



# CC&L Equity Income and Growth Fund

## 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 can get a copy of the annual financial statements at your request, and at no cost, by calling us directly at 1.800.939.9674, by writing to us at 1400 – 130 King St. W., P.O. Box 240, Toronto, ON, M5X 1C8 or by visiting our website at [www.cclfundsinc.com](http://www.cclfundsinc.com), or SEDAR at [www.sedarplus.ca](http://www.sedarplus.ca)

Security holders may also contact us using one of these methods to request a copy of the investment fund's interim financial report, proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

## **Investment Objective and Strategies**

**Investment objectives** – The CC&L Equity Income and Growth Fund (the “Fund”) seeks to construct a diversified portfolio of primarily income oriented equity instruments listed on a Canadian stock exchange, with a view to maximize long-term total returns. The Fund seeks to generate returns in excess of the return of the S&P/TSX Composite Index.

**Investment strategies** – To achieve the Fund’s investment objectives, the manager, Connor, Clark & Lunn Funds Inc. (“CFI” or the “Manager”) has retained Connor, Clark & Lunn Investment Management Ltd., as portfolio manager, to invest the assets of the Fund with full authority and responsibility for security selection.

The Fund invests primarily in income oriented equity instruments of issuers listed on a recognized Canadian stock exchange. The Fund holds various income oriented securities including limited partnerships, royalty trusts, income trusts, real estate investment trusts, equities and other such income oriented instruments as are traded on recognized Canadian exchanges. The Fund may also hold preferred shares, rights, warrants, convertibles, private placement securities of publicly traded companies, cash and cash equivalents. Generally, the Fund will hold no fewer than securities of 35 issuers at any time. The maximum percentage of foreign securities which this Fund may hold is 20%. Securities lending, repurchase agreements and reverse repurchase agreements may all be used in conjunction with the investment strategies of the Fund to enhance returns.

## **Risk**

During the year from January 1, 2023 to December 31, 2023, the risk profile of the Fund was managed in accordance with the goals set out in the simplified prospectus. In the view of the Manager, the risks associated with an investment in the portfolio are adequately described in the simplified prospectus and have not altered as result of subsequent changes in the underlying investments.

## Results of Operations

As at December 31, 2023, CC&L Equity Income and Growth Fund (the “Fund”) held \$434.9 million in total net assets. During the year ended December 31, 2023, investors in Series A units in the Fund experienced a return of 2.05%. The benchmark for the Fund (S&P/TSX Composite Index) returned 11.75% over the year. The performance of the different series within the Fund will vary due to the differences in their expense structures. For specific returns by series, please refer to the “Past Performance” section of the report.

In hindsight, our outlook and forecasts were too conservative for 2023. We had broadly expected soft economic performance in Canada, China and Europe, which largely came to pass. However, we underestimated the US economy’s resilience, specifically the impact of fiscal transfers to support consumer balance sheets, the unleashing of excess savings, as well as corporate demand for labour which kept the jobs market humming. US economic growth ended 2023 accelerating to approximately 2.5%. In Canada, the surge in population added to demand and aggregate economic activity (overall GDP is expected to end up about 1.2%). After a challenging 2022, global equity markets rebounded during 2023. While the annual return was positive, intra-year there were plenty of ups and downs as investors navigated the US banking crisis in March, excitement around the rapid adoption of generative Artificial Intelligence in May and heightened geopolitical risks, particularly after Israel invaded Hamas in October. Over the year, cyclical sectors materially outperformed more defensive sectors. Generative Artificial Intelligence also impacted market leadership as technology was by far the best performing sector within Canada.

The investment objectives of CC&L’s Equity Income & Growth strategy is to maximize long-term total return while protecting the capital value of the portfolio from major market fluctuations and deliver a dividend yield higher than the benchmark. During 2023, the portfolio delivered a positive return but underperformed the benchmark. The underweight position to the technology sector and the more defensive positioning were the two key drivers of underperformance throughout the year. Technology was by far the best performing sector within Canada and, typically, technology stocks do not pay a dividend and are more volatile which is not suitable for this mandate. Both at the sector level and within sectors, the portfolio was too defensively positioned. For example, within financials, we owned more property & casualty insurers and did not own as many life insurers and asset managers. That positioning detracted value. On the positive side, the underweight positions to the materials and energy sectors contributed positively.

## Recent Developments

Going into 2023, we anticipated a global recession in response to the most aggressive interest rate hiking cycle in decades. That scenario did not play out, however, as the US and Canadian economies are expected to deliver economic growth of 2.5% and 1.2%, respectively, over 2023. We underestimated the positive economic impact from fiscal stimulus measures and excess consumer savings, as well as the resilience of the labour market. A key development for our 2024 economic outlook was the December US Federal Reserve (the “Fed”) meeting. At that meeting, Fed Chair Jerome Powell made a surprising pivot in his messaging when he implied he is less concerned that loosening financial conditions could reignite inflation. Powell also took a more accommodative stance with regard to the Fed’s projected interest rate levels. This was a material change in tone, and one that should create a more favourable economic backdrop. We do, however, continue to believe economic growth will be slower in 2024 than it was in 2023 but are no longer forecasting a global recession as our base case. A “soft landing” is looking more probable as the Fed will likely start cutting interest rates before unemployment spikes. However, there remains a great deal of macroeconomic uncertainty and there is still a chance of a harder landing than the market currently expects in the first half of 2024.

While we have become more optimistic on the economic front, it is worth noting the US equity market is now “priced for perfection” – meaning if we see anything but a soft-landing scenario in 2024, there will likely be some downside pressure on the equity market. Events like inflation starting to drift higher or economic growth slowing more than expected could trigger heightened equity market volatility. The valuation multiple of Canadian equities appears more reasonably priced. In both Canada and the US, we expect corporate earnings to grow – but for that growth to be lower than what many investors are currently projecting. We expect equity markets to deliver mid- to high-single-digit returns in 2024. We anticipate that earnings growth will drive those returns, as multiple expansion is expected to be limited.

In our view, effective stock picking is going to be even more important in 2024, as we will likely see nominal gross domestic product (GDP) growth, which is real GDP growth plus inflation, move materially lower as inflation eases and economic growth slows. This will create a revenue headwind for many companies. Being able to identify quality companies that can overcome this challenge and drive incremental earnings growth through recession-proof business activities, secular opportunities, accretive acquisitions, operational efficiencies and/or share buybacks will be an important differentiator. Near the end of 2023, we increased the portfolio’s positions in those types of companies, while reducing its weighting in more defensive holdings.

### **Caution regarding forward-looking statements**

Certain portions of this report, including, but not limited to, “Results of Operations” and “Recent Developments”, may contain forward looking statements including, but not limited to, statements relating to the Fund, its strategy, risks, expected performance and condition. The use of any of the words “anticipate”, “may”, “will”, “expect”, “estimate”, “should”, “believe” and similar expressions are intended to identify forward-looking statements. In addition, any statement that is predictive in nature, that depends upon or refers to future events or conditions, or that may be made concerning future performance, strategies or prospects, and possible future action to be made by the Fund, the Manager and the Fund’s portfolio manager, is also a forward-looking statement.

Such statements reflect the opinion of CFI and the Fund’s portfolio manager, Connor, Clark & Lunn Investment Management Ltd., regarding factors that might be reasonably expected to affect the performance and the distributions on units of the Fund, and are based on current expectations and projections about future general economic, political and relevant market factors, such as interest rates, foreign exchange rates, equity and capital markets, regulatory framework and the general business environment and other relevant information available at the time of this report. Changes in these factors may cause actual results to differ materially from the forward-looking information.

CFI believes that the expectations reflected in these forward-looking statements and in the analysis are reasonable, but no assurance can be given that these expectations or the analysis will prove to be correct and accordingly they should not be unduly relied on. These statements speak only as of the date of this report. Actual events and outcomes may differ materially from those described in these forward-looking statements.

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 any undue reliance on forward-looking statements. Further, you should be aware of the fact that there is no specific intention of updating any forward-looking statements contained therein whether as a result of new information, future events or otherwise.

### **Related Party Transactions**

The manager of the Fund, Connor, Clark & Lunn Funds Inc. (“CFI” or the “Manager”), is affiliated with Connor, Clark & Lunn Financial Group Ltd. As disclosed in the prospectus, the portfolio manager retained by the Fund, Connor, Clark & Lunn Investment Management Ltd., is also affiliated with Connor, Clark & Lunn Financial Group Ltd. During the year ended December 31, 2023, no additions or deletions were made to the portfolio managers providing services to the Fund.

As Manager, CFI receives management fees with respect to the day-to-day business and operations of the Fund, calculated based on the net asset value of each respective series of units of the Fund, as described in the section entitled “Management Fees”. These management fees are charged in the normal course of business and are measured at their exchange amount, which approximates that of an arm’s length transaction.

### **Recommendations or reports by the Independent Review Committee**

The Independent Review Committee tabled no special reports and made no reportable material recommendations to the manager of the Fund during the year ended December 31, 2023.

## 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 since inception. This information is derived from the Fund's audited annual financial statements and previous audited financial statements.

### The Fund's Net Assets Attributable to Holders of Redeemable Units per Unit<sup>(1)</sup>

Series A	Dec 31'23	Dec 31'22	Dec 31'21	Dec 31'20	Dec 31'19
Net Assets, beginning of period <sup>(1)</sup>	\$15.43	\$16.53	\$14.23	\$14.30	\$12.55
Increase (decrease) from operations:					
Total revenues	0.57	0.48	0.44	0.47	0.43
Total expenses	(0.36)	(0.36)	(0.35)	(0.31)	(0.33)
Realized gains (losses) for the period	0.62	0.59	0.29	0.13	0.44
Unrealized gains (losses) for the period	(0.56)	(1.16)	2.54	0.17	1.82
<b>Total increase (decrease) from operations <sup>(2)</sup></b>	<b>0.27</b>	<b>(0.45)</b>	<b>2.92</b>	<b>0.46</b>	<b>2.36</b>
Distributions:					
From net investment income (excluding dividends)	-	-	-	-	-
From dividends	(0.35)	(0.27)	(0.21)	(0.27)	(0.20)
From capital gains	(0.26)	(0.16)	-	-	-
Return of capital	(0.00)	(0.20)	(0.40)	(0.27)	(0.35)
<b>Total distributions<sup>(2,3)</sup></b>	<b>(0.61)</b>	<b>(0.63)</b>	<b>(0.61)</b>	<b>(0.54)</b>	<b>(0.55)</b>
<b>Net assets at December 31 of year shown<sup>(1,2)</sup></b>	<b>\$15.13</b>	<b>\$15.43</b>	<b>\$16.53</b>	<b>\$14.23</b>	<b>\$14.30</b>

Series A inception date: May 30, 2012

Series F	Dec 31'23	Dec 31'22	Dec 31'21	Dec 31'20	Dec 31'19
Net Assets, beginning of period <sup>(1)</sup>	\$17.18	\$18.21	\$15.50	\$15.42	\$13.39
Increase (decrease) from operations:					
Total revenues	0.63	0.54	0.48	0.51	0.46
Total expenses	(0.21)	(0.21)	(0.20)	(0.18)	(0.19)
Realized gains (losses) for the period	0.69	0.66	0.32	0.14	0.48
Unrealized gains (losses) for the period	(0.59)	(1.32)	2.77	0.29	1.92
<b>Total increase (decrease) from operations <sup>(2)</sup></b>	<b>0.52</b>	<b>(0.33)</b>	<b>3.37</b>	<b>0.76</b>	<b>2.67</b>
Distributions:					
From net investment income (excluding dividends)	-	-	-	-	-
From dividends	(0.38)	(0.30)	(0.23)	(0.29)	(0.22)
From capital gains	(0.30)	(0.18)	-	-	-
Return of capital	(0.00)	(0.22)	(0.44)	(0.29)	(0.37)
<b>Total distributions<sup>(2,3)</sup></b>	<b>(0.68)</b>	<b>(0.70)</b>	<b>(0.67)</b>	<b>(0.58)</b>	<b>(0.59)</b>
<b>Net assets at December 31 of year shown<sup>(1,2)</sup></b>	<b>\$17.04</b>	<b>\$17.18</b>	<b>\$18.21</b>	<b>\$15.50</b>	<b>\$15.42</b>

Series F inception date: May 18, 2012

Series FI	Dec 31'23	Dec 31'22	Dec 31'21	Dec 31'20	Dec 31'19
Net Assets, beginning of period <sup>(1)</sup>	\$18.87	\$19.81	\$16.70	\$16.45	\$14.14
Increase (decrease) from operations:					
Total revenues	0.70	0.59	0.52	0.54	0.49
Total expenses	(0.05)	(0.05)	(0.04)	(0.04)	(0.05)
Realized gains (losses) for the period	0.77	0.72	0.28	0.16	0.75
Unrealized gains (losses) for the period	(0.63)	(1.44)	3.08	0.68	0.95
<b>Total increase (decrease) from operations <sup>(2)</sup></b>	<b>0.79</b>	<b>(0.18)</b>	<b>3.84</b>	<b>1.34</b>	<b>2.14</b>
Distributions:					
From net investment income (excluding dividends)	-	-	-	-	-
From dividends	(0.42)	(0.33)	(0.25)	(0.31)	(0.23)
From capital gains	(0.33)	(0.20)	-	-	-
Return of capital	(0.00)	(0.24)	(0.47)	(0.31)	(0.40)
<b>Total distributions<sup>(2,3)</sup></b>	<b>(0.75)</b>	<b>(0.77)</b>	<b>(0.72)</b>	<b>(0.62)</b>	<b>(0.63)</b>
<b>Net assets at December 31 of year shown<sup>(1,2)</sup></b>	<b>\$18.90</b>	<b>\$18.87</b>	<b>\$19.81</b>	<b>\$16.70</b>	<b>\$16.45</b>

Series FI inception date: June 28, 2018

(1) This information is derived from the Fund's audited annual financial statements prepared in accordance with IFRS Accounting Standards.

(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 weighted average number of units outstanding over the financial period. This table is not meant to be a reconciliation of beginning to ending net assets per share.

(3) Distributions were paid to unitholders by way of a combination of both cash payments and reinvestments in additional units of the Fund.

## FINANCIAL HIGHLIGHTS

### Ratios & Supplemental Data:

Series A	Dec 31'23	Dec 31'22	Dec 31'21	Dec 31'20	Dec 31'19
Total net asset value ('000s) <sup>(1)</sup>	\$73,411	\$77,542	\$77,690	\$63,505	\$64,778
Number of units outstanding <sup>(1)</sup>	4,853,332	5,026,803	4,699,202	4,464,050	4,528,717
Management expense ratio <sup>(2)</sup>	2.27%	2.19%	2.18%	2.21%	2.23%
Management expense ratio before waivers or absorptions <sup>(3)</sup>	2.27%	2.19%	2.18%	2.21%	2.23%
Portfolio turnover rate <sup>(4)</sup>	63.26%	35.99%	18.20%	42.02%	43.78%
Trading expense ratio <sup>(5)</sup>	0.08%	0.05%	0.03%	0.06%	0.05%
Net asset value per unit	\$15.13	\$15.43	\$16.53	\$14.23	\$14.30

Series A inception date: May 30, 2012

Series F	Dec 31'23	Dec 31'22	Dec 31'21	Dec 31'20	Dec 31'19
Total net asset value ('000s) <sup>(1)</sup>	\$294,795	\$280,901	\$269,222	\$209,805	\$197,151
Number of units outstanding <sup>(1)</sup>	17,302,066	16,348,055	14,780,345	13,531,584	12,782,464
Management expense ratio <sup>(2)</sup>	1.14%	1.11%	1.10%	1.13%	1.16%
Management expense ratio before waivers or absorptions <sup>(3)</sup>	1.14%	1.11%	1.10%	1.13%	1.16%
Portfolio turnover rate <sup>(4)</sup>	63.26%	35.99%	18.20%	42.02%	43.78%
Trading expense ratio <sup>(5)</sup>	0.08%	0.05%	0.03%	0.06%	0.05%
Net asset value per unit	\$17.04	\$17.18	\$18.21	\$15.50	\$15.42

Series F inception date: May 18, 2012

Series FI	Dec 31'23	Dec 31'22	Dec 31'21	Dec 31'20	Dec 31'19
Total net asset value ('000s) <sup>(1)</sup>	\$66,647	\$64,367	\$64,429	\$23,679	\$17,534
Number of units outstanding <sup>(1)</sup>	3,526,159	3,411,390	3,252,671	1,418,207	1,066,134
Management expense ratio <sup>(2)</sup>	0.12%	0.13%	0.12%	0.15%	0.16%
Management expense ratio before waivers or absorptions <sup>(3)</sup>	0.12%	0.13%	0.12%	0.15%	0.16%
Portfolio turnover rate <sup>(4)</sup>	63.26%	35.99%	18.20%	42.02%	43.78%
Trading expense ratio <sup>(5)</sup>	0.08%	0.05%	0.03%	0.06%	0.05%
Net asset value per unit	\$18.90	\$18.87	\$19.81	\$16.70	\$16.45

Series F inception date: June 28, 2018

(1) This information is provided as at December 31 of the years shown.

(2) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average net asset value during the period.

(3) The manager of the Fund, CC&L Funds Inc., may waive certain fees or absorb certain expenses otherwise payable by the Fund. The amount of expenses waived or absorbed is determined periodically on a series by series basis at the discretion of the manager and the manager can terminate the waiver or absorption at any time.

(4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor 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 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.

(5) 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 period.



**Management Fees**

The Fund is managed by CFI. As consideration for providing investment advisory and management services, CFI receives a management fee from the Fund, based on the net asset value of the respective series, calculated daily and payable monthly in arrears. In respect of units of all series of the Fund the management fee is paid by the Portfolio to CFI. No management fees are charged to the Fund with respect to Series FI units; rather investors who hold Series FI units will be subject to a management fee for their account that is paid to their dealer. The Manager receives a fee from each dealer for the services it provides to the dealer in connection with the dealer's separately managed account or unified managed account programs. Management fees on Series FI units are not expenses of the Fund. CFI uses a portion of management fees to pay for trailing commissions to registered dealers (if applicable) based on amounts invested in the Fund. CFI uses the remaining portion of the management fees to pay for investment advice, including fees charged by the Fund's portfolio manager, and general administration expenses and retains the balance for profit. The following table summarizes the annual management fee rates (excluding GST and HST) of each series of the Fund, expressed as a percentage of the Fund's value, and the portion used for dealer compensation and the portion used for or attributed to investment advice, general administration and profit.

		<b><u>As a percentage of management fees</u></b>	
	<b>Annual Rates</b>	<b>Dealer Compensation</b>	<b>Investment advice, administration and profit</b>
<b>Series A</b>	1.90%	52.63%	47.37%
<b>Series F</b>	0.90%	0.00%	100.00%
<b>Series FI</b>	0.00%	0.00%	00.00%

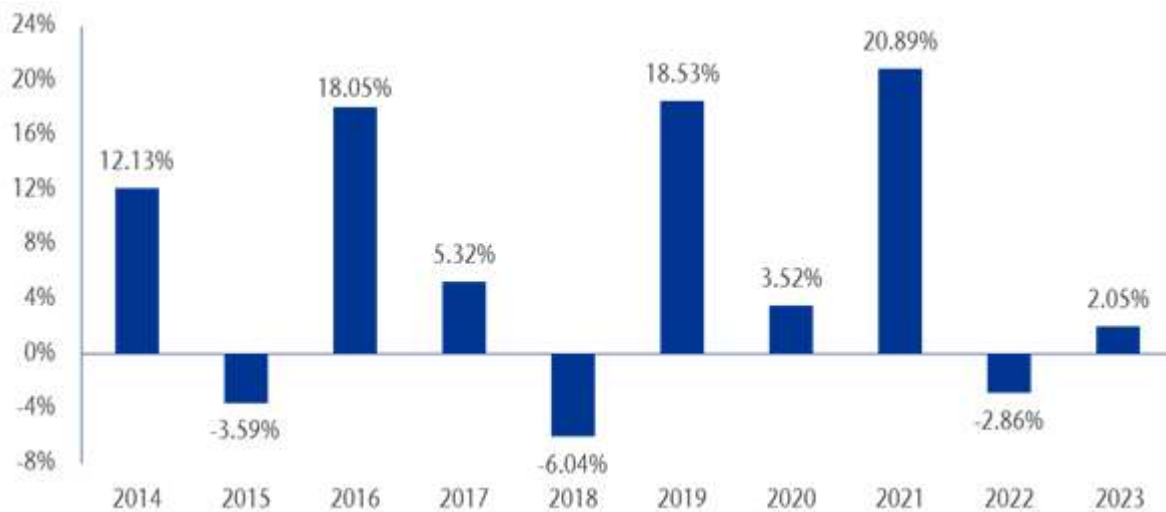
**Past Performance**

The performance information shown below assumes that all distributions made by the Fund in the periods shown were reinvested in additional units of the Fund. Note that the performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance. How the Fund has performed in the past does not necessarily indicate how it will perform in the future.

**Year-by-year Returns**

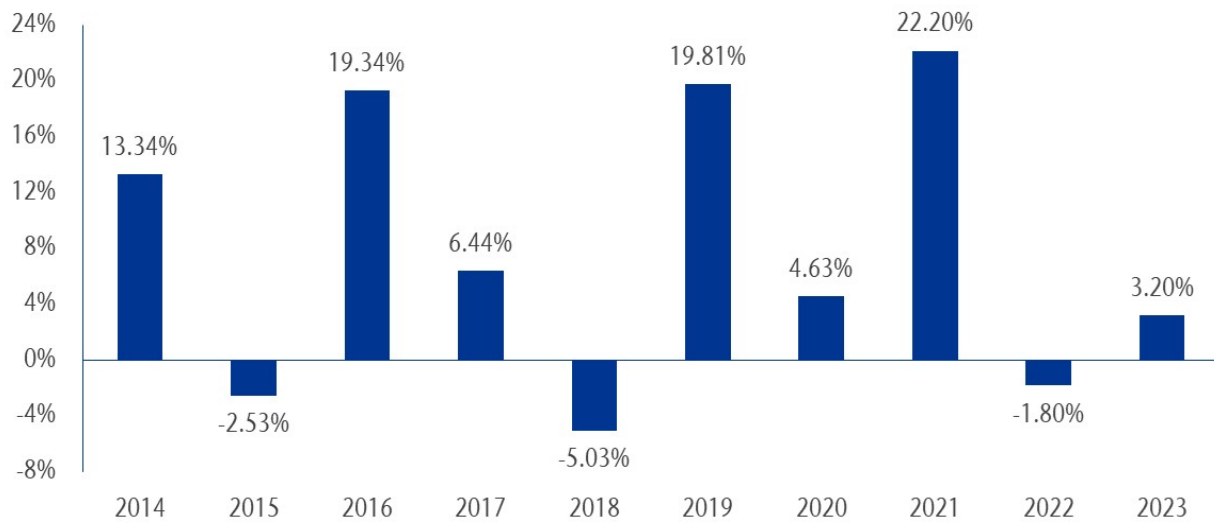
The following bar charts show the Fund’s annual performance for each of the years shown and illustrate how the Fund’s performance has changed from year to year, for each series of the Fund. The charts show, in percentage terms, how much an investment made on the first day of each financial period would have grown or decreased by the last day of each financial period.

**Series A**

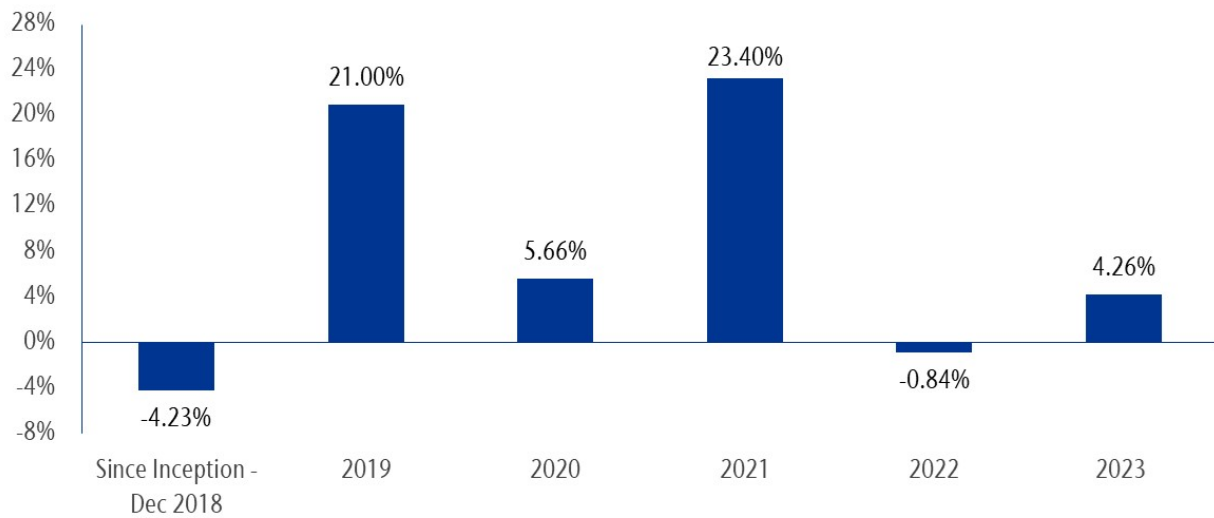


## PAST PERFORMANCE

### Series F



### Series FI



Performance for 2018 represents returns from June 28 to December 31, 2018.

### Annual Compound Returns

The table below shows past performance for the last one, three, five and ten year financial periods, as applicable, for each series of the Fund, relative to the performance of relevant broad-based securities market index during the same periods.

<b>CC&amp;L Equity Income and Growth Fund</b>	<b>1 yr</b>	<b>3 yr</b>	<b>5 yr</b>	<b>10 yr</b>	<b>Since Inception</b>	<b>Inception Date</b>
<b>Series A (CCL 600)</b>	2.05%	6.22%	8.02%	6.39%	7.77%	<b>May-30-12</b>
<b>Index*</b>	11.75%	9.59%	11.30%	7.62%	8.49%	
<b>Series F (CCL 601)</b>	3.20%	7.39%	9.19%	7.54%	8.96%	<b>May-18-12</b>
<b>Index*</b>	11.75%	9.59%	11.30%	7.62%	8.49%	
<b>Series FI (CCL 681)</b>	4.26%	8.45%	10.28%	-	8.44%	<b>June-28-18</b>
<b>Index*</b>	11.75%	9.59%	11.30%	-	8.07%	

\*S&P/TSX Composite Index.

The Fund's primary benchmark is the S&P/TSX Composite Index. The S&P/TSX Composite Index is intended to represent the Canadian equity market and includes the largest companies listed on the TSX.

For a brief discussion of the relative performance of the Fund as compared to the benchmark index (or indices), please see the "Results of Operations" section herein. The variability of returns between the different fund series is primarily related to the impact of fees and expenses which are deducted in determining the returns of each series. See the section entitled "Financial Highlights" for the management expense ratio of each series.

## SUMMARY OF INVESTMENT PORTFOLIO

Below is a breakdown of the Fund's investment holdings as at December 31, 2023. The individual holdings and their relative percentage of the overall Fund will change between reporting periods as markets change and portfolio managers buy and sell individual securities.

<b>Asset Mix</b>	<b>% of Net Asset Value</b>	<b>Top 25 Investments</b>		<b>% of Net Asset Value</b>
Canadian equities	83.7	1	Royal Bank of Canada	7.7
U.S equities	10.6	2	Toronto-Dominion Bank	5.9
Foreign equities	3.7	3	Bank of Montreal	3.9
Short-term investments	2.1	4	Microsoft Corp.	3.6
Other assets less liabilities	-0.1	5	Thomson Reuters Corporation	3.4
	100.0	6	Canadian Natural Resources Ltd.	3.0
		7	Canadian National Railway	2.8
		8	Canadian Imperial Bank of Commerce	2.5
		9	Sun Life Financial Inc.	2.2
		10	Tourmaline Oil Corp.	2.2
		11	Telus Corp.	2.2
		12	ARC Resources Ltd	2.2
		13	Pembina Pipeline Corp.	2.1
		14	George Weston Ltd.	2.1
		15	Intact Financial Corp.	2.0
		16	Enbridge Inc.	2.0
		17	Merck & Co. Inc.	1.9
		18	Parkland Corp	1.8
		19	Restaurant Brands International	1.8
		20	Element Fleet Management Corp	1.7
		21	TMX Group Ltd.	1.6
		22	iA Financial Corp Inc	1.6
		23	Fortis Inc.	1.6
		24	Canadian Apt Pptys REIT	1.6
		25	BCE Inc.	1.5
				64.9

Note: The investments and percentages may have changed by the time you purchase units of this Fund. The top 25 investment holdings are made available quarterly, 60 days after quarter end.