

# Annual Management Report of Fund Performance

December 31, 2024

**Beutel Goodman Canadian Dividend Fund** 

This Annual Management Report of Fund Performance contains financial highlights but does not contain the complete annual or interim financial statements of the investment fund. You can get a copy of the annual or interim financial statements at your request at no cost (contact details on this page) or by visiting our website at www.beutelgoodman.com or SEDAR+ at www.sedarplus.ca.

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

Certain portions of this report, including, but not limited to, "Results of Operations" and "Recent Developments", may contain forward-looking statements about the Fund, including its strategy, risks, 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" and other similar forward-looking expressions. In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Fund action, is also a forward-looking statement. Forward-looking statements are based on current expectations and forecasts about future events and are inherently subject to, among other things, risks, uncertainties and assumptions which could cause actual events, results, performance or prospects to be incorrect or to differ materially from those expressed in, or implied by, these forward-looking statements.

These risks, uncertainties and assumptions include, but are not limited to, general economic, political and market factors, domestic and international, interest and foreign exchange rates, equity and capital markets, business competition, technological change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events. This list of important factors is not exhaustive. Please consider these and other factors carefully before making any investment decisions and avoid placing undue reliance on forward-looking statements. The Fund has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise, prior to the release of the next Management Report of Fund Performance.

#### **Beutel Goodman Managed Funds**

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# Management Discussion of Fund Performance

#### **Investment Objectives and Strategies**

The Fund's objective is to achieve a balance between high dividend income and capital growth by investing mainly in a diversified portfolio of blue-chip Canadian common stocks and, to a lesser extent, in high-yield preferred stocks and interest-bearing securities.

The Fund's advisor chooses primarily blue-chip common stocks, but may also invest in other securities, including foreign securities, with a preference to capital growth, while seeking to provide a high, regular level of income. The Fund seeks reputable stocks that are undervalued in the market, focusing on mid and large capitalization Canadian corporations in a variety of industries, favouring equity securities that provide a stable income. The Fund may use derivatives, principally to hedge against changes in the exchange rate between the Canadian dollar and foreign currencies in which investments held by the Fund are denominated.

#### Risk

There were no significant changes to the investment objectives or strategies that affected the Fund's overall level of risk during the year. The risks of investing in this Fund and the suitability of the Fund for investors remain as discussed in the Prospectus.

#### **Results of Operations**

Over the 12-month period ended December 31, 2024, Beutel Goodman Canadian Dividend Fund (the "Fund"), Class B returned 8.24% versus 21.65% for the Fund's benchmark, the S&P/TSX Composite Index. Unlike the benchmark, the Fund's return is net of fees and expenses paid by the Fund. Please refer to the "Annual Compound Returns" in the Past Performance section for the returns of all classes of the Fund. Detailed performance is provided under the heading "Past Performance" in this report.

Despite a pullback in December, the S&P/TSX Composite Index returned 21.65% for the year, with growth particularly strong in the second half of 2024. This coincided with the Bank of Canada (BoC) switching to an interest-rate-cutting cycle, with the view of stimulating the slowing Canadian economy. The move to more accommodative monetary policy has primarily benefitted the Financials sector, where the Fund had the largest weight.

#### **Key Contributors to Performance**

- The top-performing sectors during the period relative to the benchmark were Industrials, Energy and Real Estate. An underweight allocation to the Industrials sector, stock selection in Energy and a zero weight in the Real Estate sector contributed to the Fund's relative performance.
- Over the period, the largest individual contributors to Fund performance included Royal Bank of Canada, TC Energy Corp. and Manulife Financial Corp.

#### **Key Detractors from Performance**

- From a sector perspective, the Fund's holdings in the Information
  Technology, Financials and Consumer Discretionary sectors were the
  largest detractors from the Fund's relative performance over the period.
  Stock selection in the Information Technology sector, and a combination
  of an overweight and stock selection in the Financials and Consumer
  Discretionary sectors detracted from the Fund's relative performance.
- Over the period, the largest individual detractors from Fund performance included Rogers Communications Inc., Magna International Inc. and Carlsberg AS.

#### **Portfolio Activity**

- The portfolio management team (the "team") employs a stock selection process that is based on identifying securities trading at a significant discount to their business value. The Fund's sector and stock weights are outcomes of the team's investment decisions based on bottom-up fundamentals and business quality. As a by-product of the team's bottom-up investment process, market performance and general management activity, the following changes occurred in the Fund's portfolio during the reporting period:
  - The Fund's Materials, Consumer Staples, Information Technology and Health Care sector weightings increased over the period because of relative performance and the team's buy/sell activities.
  - The Fund's Communication Services, Financials, Industrials, Consumer
    Discretionary, Utilities and Energy sector weightings decreased over the
    period because of relative performance and the team's buy/sell activities.
  - AltaGas Ltd., Capgemini SE, Maple Leaf Foods Inc., Medtronic PLC and PPG Industries, Inc. were new additions to the Fund.
  - The Fund's position in AltaGas Ltd., Canadian Tire Corp. Ltd., dormakaba Holding AG, Hydro One Inc., Kellanova, Omnicom Group Inc., Power Corporation of Canada and WK Kellogg Co. were liquidated.

#### **Recent Developments**

Pat Palozzi, Vice President and Portfolio Manager, Canadian Equities officially retired from Beutel Goodman at the end of January 2024. There has been no impact on the Fund as a result of these changes, nor does Beutel Goodman expect there to be.

While Canadian economic growth has slowed down in 2024, Canadian stocks delivered strong performance regardless. Looking ahead to 2025, further rate cuts from the BoC could be positive for Canadian stocks. The Financials, Real Estate and Utilities sectors are extra sensitive to interest rate changes. If the BoC continues to reduce its policy rate, cheaper borrowing rates could increase lending, benefiting banks and the overall real estate industry. In a weaker economy, Utilities also tend to perform well.

It appears that protectionist trade policies are likely to be enacted under the incoming Trump administration. The U.S. is Canada's largest trading partner, so tariffs and other limitations on free trade could have a major impact on the Canadian economy, particularly in sectors that rely on exporting to the U.S. Canada's export-driven economy could also suffer if protectionist U.S. policies hinder the global economy, especially if U.S.-China trade tensions escalate.

We continue to apply our disciplined equity value investment strategy to the Fund's portfolio regardless what's happening in markets.

#### **Related Party Transactions**

Beutel, Goodman & Company Ltd. ("BG") is the Manager, Trustee and Portfolio Advisor to this Fund. The Fund pays a management fee to BG as compensation for its services. The Fund pays a fixed administration fee to BG, which in turn pays certain operating expenses of the Fund. BG as trustee of the Fund earns a fee which is paid by the Manager from the fixed administration fee paid by the Fund.

The Fund did not rely on any recommendation or approval of its Independent Review Committee to proceed with any transaction involving related parties because it did not conduct any related party transactions, except for certain inter-fund trades (if any) and the management and administrative fees as described above, as approved by the Independent Review Committee by standing instructions, and subject to regulatory requirements.

Management Fees: As Manager, BG is paid a management fee from each class of the Fund based on the average daily net asset value of the particular class. The fee is payable monthly, in arrears, and is calculated at the annualized rate specified for each class of the Fund as set out in the table below. Management fees for Class I units are negotiated and paid directly by the investor, not by the Fund, and, therefore, are not listed.

		As a Percentage of Management Fees			
	Maximum Annual Management Fee Rate %	Dealer Compensation %	General Administration, Investment Advice and Profit %		
Class B	1.85	54	46		
Class D	1.25	20	80		
Class F	0.90	0	100		

Administration Fee: The Manager receives a fixed administration fee to pay certain operating expenses of the Fund. These expenses include audit and legal fees; custodian and transfer agent fees; costs attributable to the issue, redemption and change of units, including the cost of the security holder record-keeping system; expenses incurred in respect of preparing and distributing all regulatory reports; fund accounting and valuation costs; independent review committee fees and filing fees, including those incurred by us. The administration fee may vary by class of units and by Fund.

BG, as trustee of the Fund, earns a fee which is paid by the Manager from the administration fee paid by the Fund.

## **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 5 years ended December 31. This information is derived from the Fund's audited annual financial statements and is provided for each class of units.

## Financial Highlights per unit Class B Units

(for the years ended December 31)

\$	2024	2023	2022	2021	2020
Net assets, beginning of year	17.80	17.11	17.84	15.68	16.46
Increase (decrease) from operati	ions				
Total revenue	0.69	0.67	0.63	0.60	0.74
Total expenses	(0.43)	(0.39)	(0.40)	(0.41)	(0.36)
Realized gains (losses) for the year	1.33	0.26	0.29	1.44	(0.37)
Unrealized gains (losses) for the year	(0.11)	0.45	(1.05)	1.59	(0.82)
Total increase (decrease) from operations (1)	1.48	0.99	(0.53)	3.22	(0.81)
Distributions to unitholders per unit:					
From net investment income (excluding dividends)	_	0.01	_	_	0.15
From dividends	0.25	0.30	0.23	0.17	0.23
From capital gains	0.77	_	_	0.86	_
From return of capital	-	-	_	_	_
Total annual distributions (2)	1.02	0.31	0.23	1.03	0.38
Net assets, end of year (3)	18.26	17.80	17.11	17.84	15.68

## Ratios and Supplemental Data Class B Units

(for the years ended December 31)

	2024	2023	2022	2021	2020
Total net asset value (\$) (000's) (4)	73,087	80,366	87,628	102,110	89,697
Number of outstanding units (000's) (4)	4,003	4,515	5,123	5,724	5,719
Management expense ratio (5)	2.13%	2.13%	2.12%	2.13%	2.13%
Management expense ratio before waivers or absorptions (6)	N/A	N/A	N/A	N/A	N/A
Portfolio turnover rate (7)	27%	7%	18%	29%	33%
Trading expense ratio (%) (8)	0.05%	0.01%	0.04%	0.04%	0.06%
Net asset value per unit, end of year	18.26	17.80	17.11	17.84	15.68

# Financial Highlights per unit Class D Units

(for the years ended December 31)

2024	2023	2022	2021	2020
11.72	11.26	11.70	10.28	10.78
ions				
0.45	0.45	0.41	0.39	0.48
(0.20)	(0.18)	(0.19)	(0.19)	(0.17)
0.87	0.17	0.27	0.94	(0.23)
(0.08)	0.30	(0.39)	1.04	(0.52)
1.04	0.74	0.10	2.18	(0.44)
_	0.01	_	_	0.12
0.24	0.27	0.17	0.18	0.19
0.51	_	_	0.56	_
_	_	_	_	-
0.75	0.28	0.17	0.74	0.31
12.02	11.72	11.26	11.70	10.28
	11.72 ions	11.72 11.26 ions  0.45 0.45 (0.20) (0.18)  0.87 0.17 (0.08) 0.30  1.04 0.74  - 0.01 0.24 0.27 0.51 0.75 0.28	11.72 11.26 11.70  ions  0.45 0.45 0.41 (0.20) (0.18) (0.19)  0.87 0.17 0.27 (0.08) 0.30 (0.39)  1.04 0.74 0.10  - 0.01 - 0.24 0.27 0.17 0.51 0.75 0.28 0.17	11.72 11.26 11.70 10.28  ions  0.45 0.45 0.41 0.39 (0.20) (0.18) (0.19) (0.19)  0.87 0.17 0.27 0.94  (0.08) 0.30 (0.39) 1.04  1.04 0.74 0.10 2.18  - 0.01  0.24 0.27 0.17 0.18  0.51 0.56  0.75 0.28 0.17 0.74

## Ratios and Supplemental Data Class D Units

(for the years ended December 31)

	2024	2023	2022	2021	2020
Total net asset value (\$) (000's) (4)	31,048	35,712	37,438	81,750	79,722
Number of outstanding units (000's) (4)	2,583	3,048	3,324	6,988	7,758
Management expense ratio (5)	1.47%	1.47%	1.47%	1.47%	1.47%
Management expense ratio before waivers or absorptions <sup>(6)</sup>	N/A	N/A	N/A	N/A	N/A
Portfolio turnover rate (7)	27%	7%	18%	29%	33%
Trading expense ratio (%) (8)	0.05%	0.01%	0.04%	0.04%	0.06%
Net asset value per unit, end of year	12.02	11.72	11.26	11.70	10.28

## **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 5 years ended December 31. This information is derived from the Fund's audited annual financial statements and is provided for each class of units.

## Financial Highlights per unit **Class F Units**

(for the years ended December 31)

\$	2024	2023	2022	2021	2020
Net assets, beginning of year	18.18	17.48	18.26	16.05	16.87
Increase (decrease) from operati	ions				
Total revenue	0.71	0.69	0.64	0.61	0.76
Total expenses	(0.24)	(0.21)	(0.22)	(0.23)	(0.22)
Realized gains (losses) for the year	1.35	0.26	0.24	1.48	(0.37)
Unrealized gains (losses) for the year	(0.12)	0.43	(1.20)	1.64	(0.78)
Total increase (decrease) from operations (1)	1.70	1.17	(0.54)	3.50	(0.61)
Distributions to unitholders per unit:					
From net investment income (excluding dividends)	_	0.02	_	_	0.21
From dividends	0.45	0.49	0.44	0.36	0.34
From capital gains	0.79	_	_	0.88	_
From return of capital	_	_	_	_	_
Total annual distributions (2)	1.24	0.51	0.44	1.24	0.55
Net assets, end of year (3)	18.65	18.18	17.48	18.26	16.05

## **Ratios and Supplemental Data Class F Units**

(for the years ended December 31)

	2024	2023	2022	2021	2020
Total net asset value (\$) (000's) (4)	137,096	151,155	141,466	104,291	98,952
Number of outstanding units (000's) (4)	7,351	8,314	8,093	5,711	6,164
Management expense ratio (5)	1.10%	1.10%	1.10%	1.10%	1.11%
Management expense ratio before waivers or absorptions (6)	N/A	N/A	N/A	N/A	N/A
Portfolio turnover rate (7)	27%	7%	18%	29%	33%
Trading expense ratio (%) (8)	0.05%	0.01%	0.04%	0.04%	0.06%
Net asset value per unit, end of year	18.65	18.18	17.48	18.26	16.05

# Financial Highlights per unit Class I Units

(for the years ended December 31)

\$	2024	2023	2022	2021	2020
Net assets, beginning of year	12.41	11.94	12.47	10.96	11.53
Increase (decrease) from operat	ions				
Total revenue	0.48	0.47	0.44	0.42	0.50
Total expenses	(0.03)	(0.02)	(0.03)	(0.03)	(0.04)
Realized gains (losses) for the year	0.93	0.18	0.19	1.01	(0.21)
Unrealized gains (losses) for the year	(0.09)	0.39	(0.71)	1.14	(0.16)
Total increase (decrease) from operations (1)	1.29	1.02	(0.11)	2.54	0.09
Distributions to unitholders per unit:					
From net investment income (excluding dividends)	_	0.02	_	_	0.18
From dividends	0.45	0.46	0.41	0.37	0.31
From capital gains	0.54	_	_	0.60	_
From return of capital	_	_	_	_	_
Total annual distributions (2)	0.99	0.48	0.41	0.97	0.49
Net assets, end of year (3)	12.73	12.41	11.94	12.47	10.96

## **Ratios and Supplemental Data** Class I Units

(for the years ended December 31)

	2024	2023	2022	2021	2020
Total net asset value (\$) (000's) (4)	193,634	189,091	214,310	225,158	201,547
Number of outstanding units (000's) (4)	15,211	15,232	17,950	18,061	18,390
Management expense ratio (5)	0.07%	0.07%	0.07%	0.07%	0.07%
Management expense ratio before waivers or absorptions (6)	0.11%	0.11%	0.11%	0.11%	0.11%
Portfolio turnover rate (7)	27%	7%	18%	29%	33%
Trading expense ratio (%) (8)	0.05%	0.01%	0.04%	0.04%	0.06%
Net asset value per unit, end of year	12.73	12.41	11.94	12.47	10.96

- (1) Net asset value per unit and distributions to unitholders per unit are based on the actual number of units outstanding for the relevant class at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding for the relevant class over the fiscal year.
- (2) Distributions were paid in cash or automatically reinvested in additional units of the Fund.
- (3) This is not a reconciliation of the beginning and ending net assets per unit.
- (4) This information is provided as at year end of the year shown.
- (5) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of daily average net asset value during the year.
- (6) The Manager may have waived or absorbed some of the fund expenses. If this had occurred, the management fee ratio before any such waiver or absorption is listed. The Manager may terminate the waiver or absorption at any time, at its discretion. It is not known when such waivers or absorptions will be terminated.
- (7) 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 fiscal 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 higher turnover rate and the performance of a Fund. Portfolio turnover rate equals the lesser of the costs of purchases and proceeds of sales of portfolio securities for the year divided by the average value of the portfolio securities of the Fund calculated on a monthly basis, excluding short-term securities.
- (8) The trading expense ratio represents total commissions and other portfolio transaction costs disclosed in the Statements of Comprehensive Income expressed as an annualized percentage of daily average net asset value of the Fund during the year.

#### Past Performance

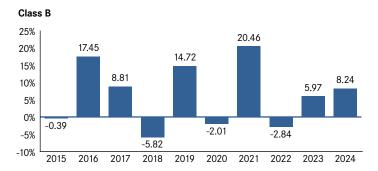
The performance returns below:

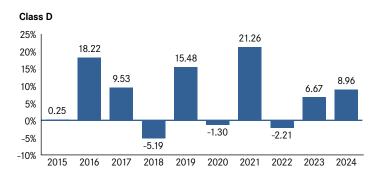
- are calculated as of December 31 in each year;
- assume all distributions made by the Fund are reinvested to purchase additional units; and
- show the returns of the particular class of the Fund after any applicable
  management fees and operating expenses have been deducted, but are
  not reduced by any redemption charges, optional charges or income
  taxes payable by you that would have reduced returns on performance.

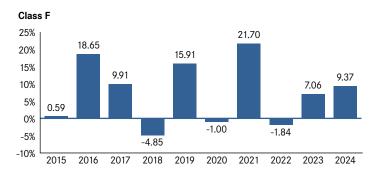
Please remember that the past performance of the Fund is not an accurate prediction of future returns.

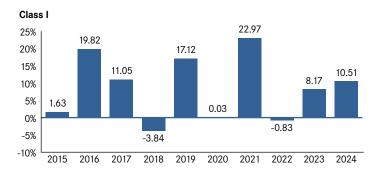
#### Year-by-Year Returns

The bar chart indicates the Fund's annual performance for each of the year's shown and illustrates how the Fund's performance has changed from year to year. The bar chart shows in percentage terms how much an investment made on the first day of each financial year would have grown or decreased by the last day of each financial year.









#### **Annual Compound Returns**

The following table shows the Fund's historical annual compound total returns for each of the periods indicated ended on December 31, 2024, as compared to the performance of the S&P/TSX Composite Index.\*

Class B	10 Years (%)	5 Years (%)	3 Years (%)	Past Year (%)
Beutel Goodman Canadian Dividend Fund	6.11	5.64	3.68	8.24
S&P/TSX Composite Index	8.65	11.08	8.58	21.65

Class D	10 Years (%)	5 Years (%)	3 Years (%)	Past Year (%)
Beutel Goodman Canadian Dividend Fund	6.81	6.35	4.36	8.96
S&P/TSX Composite Index	8.65	11.08	8.58	21.65

Class F	10 Years (%)	5 Years (%)	3 Years (%)	Past Year (%)
Beutel Goodman Canadian Dividend Fund	7.19	6.73	4.75	9.37
S&P/TSX Composite Index	8.65	11.08	8.58	21.65

Class I	10 Years (%)	5 Years (%)	3 Years (%)	Past Year (%)
Beutel Goodman Canadian Dividend Fund	8.31	7.84	5.83	10.51
S&P/TSX Composite Index	8.65	11.08	8.58	21.65

<sup>\*</sup> The S&P/TSX Composite Index is designed to represent the Canadian mid-large cap equity market.

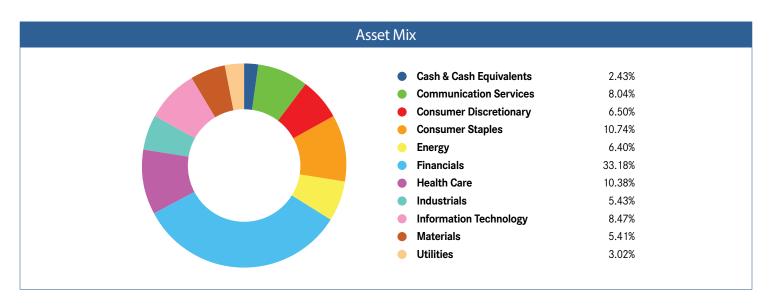
A discussion of the relative performance of the Fund is under the Results of Operations section of this report.

## Summary of Investment Portfolio

The following information may change due to the ongoing portfolio transactions of the Fund. More current information regarding the holdings of the Fund may be obtained on our website at www.beutelgoodman.com.

#### **Summary of Top 25 Holdings**

Issu	er Name	% of Net Assets
1.	Royal Bank of Canada	8.60
2.	Toronto-Dominion Bank/The	8.33
3.	Bank of Montreal	5.48
4.	Restaurant Brands International Inc.	4.04
5.	Amdocs Ltd.	3.62
6.	Rogers Communications Inc., Class B	3.46
7.	TC Energy Corp.	3.33
8.	Suncor Energy Inc.	3.06
9.	PPG Industries, Inc.	3.05
10.	Fortis Inc.	3.02
11.	Carlsberg AS	2.98
12.	Canadian National Railway Co.	2.95
13.	Medtronic PLC	2.94
14.	Manulife Financial Corp.	2.92
15.	Sun Life Financial Inc.	2.91
16.	Bank of Nova Scotia/The	2.82
17.	Metro Inc.	2.75
18.	Roche Holding AG	2.72
19.	George Weston Ltd.	2.53
20.	RB Global Inc.	2.47
21.	Magna International Inc.	2.45
22.	Amgen Inc.	2.38
23.	GSK PLC	2.32
24.	BlackRock, Inc.	2.06
25.	Comcast Corp., Class A	1.94





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