

# **Pender Small Cap Opportunities Fund**

Six months ended June 30, 2024

## Semi-Annual Management Report of Fund Performance

This interim Management Report of Fund Performance contains financial highlights but does not contain either the interim financial statements or annual financial statements of the investment fund. You may obtain a copy of the interim financial statements or 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](http://www.penderfund.com) or the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca).

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.

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

---

## MANAGEMENT DISCUSSION OF FUND PERFORMANCE

### Results of Operations

The net assets of the Pender Small Cap Opportunities Fund (the “Fund”) were \$328,290,643 as at June 30, 2024 versus \$246,273,105 as at December 31, 2023. Of this \$82,017,538 increase, \$60,347,066 is attributable to positive investment performance and \$21,670,472 is attributable to net unitholder purchases of Fund units (including \$16,055,882 of units issued from the merger described below).

For the six months ended June 30, 2024 (the “period”), Class A units of the Fund generated a total return of 23.7%. 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 6.1% during the period. 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.

As at the end of the period, the Fund was 91.8% invested in Canada and 12.1% in the United States and had a bank overdraft of 3.9%. The Fund’s investment portfolio is concentrated and not diversified in the conventional sense. The Fund’s top 10 holdings account for 48.2% of the Fund’s net assets at the end of the period. This concentration may lead to varied results over any given period.

The overall sector exposure of the Fund is determined by stock selection decisions and may shift from time to time. As at June 30, 2024 we were weighted toward holdings in the Information Technology, Health Care, and Industrials sectors because, currently, those are the sectors where we believe we are finding the best investment opportunities and, equally important, because they contain businesses for which we are best equipped to assess value. These top three sectors accounted for 71.9% of the Fund at the end of the period.

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 period. Please read the caution regarding forward-looking statements located on the last page of this document.

The Fund’s outperformance as compared to its benchmark was mainly due to an underweight in the Communication Services sector, and an overweight in the Health Care sector. We do not actively manage sector weightings in the Fund, rather, our sector weightings are determined by individual stock selection through a bottom-up fundamental investment process. We seek to own stocks where our estimated range for the long-term intrinsic value of the business is higher than the current share price.

Key positive individual contributors to the Fund’s performance for the first half of the year included Copperleaf Technologies Inc., TerraVest Industries Inc., and Sangoma Technologies Corporation. Conversely, ATD New Holdings Inc., Dye & Durham Limited, and Chesswood Group Limited were among the largest detractors.

Portfolio transactions during the first half of the year were made based on our stock selection process. In general, we increased weightings of individual stocks where we determined the price relative to our estimate of intrinsic value had increased and decreased the weightings of companies that offered a less attractive return profile. We are constantly looking for new investment ideas and examples of new investments during the first half of the year included kneat.com, 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 first half of the year, we sold our positions in Aritzia Inc. and Nova Cannabis Inc. as well as a few other holdings. The market volatility has allowed us to be selective, adding companies to the portfolio that we believe to be high quality and present opportunities to compound for many years.

### Recent Developments

Financial markets remained buoyant through the first half of 2024, underpinned by a resilient economic backdrop and continued cooling of inflationary trends. Against this backdrop, investor confidence grew that the Federal Reserve’s battle with inflation is behind us, giving visibility to a pivot in monetary policy towards cutting interest rates in the second half of 2024. Highlighting this positive investor sentiment, we saw benchmark equity indexes rally to fresh highs, while credit spreads tightened to well below 30-year averages in fixed income markets.

One of the key themes for equity markets that continued in the first half of 2024, was the narrow leadership, concentrated in a handful of mega-cap technology companies, that has driven equity markets to new highs. While we don’t invest in a broad-based index, we have remained consistent with our investment philosophy and process that has delivered the long-term results.

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

---

We remained vigilant in our analysis to identify trends that align with how the world is evolving and to allocate capital to companies that have attractive growth opportunities and tailwinds to their business fundamentals that are still mispriced by the market. This analysis applied consistently to small-cap companies offers a compelling opportunity set as we believe these companies are under-followed and under-appreciated.

We continued to manage a concentrated portfolio of investments, only needing to hold a relatively small number of great companies purchased at reasonable prices to drive the performance of the Fund. We will continue to upgrade the quality of the portfolio into our best ideas, those that we think could benefit from the tailwinds caused by changes in behaviors, potential disruption and that trade at significant discounts to intrinsic values.

## **Independent Review Committee ("IRC") Appointments & Resignations**

Effective March 4, 2024, John Webster stepped down from the Independent Review Committee and John DeLucchi joined the Independent Review Committee.

## **Fund Merger**

On June 28, 2024, the Pender Small/Mid Cap Dividend Fund was merged into the Fund. The two funds were both managed by the Manager, had the similar investment objective of achieving capital growth over the long term and both invest in businesses in similar geographic areas. However, the Fund's investment objective does allow for investment in foreign jurisdictions. Net assets of \$16,055,882 were acquired by the Pender Small Cap Opportunities Fund from the Pender Small/Mid Cap Dividend Fund.

## **Related Party Transactions**

The Fund pays management and administration fees to the Manager for management and portfolio advisory services (see "Management Fees"). The Fund also pays the Manager performance fees in certain circumstances (see "Performance Fees").

As at the end of the period, parties related to the Manager collectively held 2% of the Fund's units. In addition, the Pender Partners Fund and Pender Strategic Growth and Income Fund, funds also managed by the Manager, collectively held 2% of the Fund's outstanding units.

## **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 pays 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 18% of the management fees paid by the Fund to the Manager for the period.

## **Performance Fees**

The Manager is also entitled to a performance fee plus applicable taxes such as GST or HST in respect of Class B, Class G, Class M and Class O units of the Fund. The performance fee is equal to 20% of the amount by which Class B, Class G and Class M units outperform the S&P/TSX Composite Index, subject to a relative high-water mark. The high-water mark is the net asset value of the applicable class of units to which it applies as at the most recent determination date on which a performance fee was payable. For Class O units, the performance fee is or will be separately negotiated and charged directly to Class O Unitholders, as applicable. Performance fees will be calculated and accrued weekly, and such accrued fees will be payable by the Fund at the end of each year. The Manager has reserved the right to change the year for which any performance fee may be paid by a Fund. The Manager, at its discretion, may reduce or waive performance fees.

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

## 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 period and calendar years indicated.

### Fund's Net Assets Per Unit (a)

	2024 (\$)	2023 (\$)	2022 (\$)	2021 (\$)	2020 (\$)	2019 (\$)
<b>Class A</b>						
Net Assets, beginning of period	25.46	24.24	34.25	34.51	23.84	22.77
<b>Increase (decrease) from operations:</b>						
Total revenue	0.08	0.62	0.32	0.49	0.49	0.45
Total expenses	(0.40)	(0.69)	(0.74)	(1.13)	(0.63)	(0.68)
Realized gains (losses)	0.40	(1.87)	(0.60)	10.84	0.85	1.97
Unrealized gains (losses)	5.99	3.00	(9.26)	(1.53)	8.11	2.59
<b>Total increase (decrease) from operations (b)</b>	<b>6.07</b>	<b>1.06</b>	<b>(10.28)</b>	<b>8.67</b>	<b>8.82</b>	<b>4.33</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-	-	-
From dividends	-	-	-	-	-	-
From capital gains	-	-	-	(8.54)	-	(3.15)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(8.54)</b>	<b>-</b>	<b>(3.15)</b>
<b>Net Assets, end of period</b>	<b>31.51</b>	<b>25.46</b>	<b>24.24</b>	<b>34.25</b>	<b>34.51</b>	<b>23.84</b>
<b>Class B</b>						
Net Assets, beginning of period	9.39	8.94	12.63	12.02	8.77	8.59
<b>Increase (decrease) from operations:</b>						
Total revenue	0.03	0.23	0.12	0.17	0.18	0.18
Total expenses	(0.15)	(0.25)	(0.27)	(0.41)	(0.84)	(0.26)
Realized gains (losses)	0.15	(0.67)	(0.19)	3.64	0.35	0.70
Unrealized gains (losses)	2.19	1.09	(3.56)	(0.84)	3.64	0.67
<b>Total increase (decrease) from operations (b)</b>	<b>2.22</b>	<b>0.40</b>	<b>(3.90)</b>	<b>2.56</b>	<b>3.33</b>	<b>1.29</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-	-	-
From dividends	-	-	-	-	-	-
From capital gains	-	-	-	(2.20)	-	(1.41)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(2.20)</b>	<b>-</b>	<b>(1.41)</b>
<b>Net Assets, end of period</b>	<b>11.62</b>	<b>9.39</b>	<b>8.94</b>	<b>12.63</b>	<b>12.02</b>	<b>8.77</b>

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

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

	2024 (\$)	2023 (\$)	2022 (\$)	2021 (\$)	2020 (\$)	2019 (\$)
<b>Class E</b>						
Net Assets, beginning of period	11.08	10.50	14.52	14.81	10.03	10.00
<b>Increase (decrease) from operations:</b>						
Total revenue	0.03	0.27	0.14	0.22	0.21	0.08
Total expenses	(0.05)	(0.08)	(0.07)	(0.12)	(0.07)	0.03
Realized gains (losses)	0.18	(0.95)	(0.19)	4.64	0.41	0.08
Unrealized gains (losses)	2.59	1.39	(3.85)	(0.98)	4.44	1.80
<b>Total increase (decrease) from operations (b)</b>	<b>2.75</b>	<b>0.63</b>	<b>(3.97)</b>	<b>3.76</b>	<b>4.99</b>	<b>1.99</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-	-	-
From dividends	-	(0.18)	-	-	-	-
From capital gains	-	-	-	(4.20)	-	(1.24)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>(0.18)</b>	<b>-</b>	<b>(4.20)</b>	<b>-</b>	<b>(1.24)</b>
<b>Net Assets, end of period</b>	<b>13.86</b>	<b>11.08</b>	<b>10.50</b>	<b>14.52</b>	<b>14.81</b>	<b>10.03</b>
<b>Class F</b>						
Net Assets, beginning of period	26.45	25.08	35.07	35.17	24.06	22.75
<b>Increase (decrease) from operations:</b>						
Total revenue	0.08	0.63	0.34	0.51	0.50	0.45
Total expenses	(0.23)	(0.40)	(0.41)	(0.64)	(0.36)	(0.39)
Realized gains (losses)	0.42	(2.02)	(0.48)	11.12	0.85	1.97
Unrealized gains (losses)	6.21	3.35	(9.48)	(1.58)	8.84	2.64
<b>Total increase (decrease) from operations (b)</b>	<b>6.48</b>	<b>1.56</b>	<b>(10.03)</b>	<b>9.41</b>	<b>9.83</b>	<b>4.67</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	(0.04)	-	-	-	-
From dividends	-	(0.13)	-	-	-	-
From capital gains	-	-	-	(8.98)	-	(3.18)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>(0.17)</b>	<b>-</b>	<b>(8.98)</b>	<b>-</b>	<b>(3.18)</b>
<b>Net Assets, end of period</b>	<b>32.90</b>	<b>26.45</b>	<b>25.08</b>	<b>35.07</b>	<b>35.17</b>	<b>24.06</b>
<b>Class G</b>						
Net Assets, beginning of period	9.65	9.15	12.81	12.54	9.12	8.64
<b>Increase (decrease) from operations:</b>						
Total revenue	0.03	0.23	0.13	0.18	0.19	0.18
Total expenses	(0.10)	(0.16)	(0.17)	(0.27)	(0.91)	(0.16)
Realized gains (losses)	0.15	(0.79)	(0.17)	3.74	0.41	0.78
Unrealized gains (losses)	2.24	1.22	(3.20)	(1.23)	4.08	0.48
<b>Total increase (decrease) from operations (b)</b>	<b>2.32</b>	<b>0.50</b>	<b>(3.41)</b>	<b>2.42</b>	<b>3.77</b>	<b>1.28</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-	-	-
From dividends	-	(0.07)	-	-	-	-
From capital gains	-	-	-	(2.78)	-	(1.22)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>(0.07)</b>	<b>-</b>	<b>(2.78)</b>	<b>-</b>	<b>(1.22)</b>
<b>Net Assets, end of period</b>	<b>12.00</b>	<b>9.65</b>	<b>9.15</b>	<b>12.81</b>	<b>12.54</b>	<b>9.12</b>

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

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

	2024	2023	2022	2021	2020	2019
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
<b>Class H</b>						
Net Assets, beginning of period	-					
<b>Increase (decrease) from operations:</b>						
Total revenue	-					
Total expenses	-					
Realized gains (losses)	-					
Unrealized gains (losses)	-					
<b>Total increase (decrease) from operations (b)</b>	-					
<b>Distributions:</b>						
From income (excluding dividends)	-					
From dividends	-					
From capital gains	-					
Return of capital	-					
<b>Total distributions (b), (c)</b>	-					
<b>Net Assets, end of period</b>	<b>10.00</b>					
<b>Class I</b>						
Net Assets, beginning of period	12.44	11.79	16.40	16.61	11.34	10.74
<b>Increase (decrease) from operations:</b>						
Total revenue	0.04	0.30	0.16	0.24	0.24	0.22
Total expenses	(0.11)	(0.19)	(0.19)	(0.30)	(0.17)	(0.18)
Realized gains (losses)	0.19	(0.97)	(0.23)	5.22	0.45	0.93
Unrealized gains (losses)	2.93	1.62	(4.55)	(0.79)	4.72	1.15
<b>Total increase (decrease) from operations (b)</b>	<b>3.05</b>	<b>0.76</b>	<b>(4.81)</b>	<b>4.37</b>	<b>5.24</b>	<b>2.12</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	(0.01)	-	-	-	-
From dividends	-	(0.09)	-	-	-	-
From capital gains	-	-	-	(4.42)	-	(1.53)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	-	<b>(0.10)</b>	-	<b>(4.42)</b>	-	<b>(1.53)</b>
<b>Net Assets, end of period</b>	<b>15.48</b>	<b>12.44</b>	<b>11.79</b>	<b>16.40</b>	<b>16.61</b>	<b>11.34</b>
<b>Class M</b>						
Net Assets, beginning of period	5.75	5.47	7.60	10.00		
<b>Increase (decrease) from operations:</b>						
Total revenue	0.02	0.13	0.08	0.12		
Total expenses	(0.04)	(0.07)	(0.07)	(0.07)		
Realized gains (losses)	0.09	(0.52)	(0.09)	1.16		
Unrealized gains (losses)	1.29	0.97	(1.74)	(2.69)		
<b>Total increase (decrease) from operations (b)</b>	<b>1.36</b>	<b>0.51</b>	<b>(1.82)</b>	<b>(1.48)</b>		
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-		
From dividends	-	(0.08)	-	-		
From capital gains	-	-	-	(2.31)		
Return of capital	-	-	-	-		
<b>Total distributions (b), (c)</b>	-	<b>(0.08)</b>	-	<b>(2.31)</b>		
<b>Net Assets, end of period</b>	<b>7.18</b>	<b>5.75</b>	<b>5.47</b>	<b>7.60</b>		

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

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

	2024 (\$)	2023 (\$)	2022 (\$)	2021 (\$)	2020 (\$)	2019 (\$)
<b>Class N</b>						
Net Assets, beginning of period	15.09	14.14	19.68	15.55	10.58	9.94
<b>Increase (decrease) from operations:</b>						
Total revenue	0.05	0.35	0.17	0.19	0.20	0.20
Total expenses	(0.11)	(0.18)	(0.19)	(0.21)	(0.12)	(0.13)
Realized gains (losses)	0.24	(0.37)	(0.44)	5.79	(0.42)	0.90
Unrealized gains (losses)	3.53	1.64	(8.16)	6.35	(2.12)	0.88
<b>Total increase (decrease) from operations (b)</b>	<b>3.71</b>	<b>1.44</b>	<b>(8.62)</b>	<b>12.12</b>	<b>(2.46)</b>	<b>1.85</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-	-	-
From dividends	-	-	-	-	-	-
From capital gains	-	-	-	-	-	(1.38)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1.38)</b>
<b>Net Assets, end of period</b>	<b>18.82</b>	<b>15.09</b>	<b>14.14</b>	<b>19.68</b>	<b>15.55</b>	<b>10.58</b>
<b>Class O</b>						
Net Assets, beginning of period	27.12	25.68	35.27	35.97	24.23	22.60
<b>Increase (decrease) from operations:</b>						
Total revenue	0.08	0.64	0.32	0.53	0.52	0.46
Total expenses	(0.03)	(0.05)	(0.02)	(0.07)	(0.05)	(0.05)
Realized gains (losses)	0.43	(1.97)	(0.40)	11.06	0.97	2.01
Unrealized gains (losses)	6.37	3.39	(10.34)	(3.52)	10.98	2.50
<b>Total increase (decrease) from operations (b)</b>	<b>6.85</b>	<b>2.01</b>	<b>(10.44)</b>	<b>8.00</b>	<b>12.42</b>	<b>4.92</b>
<b>Distributions:</b>						
From income (excluding dividends)	-	-	-	-	-	-
From dividends	-	(0.58)	-	-	-	(0.01)
From capital gains	-	-	-	(10.45)	-	(3.22)
Return of capital	-	-	-	-	-	-
<b>Total distributions (b), (c)</b>	<b>-</b>	<b>(0.58)</b>	<b>-</b>	<b>(10.45)</b>	<b>-</b>	<b>(3.23)</b>
<b>Net Assets, end of period</b>	<b>34.00</b>	<b>27.12</b>	<b>25.68</b>	<b>35.27</b>	<b>35.97</b>	<b>24.23</b>

(a) This information is derived from the Fund's unaudited semi-annual financial statements as at June 30 and audited annual financial statements as at December 31 for the period stated, prepared under IFRS Accounting Standards. Class H commenced operations on June 28, 2024.

(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 period.

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

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

## Ratios and Supplemental Data

	2024	2023	2022	2021	2020	2019
<b>Class A</b>						
Total net asset value (\$000s) (a)	20,758	17,506	20,765	37,416	32,406	28,866
Number of units outstanding (a)	658,796	687,439	856,700	1,092,309	939,040	1,210,774
Management expense ratio (b)	2.63%	2.64%	2.64%	2.56%	2.50%	2.50%
Management expense ratio before absorptions (c)	2.63%	2.64%	2.64%	2.56%	2.50%	2.50%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	31.51	25.46	24.24	34.25	34.51	23.84
<b>Class B</b>						
Total net asset value (\$000s) (a)	11,883	10,306	14,496	26,051	17,135	11,045
Number of units outstanding (a)	1,022,665	1,097,296	1,621,516	2,062,223	1,425,182	1,259,935
Management expense ratio before performance fee (b)	2.65%	2.64%	2.63%	2.73%	2.47%	2.50%
Management expense ratio (b)	2.65%	2.64%	2.63%	2.73%	9.53%	2.50%
Management expense ratio before absorptions (c)	2.65%	2.64%	2.63%	2.73%	9.53%	2.50%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	11.62	9.39	8.94	12.63	12.02	8.77
<b>Class E</b>						
Total net asset value (\$000s) (a)	5,256	3,038	2,660	3,513	2,500	1,459
Number of units outstanding (a)	379,317	274,103	253,401	241,879	168,853	145,477
Management expense ratio (b)	0.53%	0.54%	0.53%	0.52%	0.50%	0.50%
Management expense ratio before absorptions (c)	0.53%	0.54%	0.53%	0.52%	0.50%	0.50%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	13.86	11.08	10.50	14.52	14.81	10.03
<b>Class F</b>						
Total net asset value (\$000s) (a)	85,294	68,427	70,143	97,457	85,903	72,427
Number of units outstanding (a)	2,592,705	2,587,121	2,797,179	2,779,227	2,442,676	3,011,004
Management expense ratio (b)	1.59%	1.59%	1.59%	1.54%	1.50%	1.50%
Management expense ratio before absorptions (c)	1.59%	1.59%	1.59%	1.54%	1.50%	1.50%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	32.90	26.45	25.08	35.07	35.17	24.06
<b>Class G</b>						
Total net asset value (\$000s) (a)	141,272	105,876	93,762	99,607	44,524	24,602
Number of units outstanding (a)	11,774,933	10,976,834	10,249,347	7,774,891	3,550,898	2,697,149
Management expense ratio before performance fee (b)	1.57%	1.59%	1.58%	1.65%	1.47%	1.50%
Management expense ratio (b)	1.57%	1.59%	1.58%	1.65%	9.81%	1.50%
Management expense ratio before absorptions (c)	1.57%	1.59%	1.58%	1.65%	9.82%	1.50%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	12.00	9.65	9.15	12.81	12.54	9.12



# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

## Ratios and Supplemental Data (cont'd)

	2024	2023	2022	2021	2020	2019
<b>Class H</b>						
Total net asset value (\$000s) (a)	2,104					
Number of units outstanding (a)	210,436					
Management expense ratio before performance fee (b)	2.27%					
Management expense ratio (b)	2.27%					
Management expense ratio before absorptions (c)	2.27%					
Trading expense ratio (d)	0.19%					
Portfolio turnover rate (e)	16.24%					
Net asset value per unit (\$) (a)	10.00					
<b>Class I</b>						
Total net asset value (\$000s) (a)	19,975	16,817	16,872	23,048	19,221	13,327
Number of units outstanding (a)	1,290,054	1,351,996	1,430,710	1,405,165	1,157,501	1,174,990
Management expense ratio (b)	1.42%	1.43%	1.44%	1.38%	1.35%	1.35%
Management expense ratio before absorptions (c)	1.42%	1.43%	1.44%	1.38%	1.35%	1.35%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	15.48	12.44	11.79	16.40	16.61	11.34
<b>Class M</b>						
Total net asset value (\$000s) (a)	25,791	14,113	10,186	9,643		
Number of units outstanding (a)	3,593,878	2,452,358	1,863,319	1,268,907		
Management expense ratio before performance fee (b)	1.07%	1.10%	1.00%	1.00%		
Management expense ratio (b)	1.07%	1.10%	1.00%	1.00%		
Management expense ratio before absorptions (c)	1.07%	1.10%	1.00%	1.00%		
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%		
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%		
Net asset value per unit (\$) (a)	7.18	5.75	5.47	7.60		
<b>Class N</b>						
Total net asset value (\$000s) (a)	21	20	96	613	5,608	40,784
Number of units outstanding (a)	1,136	1,330	6,759	31,166	360,632	3,853,598
Management expense ratio (b)	1.07%	1.09%	1.08%	1.01%	1.00%	1.00%
Management expense ratio before absorptions (c)	1.07%	1.09%	1.08%	1.01%	1.00%	1.00%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	18.82	15.09	14.14	19.68	15.55	10.58

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

## Ratios and Supplemental Data (cont'd)

	2024	2023	2022	2021	2020	2019
<b>Class O</b>						
Total net asset value (\$000s) (a)	15,935	10,171	9,829	27,608	13,989	8,412
Number of units outstanding (a)	468,655	374,998	382,752	782,730	388,863	347,146
Management expense ratio (b)	0.00%	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%	0.00%
Trading expense ratio (d)	0.19%	0.19%	0.13%	0.19%	0.23%	0.22%
Portfolio turnover rate (e)	16.24%	23.73%	38.96%	61.47%	63.01%	55.99%
Net asset value per unit (\$) (a)	34.00	27.12	25.68	35.27	35.97	24.23

(a) This information is derived from the Fund's unaudited semi-annual financial statements as at June 30 and audited annual financial statements as at December 31 for the period stated, prepared under IFRS Accounting Standards. Class H commenced operations on June 28, 2024.

(b) Management expense ratio ("MER") is based on total expenses (excluding commissions and other portfolio transaction costs) for the period and is expressed as an annualized percentage of weekly average net asset value during the period. 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 paid by the Fund. Management expense ratio before performance fee is the MER before any performance fees, if applicable, for the stated period.

(c) The Manager of the Fund has agreed to absorb sufficient expenses of the Fund, as necessary, so 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 weekly average net asset value during the period.

(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 period. In general, the higher a fund's portfolio turnover rate in a period, the greater the trading costs payable by the fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

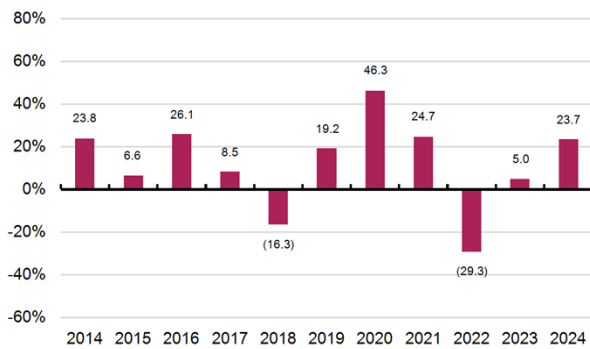
## Past Performance

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. Past performance for Class H units of the Fund is not available for disclosure because, having commenced operations on June 28, 2024, the class has been in operation for less than one year.

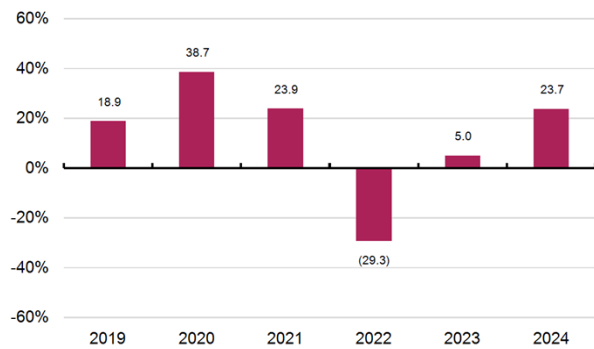
## Period-by-Period Returns

To illustrate how the Fund's performance has varied over time, the following bar charts show the Fund's performance for the six-month period ended June 30, 2024 and for each of the previous 12-month periods ended December 31. 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 period would have increased or decreased by the last day of the period.

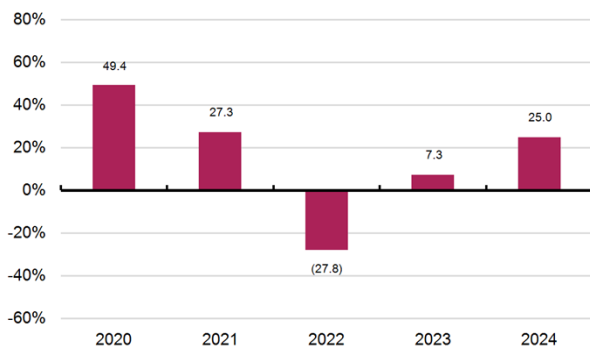
### Class A



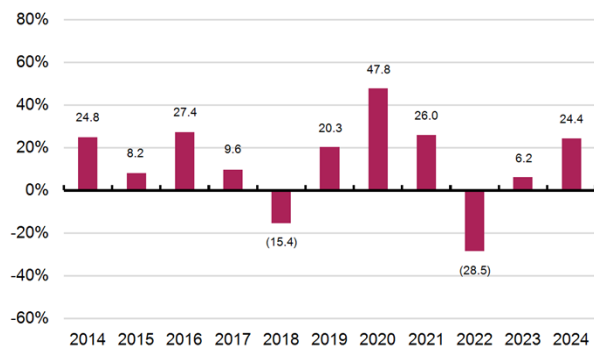
### Class B



### Class E



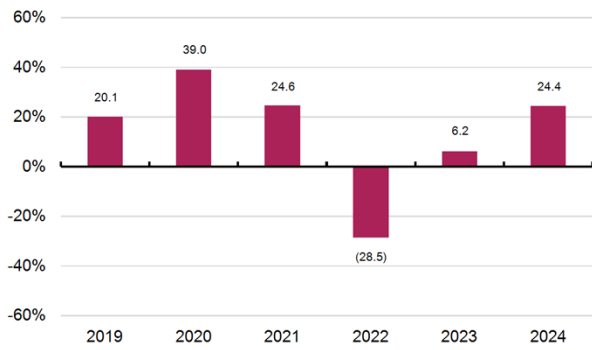
### Class F



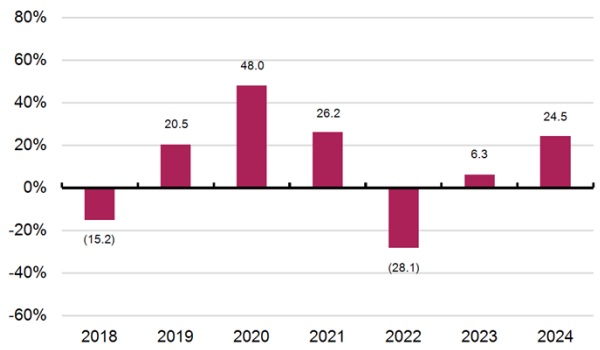
# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

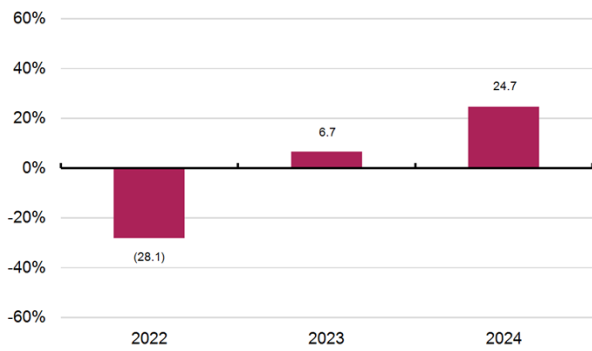
## Class G



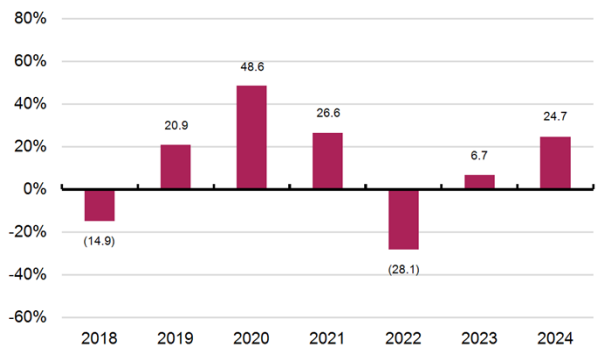
## Class I



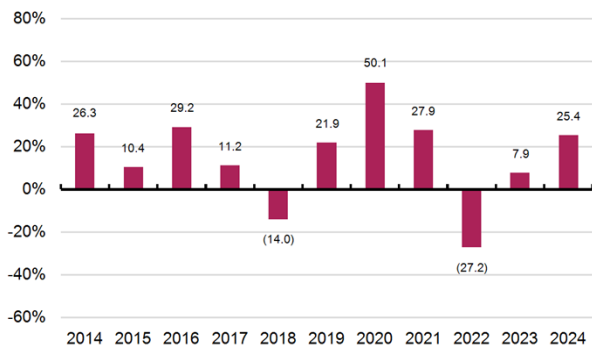
## Class M



## Class N



## Class O



# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

## Summary of Investment Portfolio

The largest holdings of the Fund as at the end of the period 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
Copperleaf Technologies Inc.	8.0
Sylogist Ltd.	5.6
TerraVest Industries Inc.	5.3
Blackline Safety Corp.	4.7
Kraken Robotics Inc.	4.6
D2L Inc.	4.2
Dye & Durham Ltd.	4.1
Sangoma Technologies Corp.	4.0
Thinkific Labs Inc.	4.0
PAR Technology Corp.	3.7
NFI Group Inc.	3.6
Saturn Oil & Gas Inc.	3.6
Altius Renewable Royalties Corp.	3.3
5N Plus Inc.	3.0
kneat.com Inc.	2.9
Vitalhub Corp.	2.9
WELL Health Technologies Corp.	2.8
Tantalus Systems Holding Inc.	2.4
dentalcorp Holdings Ltd.	2.3
Burford Capital Ltd.	2.2
Docebo Inc.	1.9
Kinaxis Inc.	1.6
Maxim Power Corp.	1.6
Aviat Networks Inc.	1.5
GH Group, Inc., Preferred, Series 'C', 20.00%	1.4

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

## Composition of the Portfolio

	% of Net Assets
<b>Equities</b>	
Information technology	44.8
Health care	13.8
Industrials	13.3
Energy	10.0
Utilities	6.0
Consumer discretionary	5.7
Materials	4.5
Financial services	2.9
Real estate	1.6
Consumer staples	0.3
Insurance	0.3
Banks	0.2
<b>Total equities</b>	<b>103.4</b>
Warrants	0.7
<b>Total investments</b>	<b>104.1</b>
Cash (Bank overdraft)	(3.9)
Other assets less liabilities	(0.2)
<b>Total net assets</b>	<b>100.0</b>

# Pender Small Cap Opportunities Fund

Six months ended June 30, 2024

---

## **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 a guarantee 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: geopolitical events, general economic conditions, political and market factors around the world; interest rates and inflation; fiscal and monetary policy; global equity and capital markets; business competition; technological change; changes in government regulations; unexpected judicial or regulatory proceedings.

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 Small Cap Opportunities Fund**

MANAGED BY:  
PENDERFUND CAPITAL MANAGEMENT LTD.  
1830 - 1066 West Hastings St. Vancouver, BC V6E 3X2  
TELEPHONE 604 688-1511 FACSIMILE 604 563-3199 TOLL FREE 1 866 377-4743  
[www.penderfund.com](http://www.penderfund.com)