Fund's net assets decreased 0.3% to \$4,329.6 million from \$4,341.7 million at December 31, 2023. Of this change, \$625.9 million is attributable to positive investment performance and -\$638.0 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 14.4% (after deducting fees and expenses paid by the series) in comparison to the S&P 500 Index return of 22.9%. All performance values provided are in Canadian dollar terms.

The S&P 500 Index delivered strong returns over the period. Inflation, while still high, has continued to show signs of easing in many parts of the world. Markets particularly surged in the final two months of the year as investor sentiment shifted dramatically towards the view that central banks are not only done with interest rate hikes this cycle but are also on the verge of meaningful easing starting in early 2024.

The Fund significantly underperformed the benchmark primarily because of our underweight to the hottest segment of the global economy—mega-cap U.S. technology stocks. Nonetheless the Fund's exposure to Microsoft, Alphabet and Amazon contributed positive returns over the period. Along with the benefit of the general excitement for stocks which are more rate sensitive given market expectations solidifying around interest rate cuts in 2024, these companies also continued to execute on a fundamental basis and have business segments that should continue to benefit from AI-related tailwinds.

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On the other hand, the position in the discount retailer Dollar General delivered negative returns over the period, as the company's operating margins came under pressure, suggesting that its ability to pass along additional price increases appears limited given the pressures facing its customers. Shares of another holding life science company Bio-Rad Laboratories also declined because of high inflation and inventory challenges, and lower demand from pharmaceutical customers.

Some of the prominent initiations included AbbVie and BorgWarner. AbbVie is a pharmaceutical company specializing in immunology, hematologic oncology (blood cancers), neuroscience (e.g., migraine), aesthetics (e.g., Botox), and eye care. The company owns Humira which treats autoimmune diseases and is one of the top selling drugs of all time but came off patent in 2023. As a result, sales of Humira fell sharply in 2023. Though there is downside risk, we expect sales of Humira to trough in the near term and believe that the headlines are unduly weighing on the stock. We also believe that Abbvie creates value by purchasing undervalued assets and maximizing cash flow from the assets by getting them approved quickly.

BorgWarner manufactures and sells engineered automotive systems and components, primarily for powertrain applications worldwide. The company has strong prospects of thriving in a world dominated by electric vehicles and it may be a net beneficiary of electric vehicle production despite its history in engine components.

Meanwhile, we exited IAA, a car auction company that was acquired by Ritchie Brothers Auctioneers Inc (RBA) with most of the consideration given in the acquirer's shares. We disposed of the RBA shares that were received. The Fund also exited media conglomerate Comcast given a continued shift in competitive dynamics. Comcast is seeing greater competition from wireless broadband providers that are spending heavily to attract internet subscribers.

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 1.0% per annum of the net asset value of the Fund calculated on a daily basis. Management fees for Series O Units are payable directly to the Manager by Series O 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	72.78	87.58	70.87	61.84	49.26
<b>Increase (decrease) from operations:</b>					
Total revenue	1.26	1.15	0.82	0.82	0.80
Total expenses	(1.05)	(1.02)	(1.00)	(0.87)	(0.77)
Realized gains (losses) for the year	6.70	6.55	5.91	3.53	2.75
Unrealized gains (losses) for the year	3.56	(17.62)	10.98	5.25	9.76
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>10.47</b>	<b>(10.94)</b>	<b>16.71</b>	<b>8.73</b>	<b>12.54</b>
<b>Distributions:</b>					
From net investment income (excluding dividends)	(0.25)	-	-	(0.04)	(0.09)
From dividends	-	-	-	-	-
From capital gains	-	(4.16)	-	-	-
Return of capital	-	-	-	-	-
Total Annual Distributions <sup>3</sup>	(0.25)	(4.16)	-	(0.04)	(0.09)
<b>Net Assets, end of year</b>	<b>83.00</b>	<b>72.78</b>	<b>87.58</b>	<b>70.87</b>	<b>61.84</b>

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SERIES O	2023	2022	2021	2020	2019
Net Assets, beginning of year	72.92	83.24	67.54	58.86	46.86
<b>Increase (decrease) from operations:</b>					
Total revenue	1.28	1.10	0.78	0.78	0.80
Total expenses	(0.17)	(0.15)	(0.12)	(0.13)	(0.11)
Realized gains (losses) for the year	6.73	6.33	5.64	3.37	2.62
Unrealized gains (losses) for the year	3.57	(17.47)	10.51	5.36	9.43
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>11.41</b>	<b>(10.19)</b>	<b>16.81</b>	<b>9.38</b>	<b>12.74</b>
<b>Distributions:</b>					
From net investment income (excluding dividends)	(1.22)	(0.90)	(0.68)	(0.73)	(0.71)
From dividends	-	-	-	-	-
From capital gains	-	(0.17)	(0.47)	-	-
Return of capital	-	-	-	-	-
Total Annual Distributions <sup>3</sup>	(1.22)	(1.07)	(1.15)	(0.73)	(0.71)
<b>Net Assets, end of year</b>	<b>83.13</b>	<b>72.92</b>	<b>83.24</b>	<b>67.54</b>	<b>58.86</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>	652,755	656,257	782,994	623,511	538,454
Number of units outstanding (000's) <sup>1</sup>	7,865	9,016	8,941	8,798	8,708
Management expense ratio <sup>2</sup>	1.14%	1.14%	1.13%	1.15%	1.14%
Management expense ratio before waivers or absorptions	1.14%	1.14%	1.13%	1.15%	1.14%
Trading expense ratio <sup>3</sup>	0.01%	0.01%	0.01%	0.01%	0.01%
Portfolio turnover rate <sup>4</sup>	11.92%	9.41%	18.02%	18.66%	12.98%
<b>Net asset value per unit<sup>1</sup></b>	<b>83.00</b>	<b>72.78</b>	<b>87.58</b>	<b>70.87</b>	<b>61.84</b>

SERIES O	2023	2022	2021	2020	2019
Total net asset value (000's) <sup>1</sup>	3,676,840	3,685,453	4,864,154	3,999,211	3,446,371
Number of units outstanding (000's) <sup>1</sup>	44,231	50,541	58,437	59,211	58,552
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>	0.01%	0.01%	0.01%	0.01%	0.01%
Portfolio turnover rate <sup>4</sup>	11.92%	9.41%	18.02%	18.66%	12.98%
<b>Net asset value per unit<sup>1</sup></b>	<b>83.13</b>	<b>72.92</b>	<b>83.24</b>	<b>67.54</b>	<b>58.86</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.

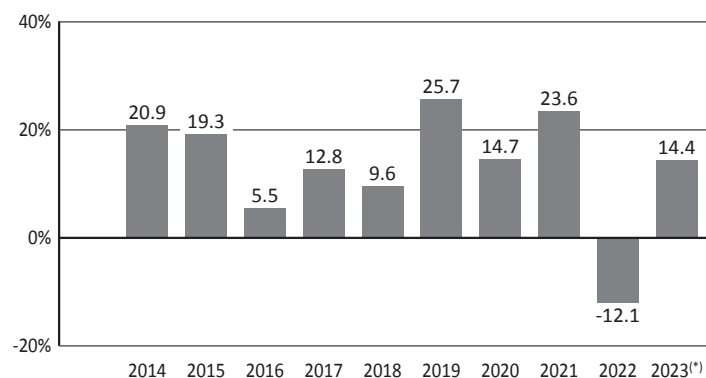
The Fund's performance numbers assume that all distributions are reinvested in additional units of the Fund. If you hold this Fund outside of a registered plan, income and capital gains distributions that are paid to you increase your income for tax purposes whether paid to you in cash or reinvested 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.

### Year-by-Year Returns

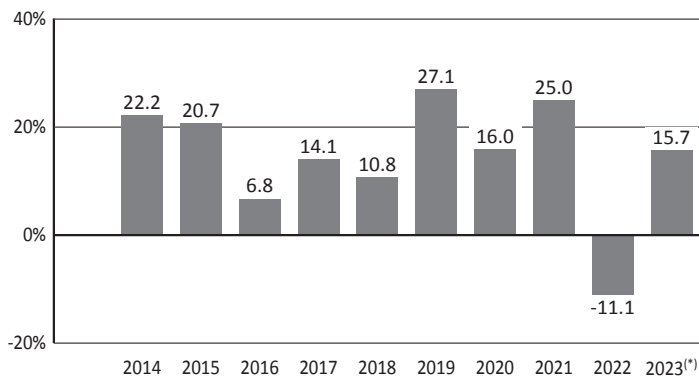
The bar charts below show the Fund's annual performance in each of the past 10 years, if applicable, to December 31. The charts show in percentage terms how an investment made on January 1 would have increased or decreased by December 31 of the fiscal year.

#### Series A



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### Series O



<sup>(\*)</sup> Series A start date was December 18, 1992; Series O start date was December 1, 2004.

### 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 also compared to the S&P 500 Index calculated on the same compound basis. Widely regarded as the standard for measuring large cap US stock market performance, this index includes a representative sample of established companies in the major economic sectors of the US.

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 U.S. Equity Fund – Series A	14.4%	7.5%	12.4%	12.9%	8.5%
S&P 500 Gross	22.9%	11.3%	14.9%	14.5%	10.3%
Mawer U.S. Equity Fund – Series O	15.7%	8.7%	13.7%	14.2%	10.6%
S&P 500 Gross	22.9%	11.3%	14.9%	14.5%	10.3%

<sup>(\*)</sup> Series A start date was December 18, 1992; Series O start date was December 1, 2004.

### Summary of Investment Portfolio

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

	% of Portfolio
Treasury Bills	1.2
<b>Total Short-Term Investments</b>	1.2
<b>Equities</b>	
Communication Services	6.5
Consumer Discretionary	6.2
Consumer Staples	6.3
Financials	19.3
Healthcare	18.3
Industrial	9.2
Information Technology	24.6
Materials	6.5
Utilities	1.9
<b>Total Equities</b>	98.8
<b>Total Portfolio</b>	100.0

Totals may not add to 100% due to rounding.

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
Microsoft Corporation	4.9%
Amphenol Corporation Cl. A	4.6%
Visa Inc. Cl. A	4.5%
Marsh & McLennan Companies, Inc.	4.3%
Alphabet Inc. Cl. C	3.7%
Verisk Analytics, Inc. Cl. A	3.4%
Arthur J. Gallagher & Co.	3.3%
CME Group Inc. Cl. A	3.3%
Waters Corporation	3.1%
The Procter & Gamble Company	3.0%
UnitedHealth Group Incorporated	3.0%
Amazon.com, Inc.	2.8%
Becton, Dickinson and Company	2.7%
Abbott Laboratories	2.6%
Cencora Inc Cl. A	2.6%
Verizon Communications Inc.	2.4%
Intercontinental Exchange, Inc.	2.3%
Paychex, Inc.	2.3%
Martin Marietta Materials, Inc.	2.2%
The Sherwin-Williams Company	2.1%
MasterCard Incorporated Cl. A	2.0%
Accenture PLC Cl. A	1.8%
NIKE, Inc. Cl. B	1.6%
Danaher Corporation	1.6%
JPMorgan Chase & Co.	1.5%
<b>Total</b>	<b>71.5%</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).