



Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

Annual Management Report of Fund Performance

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 your request, at no cost, by calling toll-free 1-866-377-4743, by writing to us at 1830 – 1066 West Hastings Street, Vancouver, BC V6E 3X2 or by visiting our website at www.penderfund.com or the SEDAR website at www.sedar.com.

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

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MANAGEMENT DISCUSSION OF FUND PERFORMANCE

Investment Objective and Strategies

The objective of the Pender Strategic Growth and Income Fund (the "Fund") is to generate long-term growth in value and income by investing in a diversified portfolio of Canadian and foreign equities, corporate bonds, Canadian and foreign government bonds, and exchange traded funds which track sector or broad market indices. The Fund is designed to provide both moderate income and portfolio growth over the long-term, while being sufficiently diversified to mitigate volatility.

PenderFund Capital Management Ltd. ("Pender") is the Manager and Portfolio Advisor of the Fund.

Risks

The risks of investing in the Fund are outlined in the Simplified Prospectus dated June 25, 2021. There were no significant changes to the Fund's objectives and strategies that affected its overall level of risk during the year.

On February 24, 2022, Russia launched a large military invasion of Ukraine. This has resulted in a disruption in the supply of energy resources, a refugee crisis in Europe, global protests and the imposition of sanctions on Russia, which in turn triggered a financial crisis in Russia. The Russian president has placed Russia's nuclear forces on high alert, increasing tension between the West and Russia. The invasion has introduced a new source of uncertainty for financial markets.

The COVID-19 global health pandemic that began in 2019 continues today. In early 2020, it resulted in significant volatility and turmoil in World markets. The negative economic impact of measures taken to contain the virus have been mitigated to a certain extent by fiscal and monetary stimulus, measures taken to reopen world economies, and the development and rollout of vaccines. The situation has had an impact on many entities and the markets for the securities that they issue, and that impact may continue.

Investment results may be affected by future developments and new information that may emerge resulting from Russia's invasion of Ukraine, COVID-19, its variants and the pandemic, factors which are beyond the Fund's control.

Results of Operations

The net assets of the Fund were \$20,690,052 as at December 31, 2021 versus \$10,505,982 as at December 31, 2020. Of this \$10,184,070 increase, \$2,632,918 is attributable to positive investment performance, and \$7,551,152 is attributable to net unitholder purchases of the Fund.

For the year ended December 31, 2021, Class A units of the Fund generated a total return of 18.0%. Returns for other classes of the Fund will be similar to Class A with any difference in performance being primarily due to the different management fees that are applicable to different classes. Please see the "Past Performance" section for the performance of the Fund's other classes.

The Fund's broad-based benchmark, the S&P/TSX Composite Index ("S&P/TSX"), returned 25.2% during the year. In accordance with National Instrument 81-106, we have included a comparison to this broad-based index to help you understand the Fund's performance relative to the general performance of the market, but we caution that the Fund's mandate may be significantly different from the index. Further, the Fund's returns are reported net of all management fees and expenses for all classes, unlike the returns of the Fund's benchmark, which are based on the performance of an index that does not pay fees or incur expenses.

The Fund's blended benchmark, 50% FTSE/TMX Canada Bond Universe, 35% S&P/TSX and 15% S&P 500 Index in Canadian dollars ("S&P 500"), returned 11.0% during the year. We include information about this blended benchmark, which more closely reflects the asset classes in which the Fund invests, to provide a more useful comparison for the performance of the Fund.

The following comments and the comments under "Recent Developments" reflect the views of the portfolio management team and are based on information as at the end of the year. Please read the caution regarding forward-looking statements located on the last page of this document.

The Fund's outperformance as compared to its blended benchmark was mainly due to the contribution of the Canadian equity asset class, which is also driven by its investments in Pender mutual funds. Energy and Diversified Financials sectors were the main contributors in the Canadian equity asset class. The Fund's fixed income asset, the Pender Corporate Bond Fund, was approximately 39.5% of the Fund's portfolio at the end of the year, compared to 50% fixed income in the blended benchmark. The Pender Corporate Bond Fund, returned 11.5% (for Class O units), outperforming its blended benchmark, 75% ICE BofA US High Yield Index in Canadian dollars ("ICE") and 25% FTSE/TMX Canada Universe Bond Index, which returned 2.9% during the year.

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Equity performance

Key positive individual contributors to the Fund's equity performance for the year included ARC Resources Ltd., KKR & Co. Inc., and Brookfield Asset Management Inc. Conversely, Alibaba Group Holding Limited, Baidu, Inc., and Nintendo Co., Ltd. had the largest adverse impact.

Portfolio transactions during the year were made based on our stock selection process. In general, we increased weightings of individual stocks where we determined the margin of safety had increased and decreased their weightings as their traded market values moved closer to our estimates of their intrinsic values. We are constantly looking for new investment ideas and examples of new investments include Richards Packaging Income Fund, Altius Renewable Royalties Corp., and SS&C Technologies Holdings, Inc. We may liquidate our positions for various reasons, such as when share prices have reached our assessment of fair value, when an acquisition has occurred, or where we have changed our investment thesis. For example, during the year we sold Husky Energy Inc. Preferred Shares, Hanesbrands Inc., and Diversified Royalty Corp., and one company we held, Brookfield Property Partners L.P., was taken private.

Fixed income performance

The Fund's fixed income asset, the Pender Corporate Bond Fund, represented approximately 39.4% of the Fund's portfolio at the end of the year. Certain positions held in deeply discounted securities were a large contributor of the Pender Corporate Bond Fund's outperformance of the blended benchmark as asset markets continued their recovery into 2021. Its positions in W&T Offshore, Inc. and Chesapeake Energy Corporation were notable positive performers as they rode the recovery towards par from discounted territory. The Pender Corporate Bond Fund's allocation to floating rate, rate reset and convertible securities also contributed to its performance. Positions in rate reset preferred shares of BCE Inc. and Fairfax Financial Holdings Limited were areas of strength as credit conditions improved and the outlook for interest rates shifted higher. Other areas of strength included the Pender Corporate Bond Fund's positions in convertible bonds from issuers such as First Majestic Silver Corp, Eagle Bulk Shipping Inc. and Granite Construction Incorporated. Weakness in the portfolio was limited during the year, however, it did see pressure in some of its workout names, including Federal National Mortgage Association and McDermott International, Ltd.

Recent Developments

Equity outlook

The equity portion of the portfolio takes a value-based approach through a portfolio of North American and foreign securities with the objectives of capital appreciation and income generation. We also aim to preserve capital.

The year of 2021 turned out to be a solid one for stock performance. Easy monetary policies and a flood of fiscal stimulus created favorable conditions for businesses to rebound from the pandemic and pushed stock markets higher despite the fact that there are still many factors that could derail economic recovery, such as a prolonged COVID-19 situation, supply chain disruptions, labor shortages and surging inflation. In the United States, the S&P 500 index (in Canadian dollars) finished the year with a total return of 27.9%. In Canada, a rally in energy prices contributed to the strong performance of the Canadian stock market and the S&P/TSX Composite index recorded a strong return of 25.2%.

While stock markets fared well in 2021, there are risks to the sustainability of the recovery and markets are giving mixed signals. We believe that the uncertainty that remains could cause market conditions to turn rapidly and unexpectedly. Any potential impact on investment results will depend, to some extent, on the actions taken by governments, the progress of vaccination, new information about the severity of virus variants and the duration of the pandemic. There is plenty of debate over how events will unfold and the situation is, naturally, beyond our control. We hope to have more visibility into the effectiveness of vaccine programs, and more insight into what reopening will look like as time goes by."

We believe the stock market will remain volatile. Even in a bull market, there are periodic pullbacks. We cannot control stock prices or volatility. However, we can and do control our investment process. We strive to adapt with new methods and views that better represent the way the world works. We believe it is essential to have a long-term perspective and stick to our investment process and philosophy in times of uncertainty. The world is going through many changes – some changes are temporary and some changes are permanent. We continue to try to identify trends that are in sync with how the world is changing and to allocate more of our capital to growing companies that have tailwinds and that we believe are still mispriced by the market. We are constantly reassessing our existing holdings as new facts come in, adding to those that we believe will do well in a post pandemic world and trimming some select positions that have held up remarkably well and where, in our view, the good news seems to be more than priced in.

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With inflation in the United States and Canada climbing to multi-decade highs, central banks have indicated that monetary stimulus will be reduced and interest rates and rate expectations have increased. While dividends are expected to play an important role in the total return of the Fund, our goal is to augment this with capital growth. This focus on growth becomes more important to dividend paying companies in a rising rate environment. We believe the valuations, growth expectations and dividend yields of many large-cap stocks are at unattractive levels. As a result, the Fund's holdings of small and mid-cap dividend paying stocks are expected to increase. We run a concentrated investment portfolio, so we only need to hold a relatively small number of great companies acquired at a good price to drive the performance of the Fund. We will continue to look for best ideas, those that we think will benefit from the tailwinds caused by changes in behaviors, that could be potential disruptors or leaders as economies reopen, and that trade at significant discounts to intrinsic values.

Fixed income outlook

Despite challenges from new variants, the global distribution of vaccinations in 2021 paved the way for a coordinated rebound in economic activity and financial markets. After living with COVID-19 for nearly two years, we have a better understanding of the disease, and the market has grown more accustomed to the post-pandemic realities we all share. Although variants are still a source of uncertainty, the market has gained some resilience to pandemic-related disruptions and is shifting its focus to potential policy-induced headwinds.

Performance in the fixed income market was a tale of two stories. High yield bonds outperformed investment grade credit as spreads remained near all-time tights going into year-end. As at December 31, 2021, Option-Adjusted Spread on the ICE BoA US High Yield Index ("High Yield") had widened by 6 basis points to 3.10% as compared to June 30, 2021. Higher than expected inflation and a changing policy stance from the Fed put some pressure on High Yield causing the Effective Yield to rise by 0.34% to 4.35% at December 31, 2021, in line with levels at the beginning of the year. Within the high yield market, the better-quality BBs outperformed lower tiered CCCs.

At the other end of the credit spectrum the longer duration investment grade market felt the effects of rising interest rates to a higher degree. At December 31, 2021, the ICE BofA BBB US Corporate Index ("BBB") Effective Yield was 2.60%, after bottoming at 2.15% in the second half of the year. The BBB Option-Adjust Spread also widened by 0.13% to 1.20% at December 31, 2021, but remains near all-time lows. US treasuries ended the year broadly higher than where they started 2021, but the curve flattened into year-end with yields rising on the short end and falling on the long end compared to June 30, 2021.

The Pender Corporate Bond Fund stayed committed to its key strategic objectives and guiding principles - where possible taking advantage of opportunities in the market to reposition as necessary. As spreads compressed throughout the year it shifted weight into more liquid investment grade securities, as well as safer high yield positions, maintaining a careful eye on the portfolio's weighting by risk tier. The Pender Corporate Bond Fund's duration still remains relatively short at 3.58 years, and when looking for investments, it continues to favour well covered securities.

Related Party Transactions

The Fund pays management and administration fees to the Manager for management and portfolio advisory services (see "Management Fees").

As at the end of the year, parties related to the Manager collectively held 4% of the Fund's units.

As part of the Fund's investment strategy, the Fund invests in Class O units of the Pender Corporate Bond Fund and the Pender Small Cap Opportunities Fund, mutual funds also managed by the Manager. The Fund does not pay any duplicate management fees on its investment in these mutual funds.

Management Fees

The Fund pays management and administration fees calculated as a percentage of the net asset value of each respective class. The Management Expense Ratio ("MER") before applicable taxes such as GST or HST for each class does not exceed certain levels as set out in the Fund's offering documents. The fees are calculated at the close of business on each valuation day and are paid monthly. In exchange for the administration fee, the Manager will pay the operating costs of the Fund.

Management fees are used by the Manager, in part, to pay sales commissions, trailer fees, marketing costs and other associated distribution costs relating to the sale of units of the Fund.

Such expenses represented approximately 23% of the management fees paid by the Fund to the Manager for the year.

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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 calendar years indicated.

Fund's Net Assets Per Unit (a)

	2021 (\$)	2020 (\$)	2019 (\$)	2018 (\$)	2017 (\$)
Class A					
Net Assets, beginning of year	13.42	12.90	11.09	12.89	12.77
Increase (decrease) from operations:					
Total revenue	0.47	0.48	0.38	0.32	0.32
Total expenses	(0.37)	(0.28)	(0.30)	(0.30)	(0.31)
Realized gains (losses)	1.04	0.26	0.39	0.31	0.77
Unrealized gains (losses)	1.26	0.05	1.47	(1.47)	(0.21)
Total increase (decrease) from operations (b)	2.40	0.51	1.94	(1.14)	0.57
Distributions:					
From income (excluding dividends)	(0.04)	(0.06)	(0.02)	-	-
From dividends	(0.05)	(0.14)	(0.08)	(0.03)	(0.04)
From capital gains	(0.87)	(0.09)	(0.01)	(0.61)	(0.43)
Return of capital	-	-	-	-	-
Total distributions (b), (c)	(0.96)	(0.29)	(0.11)	(0.64)	(0.47)
Net Assets, end of year	14.85	13.42	12.90	11.09	12.89

Class D					
Net Assets, beginning of year	11.51	11.00	9.44	11.14	10.61
Increase (decrease) from operations:					
Total revenue	0.42	0.43	0.32	0.29	0.26
Total expenses	(0.19)	(0.15)	(0.17)	(0.16)	(0.16)
Realized gains (losses)	1.08	0.27	0.43	0.09	0.51
Unrealized gains (losses)	0.09	(0.41)	1.08	(1.59)	(0.19)
Total increase (decrease) from operations (b)	1.40	0.14	1.66	(1.37)	0.42
Distributions:					
From income (excluding dividends)	(0.10)	(0.09)	(0.01)	-	-
From dividends	(0.13)	(0.18)	(0.14)	(0.12)	(0.05)
From capital gains	(0.63)	-	-	(0.65)	-
Return of capital	-	-	-	-	-
Total distributions (b), (c)	(0.86)	(0.27)	(0.15)	(0.77)	(0.05)
Net Assets, end of year	12.83	11.51	11.00	9.44	11.14

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Fund's Net Assets Per Unit (a) (cont'd)

	2021 (\$)	2020 (\$)	2019 (\$)	2018 (\$)	2017 (\$)
Class E					
Net Assets, beginning of year	11.04	10.74	10.00		
Increase (decrease) from operations:					
Total revenue	0.39	0.40	0.14		
Total expenses	(0.08)	(0.06)	0.05		
Realized gains (losses)	0.92	0.20	(0.15)		
Unrealized gains (losses)	0.64	0.46	1.11		
Total increase (decrease) from operations (b)	1.87	1.00	1.15		
Distributions:					
From income (excluding dividends)	(0.13)	(0.12)	(0.05)		
From dividends	(0.17)	(0.23)	(0.12)		
From capital gains	(0.82)	(0.18)	(0.02)		
Return of capital	-	-	-		
Total distributions (b), (c)	(1.12)	(0.53)	(0.19)		
Net Assets, end of year	12.11	11.04	10.74		
Class F					
Net Assets, beginning of year	13.70	13.09	11.26	13.03	12.79
Increase (decrease) from operations:					
Total revenue	0.51	0.49	0.38	0.31	0.33
Total expenses	(0.22)	(0.17)	(0.18)	(0.18)	(0.19)
Realized gains (losses)	0.99	0.24	0.44	0.49	0.82
Unrealized gains (losses)	1.19	0.08	1.52	(1.41)	(0.49)
Total increase (decrease) from operations (b)	2.47	0.64	2.16	(0.79)	0.47
Distributions:					
From income (excluding dividends)	(0.11)	(0.11)	(0.03)	-	-
From dividends	(0.16)	(0.22)	(0.20)	(0.12)	(0.11)
From capital gains	(0.39)	-	-	(0.60)	(0.39)
Return of capital	-	-	-	-	-
Total distributions (b), (c)	(0.66)	(0.33)	(0.23)	(0.72)	(0.50)
Net Assets, end of year	15.66	13.70	13.09	11.26	13.03
Class H					
Net Assets, beginning of year	9.78	9.54	8.22	9.67	10.00
Increase (decrease) from operations:					
Total revenue	0.35	0.36	0.29	0.27	0.12
Total expenses	(0.23)	(0.18)	(0.19)	(0.20)	(0.11)
Realized gains (losses)	0.82	0.16	0.21	0.05	0.42
Unrealized gains (losses)	0.57	0.20	0.95	(2.67)	(0.30)
Total increase (decrease) from operations (b)	1.51	0.54	1.26	(2.55)	0.13
Distributions:					
From income (excluding dividends)	(0.05)	(0.06)	(0.01)	-	-
From dividends	(0.06)	(0.13)	(0.10)	(0.17)	(0.04)
From capital gains	(0.71)	(0.19)	(0.01)	(0.45)	(0.43)
Return of capital	-	-	-	-	-
Total distributions (b), (c)	(0.82)	(0.38)	(0.12)	(0.62)	(0.47)
Net Assets, end of year	10.74	9.78	9.54	8.22	9.67

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Fund's Net Assets Per Unit (a) (cont'd)

	2021 (\$)	2020 (\$)	2019 (\$)	2018 (\$)	2017 (\$)
Class I					
Net Assets, beginning of year	10.11	9.67	8.30	9.68	10.00
Increase (decrease) from operations:					
Total revenue	0.36	0.36	0.28	0.26	0.12
Total expenses	(0.14)	(0.11)	(0.11)	(0.11)	(0.06)
Realized gains (losses)	0.94	0.18	0.34	(0.02)	0.42
Unrealized gains (losses)	(0.08)	(0.16)	1.13	(1.35)	(0.30)
Total increase (decrease) from operations (b)	1.08	0.27	1.64	(1.22)	0.18
Distributions:					
From income (excluding dividends)	(0.10)	(0.09)	(0.02)	-	-
From dividends	(0.12)	(0.17)	(0.15)	(0.16)	(0.07)
From capital gains	(0.62)	-	-	(0.46)	(0.43)
Return of capital	-	-	-	-	-
Total distributions (b), (c)	(0.84)	(0.26)	(0.17)	(0.62)	(0.50)
Net Assets, end of year	11.21	10.11	9.67	8.30	9.68

Class O					
Net Assets, beginning of year	11.90	11.61	10.00	11.62	11.50
Increase (decrease) from operations:					
Total revenue	0.42	0.43	0.35	0.29	0.29
Total expenses	(0.02)	(0.02)	(0.02)	(0.01)	(0.01)
Realized gains (losses)	0.91	0.24	0.32	0.28	0.70
Unrealized gains (losses)	1.12	0.37	1.32	(1.34)	(0.17)
Total increase (decrease) from operations (b)	2.43	1.02	1.97	(0.78)	0.81
Distributions:					
From income (excluding dividends)	(0.17)	(0.14)	(0.04)	-	-
From dividends	(0.22)	(0.29)	(0.30)	(0.28)	(0.17)
From capital gains	(0.88)	(0.23)	(0.02)	(0.55)	(0.51)
Return of capital	-	-	-	-	-
Total distributions (b), (c)	(1.27)	(0.66)	(0.36)	(0.83)	(0.68)
Net Assets, end of year	13.06	11.90	11.61	10.00	11.62

(a) This information is derived from the Fund's audited annual financial statements as at December 31 for the year stated, prepared under International Financial Reporting Standards.

(b) Net assets per unit and distributions per unit are based on the actual number of units for the relevant Fund class outstanding at the relevant time. The increase/decrease from operations is based on the weighted average number of units outstanding during the year.

(c) Distributions were paid in cash and/or reinvested in additional units of the Fund.

Ratios and Supplemental Data

	2021	2020	2019	2018	2017
Class A					
Total net asset value (\$000s) (a)	7,682	6,228	7,665	8,503	9,828
Number of units outstanding (a)	517,175	464,069	594,180	766,481	762,169
Management expense ratio (b)	2.28%	2.25%	2.25%	2.25%	2.25%
Management expense ratio before absorptions (c)	2.28%	2.25%	2.25%	2.25%	2.25%
Trading expense ratio (d)	0.05%	0.05%	0.10%	0.05%	0.04%
Portfolio turnover rate (e)	21.88%	20.03%	48.55%	27.29%	32.55%
Net asset value per unit (\$) (a)	14.85	13.42	12.90	11.09	12.89

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Ratios and Supplemental Data (cont'd)

	2021	2020	2019	2018	2017
Class D					
Total net asset value (\$000s) (a)	163	33	22	36	20
Number of units outstanding (a)	12,704	2,842	1,974	3,771	1,776
Management expense ratio (b)	1.31%	1.38%	1.50%	1.50%	1.50%
Management expense ratio before absorptions (c)	1.31%	1.38%	1.50%	1.50%	1.50%
Trading expense ratio (d)	0.05%	0.05%	0.10%	0.05%	0.04%
Portfolio turnover rate (e)	21.88%	20.03%	48.55%	27.29%	32.55%
Net asset value per unit (\$) (a)	12.83	11.51	11.00	9.44	11.14
Class E					
Total net asset value (\$000s) (a)	186	97	76		
Number of units outstanding (a)	15,333	8,747	7,067		
Management expense ratio (b)	0.51%	0.50%	0.50%		
Management expense ratio before absorptions (c)	0.51%	0.50%	0.50%		
Trading expense ratio (d)	0.05%	0.05%	0.10%		
Portfolio turnover rate (e)	21.88%	20.03%	48.55%		
Net asset value per unit (\$) (a)	12.11	11.04	10.74		
Class F					
Total net asset value (\$000s) (a)	5,309	2,368	3,287	4,376	11,419
Number of units outstanding (a)	339,050	172,852	251,027	388,736	876,675
Management expense ratio (b)	1.26%	1.25%	1.25%	1.25%	1.25%
Management expense ratio before absorptions (c)	1.26%	1.25%	1.25%	1.25%	1.25%
Trading expense ratio (d)	0.05%	0.05%	0.10%	0.05%	0.04%
Portfolio turnover rate (e)	21.88%	20.03%	48.55%	27.29%	32.55%
Net asset value per unit (\$) (a)	15.66	13.70	13.09	11.26	13.03
Class H					
Total net asset value (\$000s) (a)	1,463	868	582	206	5
Number of units outstanding (a)	136,308	88,736	61,011	25,026	524
Management expense ratio (b)	1.97%	1.95%	1.95%	1.95%	1.95%
Management expense ratio before absorptions (c)	1.97%	1.95%	1.95%	1.95%	1.95%
Trading expense ratio (d)	0.05%	0.05%	0.10%	0.05%	0.04%
Portfolio turnover rate (e)	21.88%	20.03%	48.55%	27.29%	32.55%
Net asset value per unit (\$) (a)	10.74	9.78	9.54	8.22	9.67
Class I					
Total net asset value (\$000s) (a)	5,878	906	964	1,317	5
Number of units outstanding (a)	524,418	89,621	99,659	158,686	526
Management expense ratio (b)	1.10%	1.10%	1.10%	1.10%	1.10%
Management expense ratio before absorptions (c)	1.10%	1.10%	1.10%	1.10%	1.10%
Trading expense ratio (d)	0.05%	0.05%	0.10%	0.05%	0.04%
Portfolio turnover rate (e)	21.88%	20.03%	48.55%	27.29%	32.55%
Net asset value per unit (\$) (a)	11.21	10.11	9.67	8.30	9.68

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Ratios and Supplemental Data (cont'd)

	2021	2020	2019	2018	2017
Class O					
Total net asset value (\$000s) (a)	9	8	7	6	6
Number of units outstanding (a)	714	649	610	591	546
Management expense ratio (b)	0.00%	0.00%	0.00%	0.00%	0.00%
Management expense ratio before absorptions (c)	0.00%	0.00%	0.00%	0.00%	0.00%
Trading expense ratio (d)	0.05%	0.05%	0.10%	0.05%	0.04%
Portfolio turnover rate (e)	21.88%	20.03%	48.55%	27.29%	32.55%
Net asset value per unit (\$) (a)	13.06	11.90	11.61	10.00	11.62

(a) This information is derived from the Fund's audited annual financial statements as at December 31 for the year stated, prepared under International Financial Reporting Standards.

(b) Management expense ratio ("MER") is based on total expenses (excluding commissions and other portfolio transaction costs) for the year and is expressed as an annualized percentage of daily average net asset value during the year. The MER may vary from one class of units to another because of differences in the applicable management fees and certain fees and expenses may have been absorbed by the Manager which would otherwise be reflected in the Fund.

(c) The Manager of the Fund has agreed to absorb sufficient expenses of the Fund, as necessary, such that the annual MER before applicable taxes such as GST or HST will not exceed certain limits as outlined in the Fund's Simplified Prospectus. The amount of expenses absorbed is at the discretion of the Manager as set out in the Fund's Simplified Prospectus, and the Manager may in its sole discretion cease to absorb expenses.

(d) 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 year.

(e) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser 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. In general, 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.

Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

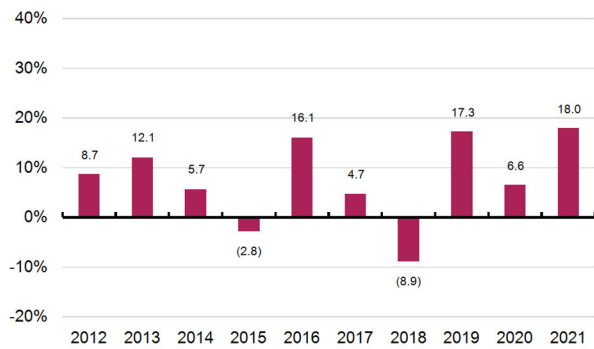
Past Performance

The following charts show the past performance for the units of each class of the Fund and do not necessarily indicate how the Fund will perform in the future. The information shown assumes that any distributions made by the Fund were reinvested in additional units of the Fund. Returns would be different if an investor did not reinvest distributions. In addition, the information does not take into account sales, redemptions, income taxes payable or other charges that would have reduced returns or performance.

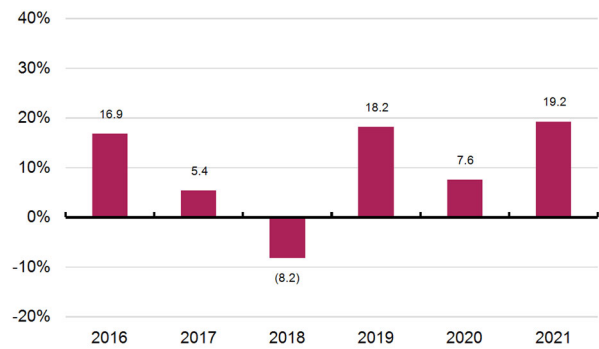
Year-by-Year Returns

To illustrate how the Fund's performance has varied over time, the following bar charts show the annual returns for the calendar years indicated. The information is presented starting from the first full financial year of the respective Fund class. In percentage terms, the bar charts show how much an investment held on the first day of the year would have increased or decreased by the last day of the year.

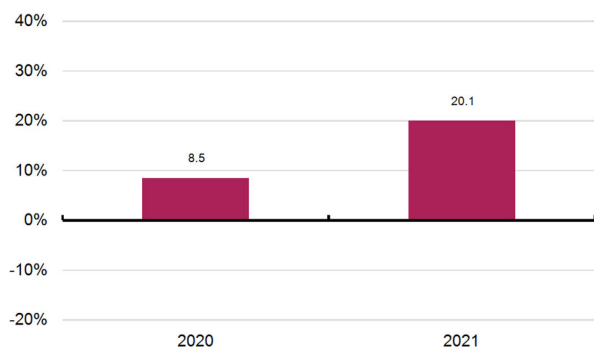
Class A



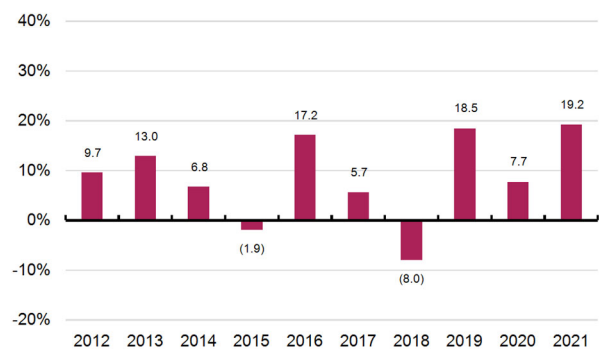
Class D



Class E



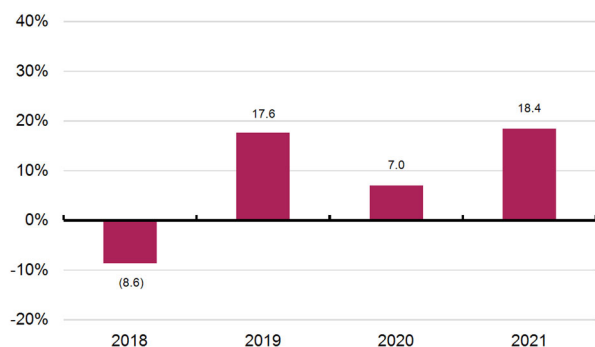
Class F



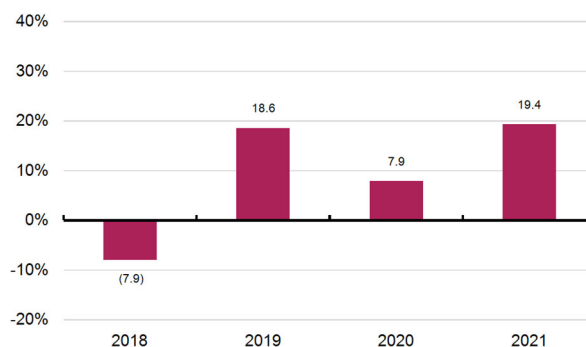
Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

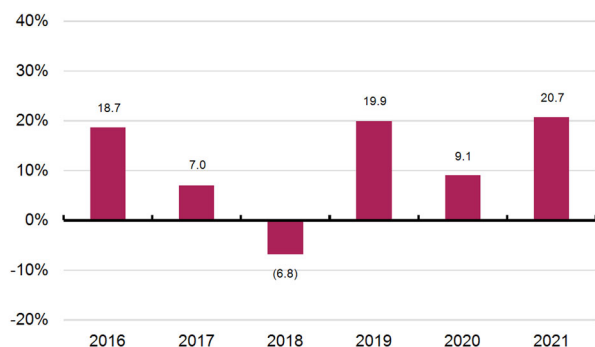
Class H



Class I



Class O



Annual Compound Returns

The annual compound returns table compares the Fund's performance to one or more benchmarks. Benchmarks are usually an index or a composite of more than one index. An index is generally made up of a group of securities. Since the Fund does not necessarily invest in the same securities as an index or in the same proportion, the Fund's performance is not expected to equal the performance of the index. Fund returns are reported net of all management fees and expenses (Prior to June 30, 2021, the Fund's MER was inclusive of applicable taxes such as GST or HST), for all classes, unlike the returns of the Fund's benchmark, which is based on the performance of an index that does not pay fees or incur expenses. It may be more helpful to compare the Fund's performance to that of other mutual funds with similar objectives and investment disciplines.

The Fund's broad-based benchmark is S&P/TSX Composite Index. The S&P/TSX is the headline index for the Canadian equity market. With approximately 95% coverage of the Canadian equities market, it is the primary gauge for Canadian-based, Toronto Stock Exchange listed companies.

The Fund's blended benchmark is 50% FTSE TMX Canada Bond Universe, 35% S&P/TSX and 15% S&P 500 Index in Canadian dollars. The FTSE TMX Canada Bond Universe is the broadest and most widely used measure of performance of marketable government and corporate bonds outstanding in the Canadian market. The S&P 500 includes 500 leading companies listed on the NASDAQ and NYSE and captures approximately 80% coverage of available market capitalization. We have included this comparison, which more closely reflects the asset classes in which the Fund invests, to provide a more useful comparison to the performance of the Fund.

A discussion of the performance of the Fund as compared to its benchmarks is found in the "Results of Operations" section of this report.

Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

	Inception Date	1 Year (%)	3 Year (%)	5 Year (%)	10 Year (%)	Since Inception (%)
Class A	24-Nov-10	18.0	13.9	7.1	15.3	6.8
S&P/TSX		25.2	17.5	10.1	19.1	7.7
Blended benchmark		11.0	11.8	7.9	16.1	7.3
Class D	30-Jun-15	19.2	14.9	7.9	-	8.0
S&P/TSX		25.2	17.5	10.1	-	9.2
Blended benchmark		11.0	11.8	7.9	-	7.3
Class E	30-Aug-19	20.1	-	-	-	16.3
S&P/TSX		25.2	-	-	-	15.0
Blended benchmark		11.0	-	-	-	9.6
Class F	24-Nov-10	19.2	15.0	8.1	17.6	7.8
S&P/TSX		25.2	17.5	10.1	19.1	7.7
Blended benchmark		11.0	11.8	7.9	16.1	7.3
Class H	30-Jun-17	18.4	14.2	-	-	7.4
S&P/TSX		25.2	17.5	-	-	11.0
Blended benchmark		11.0	11.8	-	-	8.2
Class I	30-Jun-17	19.4	15.2	-	-	8.3
S&P/TSX		25.2	17.5	-	-	11.0
Blended benchmark		11.0	11.8	-	-	8.2
Class O	31-Dec-15	20.7	16.5	9.5	-	11.0
S&P/TSX		25.2	17.5	10.1	-	11.8
Blended benchmark		11.0	11.8	7.9	-	8.1

Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

Summary of Investment Portfolio

The largest holdings of the Fund as at the end of the year and the major asset classes in which the Fund was invested are indicated below. Where the Fund has less than 25 holdings, the table will show the Fund's entire investment portfolio. The investment portfolio may change due to ongoing portfolio transactions. An update of the Fund's summary of investment portfolio as at the end of each calendar quarter is available from the Manager. Please see the front page of this document for information about how this can be obtained

Top 25 Holdings

	% of Net Assets
Pender Corporate Bond Fund, Class 'O'	39.5
Pender Small Cap Opportunities Fund, Class 'O'	7.2
Brookfield Asset Management Inc., Class 'A'	5.3
KKR & Co. Inc.	4.7
Onex Corporation	3.0
Burford Capital Limited	2.9
ARC Resources Ltd.	2.8
Information Services Corporation, Class 'A'	2.7
Northrop Grumman Corporation	2.7
Richards Packaging Income Fund	2.4
CCL Industries Inc., Class 'B'	2.2
Fiera Capital Corporation	2.2
Kennedy-Wilson Holdings, Inc.	2.2
Altius Renewable Royalties Corp.	2.0
Exor N.V.	2.0
Baidu, Inc., ADR	1.8
SS&C Technologies Holdings, Inc.	1.8
Exchange Income Corporation	1.7
Nintendo Co. Ltd., ADR	1.7
Starwood Property Trust, Inc.	1.6
Spartan Delta Corp.	1.3
Alibaba Group Holding Limited, ADR	1.2
Texas Pacific Land Corporation	1.1
MicroStrategy Incorporated, Class 'A'	1.0
Corus Entertainment Inc., Class 'B'	0.9

Composition of the Portfolio

	% of Net Assets
Mutual Funds	
Pender Corporate Bond Fund, Class 'O'	39.5
Pender Small Cap Opportunities Fund, Class 'O'	7.2
Total mutual funds	46.7
Equities	
Diversified financials	21.7
Industrials	5.2
Energy	5.1
Real estate	4.9
Materials	4.5
Communication services	4.5
Information technology	2.8
Utilities	2.0

Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

Composition of the Portfolio (cont'd)

	% of Net Assets
Equities (cont'd)	
Consumer discretionary	1.2
Consumer staples	0.3
Total equities	52.2
Warrants	0.0
Total investments	98.9
Cash	1.4
Other assets less liabilities	(0.3)
Total net assets	100.0

Pender Strategic Growth and Income Fund

For the year ended December 31, 2021

Caution Regarding Forward-Looking Statements

This report contains forward-looking statements about the Fund, including its strategy, prospects and further actions. 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 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 projections about future events and are inherently subject to risks, uncertainties and assumptions about the Fund and economic factors, among other things.

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. 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; pandemics 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, except as may be required under applicable law, the Manager 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.



Pender Strategic Growth and Income Fund

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