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VPI CORPORATE BOND POOL

**INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE
FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2024**

MANAGER

VALUE PARTNERS INVESTMENTS INC.

PORTFOLIO MANAGER

CANSO INVESTMENT COUNSEL LTD.

This interim management report of fund performance contains financial highlights but does not contain either interim or annual financial statements of the Pool. If you have not received a copy of the interim financial statements with this interim management report of fund performance, you may obtain a copy at your request, and at no cost, by calling toll-free at 1-866-323-4235, by writing to us at 300-175 Hargrave Street, R3C 3R8, by visiting our website at www.valuepartnersinvestments.ca or by visiting the SEDAR website at www.sedar.com. You may also contact us using one of these methods to request a copy of the Pool's interim financial report, proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.



VALUE
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INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Interim Management Discussion of Fund Performance

August 16, 2024

The Interim Management Report of Fund Performance presents management's view of the significant factors and developments affecting the Pool's performance and outlook since December 31, 2023, the Pool's most recent fiscal year-end. This report should be read in conjunction with the Annual Management Report of Fund Performance for the year ended December 31, 2023.

Results of Operations

Net assets of the Pool increased by approximately \$59.0 million for the six-month period ended June 30, 2024 due to a \$15.9 million increase in net assets from operations and \$54.7 million of net sales. This was offset by \$11.6 million of distributions paid to holders of redeemable units. The increase in net assets from operations was due to \$1.8 million of unrealized appreciation in the value of investments and foreign currency forward contracts, \$13.5 million in dividend and interest income and \$2.5 million of net realized gains on the sale of investments and foreign currency forward contracts. This was offset by \$1.8 million in management fees and operating expenses.

Each series of the Pool experienced a gain in the range of 2.3% to 3.2% which was higher than the -0.4% loss of the FTSE TMX Universe Bond Index (the "Index"). The Pool benefited from spread narrowing and continued strong performance of limited recourse capital notes (LRCNs). Spreads on the Hertz new issue contributed to outperformance however the existing Hertz holdings dropped in price in the second quarter and detracted from performance. The Pool's shorter duration was a slight negative in the second quarter with the shift in the yield curve. The Portfolio Manager continued to add high quality Canadian bank issues and National Housing Act (NHA) Mortgage-Backed Securities (MBS) to the portfolio in the second-quarter. In addition, BMW Canada came to market with a AAA rated securitized note at an attractive spread for a short-term issue. Hertz Corp issued a new 1st lien senior secured bond with a coupon of 12.625% and 2nd lien secured convertible bond with an 8% coupon. Bombardier and Delta Airlines continue to partially call outstanding issues. Additionally, there were a number of maturities in the period and a Goldman Sachs floating rate note was fully called.

Revenues and Expenses

Revenues of the Pool for the period amounted to \$13.5 million, which can be primarily attributed to interest income from its holdings. The Pool experienced \$2.5 million of net realized gains on the sale of investments and currency forward contracts and \$1.7 million of unrealized appreciation in the value of investments and currency forward contracts. The Pool also incurred \$1.8 million in management fees and operating expenses, net of \$62 thousand of expenses absorbed by the Manager.

Recent Developments

Economic Conditions

The disappointment of the first quarter's rise in interest rates began to reverse in the second quarter, leading bond markets to positive returns. Investors welcomed the moderation in U.S. inflation and labour market strength without much momentum loss for the economy. Corporate profits are reasonable, and the artificial intelligence boom is driving gains for investors. Unlike the U.S. Federal Reserve, the European Central Bank and the Bank of Canada cut interest rates during the quarter. The Federal Reserve kept their federal funds rate unchanged during the June meeting to remain between 5.25% to 5.5%. The Federal Reserve acknowledged that economic activity has been expanding solidly and job gains were strong. The unemployment rate is low and while inflation has eased over the past year, it remains above target. The Bank of Canada (BoC) reduced its benchmark interest rate to 4.75% in June and to 4.5% in July. The Bank of Canada identified slower economic growth and slower pace of employment while making the decision. Corporate credit spreads were largely unchanged in the second quarter and sit tighter than where they began the year.

Qualification of Series P Units

Series P units of the Pool were qualified on June 27, 2024 and are available to investors who have discretionary investment management accounts with dealers and whose dealer has executed a Series P agreement with the Manager.



**VALUE
PARTNERS**
INVESTMENTS

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Portfolio Allocation

Corporate Bond	67.3%	Equities	0.9%
Mortgage-backed securities	14.9%	Cash	0.5%
Government Bond	13.5%	Other Net Assets	0.5%
Term Loans	2.4%		

Sector Allocation

Corporate Bonds	67.3%	Other Net Assets	0.5%
Mortgage-backed securities	14.9%	Capital Goods	0.4%
Government Bonds	13.5%	Energy	0.4%
Term Loans	2.4%	Media & Entertainment	0.1%
Cash	0.5%		

Top 25 Holdings

Issuer	Maturity Date	Coupon Rate	Percentage of Net Assets
Canadian Government Bond	01-Dec-30	0.5%	6.5%
Air Canada	15-Aug-29	4.6%	4.7%
Canadian Government Bond	01-Mar-26	0.3%	3.7%
Toronto-Dominion Bank	18-Jan-28	4.5%	3.1%
Bank of Nova Scotia, Floating Rate Note (FRN)	08-Sep-26	5.4%	2.9%
Pacific Life Global Funding II FRN	01-Feb-27	5.7%	2.3%
Toronto-Dominion Bank	08-Jun-26	5.4%	2.2%
Manulife Financial Corp FRN	19-Jun-81	3.4%	2.2%
Metropolitan Life Global	01-Apr-27	4.6%	2.1%
Canada Government Real Return Bond	01-Dec-26	4.3%	2.0%
Bank of Nova Scotia FRN	03-May-27	5.8%	2.0%
Manulife Financial Corp FRN	19-Mar-82	4.1%	1.9%
Hertz Corp	15-Jul-29	12.6%	1.8%
Royal Bank of Canada	22-Dec-25	4.1%	1.7%
TransCanada Pipelines Ltd FRN	15-May-67	7.8%	1.7%
Bombardier Inc.	01-May-34	7.5%	1.6%
RB NHA MBS	01-Nov-26	1.3%	1.6%
Toronto-Dominion Bank	02-Apr-29	4.2%	1.5%
Royal Bank of Canada	21-Dec-26	4.3%	1.5%
Latam Airlines Group SA	15-Oct-29	13.4%	1.5%
Toronto-Dominion Bank FRN	31-Oct-29	3.6%	1.4%
Bank Of Nova Scotia FRN	27-Jul-81	3.7%	1.3%
AMC Entertainment Holdings	15-Feb-29	7.5%	1.3%
New York Life Global Funding FRN	30-Jun-26	5.7%	1.2%
Royal Bank of Canada	17-Jan-28	4.6%	1.2%
Total			54.9%

The above summary of investment portfolio may change due to ongoing portfolio transactions of the Pool. An update will be made available within 60 days of each subsequent quarter-end.



VALUE
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INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

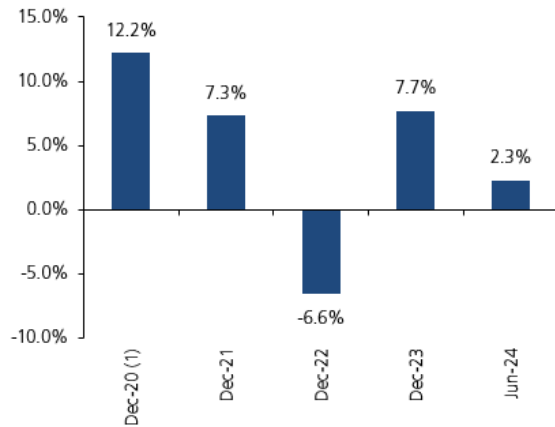
Past Performance

The historical performance information shown below assumes that all distributions were reinvested in the Pool and does not account for any sales, redemptions, distributions or optional charges or income taxes payable by an investor that would have reduced returns. Mutual fund returns are not guaranteed, their values change frequently and past performance may not be repeated.

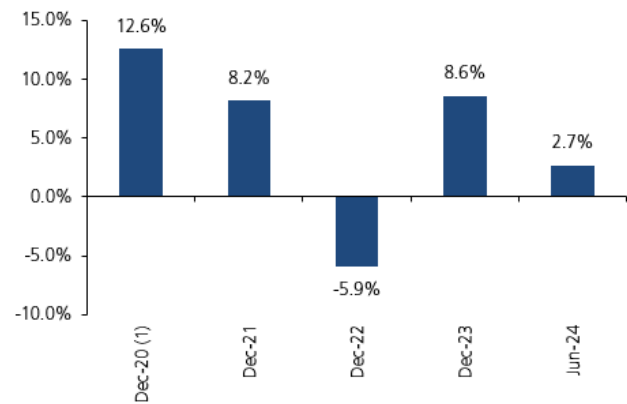
Year-by-Year Returns

The bar charts below show the performance of each series of the Pool (net of fees) for the six-month period ended June 30, 2024, and the previous years ended December 31 or since inception to December 31. It shows in percentage terms, how an investment made on January 1 or on inception would have increased or decreased by the end of the respective periods.

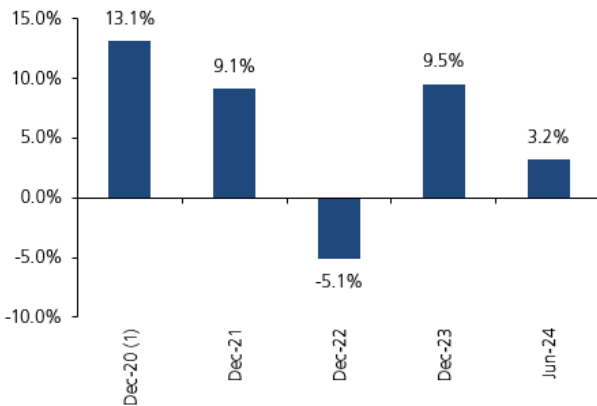
Series A



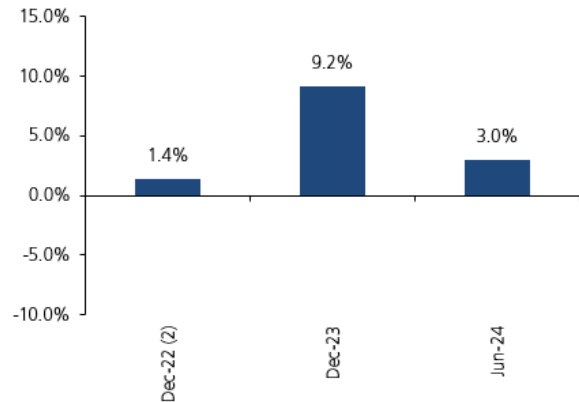
Series F



Series I



Series O



(1) 2020 return is since inception on June 29, 2020

(2) 2022 return is since inception on June 28, 2022



VALUE
PARTNERS
INVESTMENTS

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE
For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Management Fees

The Pool pays an annual management fee on each of its series (excluding Series I, Series O and Series P) to the Manager. The management fee is calculated daily as a percentage of the net asset value of each series as of the close of business on each business day. In consideration for the management fees, the Manager may pay a percentage sales commission and/or trailing commission to registered dealers or brokers for units bought and held in the Pool depending on which series of units were purchased. The Manager also pays a portion of the management fee to the Portfolio Manager for its services in managing the investment portfolio. Series O units of the Pool pay a portfolio management fee based on a percentage of the net asset value of Series O units as of the close of business on each business day calculated at a rate of 0.30% annually.

For the six-months ended June 30, 2024, approximately 36% of the management fee revenues received by the Manager from the Pool were paid to registered dealers and brokers as sales and/or trailing commissions. Since each series may have a different commission structure, this percentage may vary by series. For unitholders eligible for the Management Fee Reduction Program, approximately 11% of the gross management fees were returned to unitholders as management fee rebates. The remainder of the management fee revenue, after payment of fees to the Portfolio Manager for its services, was retained by the Manager for corporate purposes.

Related Party Transactions

Value Partners Investments Inc. is the manager of the Pool and is responsible for the overall business and operations of the Pool. For the six-month period ended June 30, 2024, the Pool paid \$1.5 million in management fees (excluding taxes) to the Manager. In addition, the parent company of the Manager also held 1 Series O unit of the Pool as of June 30, 2024.

Financial Highlights

The following tables show selected key financial information about each series of the Pool and are intended to help you understand the Pool's financial performance for the period ended December 31, 2023 and the six-month period ended June 30, 2024. *This information is derived from the Pool's audited annual financial statements and interim unaudited financial statements and is not intended to be a reconciliation of the net asset value per unit.*

The Pool's Net Assets Per Unit (\$) ⁽¹⁾

Series A ⁽⁴⁾	June 30 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Net assets, beginning of period ⁽⁴⁾	10.41	9.86	10.88	10.78	10.00
Increase (decrease) from operations:					
Total revenue	0.25	0.53	0.41	0.50	0.28
Total expenses	(0.09)	(0.18)	(0.17)	(0.18)	(0.09)
Realized gains (losses) for the period	0.05	0.15	(0.21)	0.44	0.32
Unrealized gains (losses) for the period	0.03	0.26	(0.73)	(0.12)	1.04
Total increase (decrease) from operations ⁽²⁾	0.24	0.76	(0.70)	0.64	1.55
Distributions:					
From net investment income (excluding dividends)	(0.15)	(0.31)	(0.20)	(0.28)	(0.23)
From dividends	-	-	-	-	-
From capital gains	-	-	(0.43)	(0.40)	(0.19)
Return of capital	-	-	-	-	-
Total annual distributions ⁽³⁾	(0.15)	(0.31)	(0.63)	(0.68)	(0.42)
Net assets, end of period	10.50	10.41	9.86	10.88	10.78



VALUE
PARTNERS
INVESTMENTS

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Financial Highlights (continued)

Series F ⁽⁴⁾	June 30 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Net assets, beginning of period⁽⁴⁾	10.26	9.87	10.84	10.78	10.00
Increase (decrease) from operations:					
Total revenue	0.25	0.53	0.41	0.50	0.28
Total expenses	(0.05)	(0.09)	(0.09)	(0.10)	(0.05)
Realized gains (losses) for the period	0.04	0.13	(0.22)	0.42	0.30
Unrealized gains (losses) for the period	0.04	0.26	(0.71)	(0.18)	0.98
Total increase (decrease) from operations⁽²⁾	0.28	0.83	(0.61)	0.64	1.51
Distributions:					
From net investment income (excluding dividends)	(0.20)	(0.44)	(0.33)	(0.41)	(0.27)
From dividends	-	-	-	-	-
From capital gains	-	-	(0.43)	(0.40)	(0.19)
Return of capital	-	-	-	-	-
Total annual distributions⁽³⁾	(0.20)	(0.44)	(0.76)	(0.81)	(0.46)
Net assets, end of period	10.33	10.26	9.87	10.84	10.78

Series I ⁽⁴⁾	June 30 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Net assets, beginning of period⁽⁴⁾	10.25	9.89	10.87	10.82	10.00
Increase (decrease) from operations:					
Total revenue	0.25	0.52	0.41	0.51	0.29
Total expenses	-	-	-	-	-
Realized gains (losses) for the period	0.04	0.14	(0.19)	0.48	0.24
Unrealized gains (losses) for the period	0.03	0.24	(0.80)	(0.03)	0.81
Total increase (decrease) from operations⁽²⁾	0.32	0.90	(0.58)	0.96	1.33
Distributions:					
From net investment income (excluding dividends)	(0.25)	(0.56)	(0.43)	(0.52)	(0.27)
From dividends	-	-	-	-	-
From capital gains	-	-	(0.43)	(0.40)	(0.19)
Return of capital	-	-	-	-	-
Total annual distributions⁽³⁾	(0.25)	(0.56)	(0.86)	(0.92)	(0.46)
Net assets, end of period	10.32	10.25	9.89	10.87	10.82



VALUE
PARTNERS
INVESTMENTS

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Series O	June 30 2024	December 31 2023	December 31 2022
Net assets, beginning of period⁽⁵⁾	10.24	9.89	10.00
Increase (decrease) from operations:			
Total revenue	0.25	0.52	0.25
Total expenses	(0.02)	(0.04)	(0.01)
Realized gains (losses) for the period	0.04	0.16	(0.29)
Unrealized gains (losses) for the period	0.04	0.24	0.05
Total increase (decrease) from operations⁽²⁾	0.31	0.88	-
Distributions:			
From net investment income (excluding dividends)	(0.23)	(0.53)	(0.24)
From dividends	-	-	-
From capital gains	-	-	(0.18)
Return of capital	-	-	-
Total annual distributions⁽³⁾	(0.23)	(0.53)	(0.42)
Net assets, end of period	10.32	10.24	9.89

(1) This information is derived from the Pool's audited annual financial statements and from the interim unaudited financial statements for the current period ended June 30, 2024.

(2) Net assets 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 period.

(3) Distributions were paid in cash/reinvested in additional units of the Pool, or both.

(4) Inception date: June 29, 2020

(5) Inception date: June 28, 2022



**VALUE
PARTNERS**
INVESTMENTS

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Ratios and Supplemental Data

Series A	June 30 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Total net asset value (000's) ⁽¹⁾	\$188,540	\$171,608	\$132,649	\$122,753	\$52,057
Number of units outstanding (000's) ⁽¹⁾	17,957	16,485	13,313	11,280	4,829
Management expense ratio ⁽²⁾	1.69%	1.69%	1.69%	1.64%	1.65%
Management expense ratio before waivers or absorptions	1.69%	1.69%	1.69%	1.64%	1.65%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.01%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	21.81%	45.76%	67.59%	43.09%	8.36%
Net asset value per unit ⁽¹⁾	\$10.50	\$10.41	\$9.86	\$10.88	\$10.78

Series F	June 30 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Total net asset value (000's) ⁽¹⁾	\$60,535	\$46,109	\$37,039	\$31,758	\$8,446
Number of units outstanding (000's) ⁽¹⁾	5,861	4,496	3,752	2,931	784
Management expense ratio ⁽²⁾	0.90%	0.90%	0.90%	0.86%	0.90%
Management expense ratio before waivers or absorptions	0.90%	0.90%	0.90%	0.86%	0.90%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.01%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	21.81%	45.76%	67.59%	43.09%	8.36%
Net asset value per unit ⁽¹⁾	\$10.33	\$10.26	\$9.87	\$10.84	\$10.78

Series I	June 30 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Total net asset value (000's) ⁽¹⁾	\$308,639	\$297,442	\$229,067	\$271,716	\$248,796
Number of units outstanding (000's) ⁽¹⁾	29,905	29,024	23,167	24,998	22,984
Management expense ratio ⁽²⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Management expense ratio before waivers or absorptions	0.04%	0.05%	0.05%	0.06%	0.07%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.01%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	21.81%	45.76%	67.59%	43.09%	8.36%
Net asset value per unit ⁽¹⁾	\$10.32	\$10.25	\$9.89	\$10.87	\$10.82

Series O	June 30 2024	December 31 2023	December 31 2022
Total net asset value (000's) ⁽¹⁾	\$33,025	\$16,584	\$162
Number of units outstanding (000's) ⁽¹⁾	3,201	1,619	16
Management expense ratio ⁽²⁾	0.36%	0.36%	0.30%
Management expense ratio before waivers or absorptions	0.36%	0.36%	0.35%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.01%
Portfolio turnover rate ⁽⁴⁾	21.81%	45.76%	67.59%
Net asset value per unit ⁽¹⁾	\$10.32	\$10.24	\$9.89

(1) This information is provided as at the date shown.

(2) Management expense ratio is based on total expenses for the stated period (excluding distributions, commissions and other portfolio transaction costs) and is expressed as an annualized percentage of daily average net assets during the period. In the period a series is established, the management expense ratio is annualized from the date of inception to December 31.

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

(4) The Pool's portfolio turnover rate indicates how actively the Pool's portfolio manager manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Pool buying and selling all of the securities in its portfolio once in the course of the year. The higher the Pool's portfolio turnover rate in a year, the greater the trading costs payable by the Pool 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 the Pool.



VALUE
PARTNERS
INVESTMENTS

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

For the six-month period ended June 30, 2024

VPI CORPORATE BOND POOL

Forward-Looking Statements

This report may contain forward-looking statements about the Pool, including its strategy, expected performance and condition. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as "expects", "anticipates", "intends", "plans", "believes", "estimates", or negative versions thereof and similar expressions. In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Pool action, is also a forward-looking statement. Forward-looking statements are based on current expectations and projections about future events and are inherently subject to, among other things, risks, uncertainties and assumptions about the Pool and economic factors.

Forward-looking statements are not guarantees of future performance, and actual events and results could differ materially from those expressed or implied in any forward-looking statements made by the Pool. Any number of important factors could contribute to these digressions, including, but 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.

We stress that the above-mentioned list of important factors is not exhaustive. We encourage you to consider these and other factors carefully before making any investment decisions and we urge you to avoid placing undue reliance on forward-looking statements. Further, you should be aware of the fact that the Pool has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise.