



## Annual Management Report of Fund Performance

### As at September 30, 2022

This Annual Management Report of Fund Performance contains financial highlights but does not contain either semi-annual or annual financial statements of the investment fund. You can obtain a copy of the semi-annual or annual financial statements at your request, and at no cost, by calling 1-888-809-3333, by writing us at Northwest & Ethical Investments L.P., 151 Yonge Street Suite 1200, Toronto, ON M5C 2W7 or by visiting our website at [www.neiinvestments.com](http://www.neiinvestments.com) or SEDAR at [www.sedar.com](http://www.sedar.com).

Unitholders 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.

## Management Discussion of Performance

### Investment Objective and Strategies

The Fund's investment objective is to achieve long-term capital growth by investing primarily in equity and equity-related securities of companies located mainly outside of Canada and the United States.

The Fund follows a responsible approach to investing as described in Part A of the Simplified Prospectus.

### Risk

The risks associated with investing in the Fund remain as discussed in the Simplified Prospectus. The Fund is suitable for investors investing for the long term, with a medium tolerance for risk. Any changes in the Fund have not affected the overall level of risk of the Fund.

### Results of Operations

The NEI International Equity RS Fund's Series A units returned -23.0% for the twelve months ended September 30, 2022 compared with a return of -18.8% for the benchmark explained below.

Unlike the benchmark return, the Fund's returns are after the deduction of fees and expenses paid by the Fund. Performance differences between series of units are mainly attributable to management fees charged to each series. Refer to the Past Performance section for the details of returns by series.

The benchmark for this Fund is the MSCI EAFE NR Index (C\$).

The Fund's net asset value decreased by 32.36% during the period, from \$468,248,456 as at September 30, 2021 to \$316,739,081 as at September 30, 2022. This change in net assets is attributed to net unitholder activity of -\$57,704,848 and -\$93,804,527 to investment operations, including market appreciation (depreciation), income and expenses.

## Factors That Have Affected Performance

The Fund underperformed its benchmark during the period. Stock selection was the primary detractor of the Fund's relative performance during the period, with holdings within the Health Care sector subtracting the most value. Investments such as Orpea (France, Health Care Facilities) or Grifols (Spain, Biotechnology) were among the most negative contributors to the total stock selection effect. However, holdings within other sectors, such as Consumer Discretionary, Industrials, Information Technology and Materials helped to partially mitigate this negative effect.

When it comes to sector allocation, this also slightly contributed to the Fund's underperformance. During the period, the Energy sector displayed by far the highest return and the only one in positive territory among sectors (+15%). Therefore, the lack of exposure to Energy, significantly detracted to the Fund's performance. However, the higher relative weight in the Consumer Staples and Health Care sectors as well as the lack of exposure to the Real Estate sector partially compensated for this negative effect.

## Recent Developments

Regarding transactions, in the last quarter of 2021, the portfolio sub-advisor added to the positions in Orpea (France, Health Care Facilities) and Worldline (France, Data Processing and Outsourced Services).

The 2022 year began with some valuation opportunities where the portfolio sub-advisor added to the positions in Orpea (France, Health Care Facilities), Tencent (China, Interactive Media & Services), and Worldline (France, Data Processing and Outsourced Services), and crystalized some gains in Novo Nordisk (Denmark, Pharmaceuticals), Bunzl (UK, Trading Companies and Distributors), and Linde (Germany, Industrial Gases). Also, during Q1 2022, the portfolio sub-advisor liquidated JD.com (China, Internet & Direct Marketing Retail) which was received in the Fund as a result of the spin-off transaction by Tencent.

In Q2 2022, the portfolio sub-advisor added to the positions in Adidas (Germany, Apparel, Accessories and Luxury Goods), Worldline (France, Data Processing and Outsourced Services), and MTU Aero Engines (Germany, Aerospace & Defense) and crystalized some gains in Linde (Germany, Industrial Gases) and Relx (UK, Research and Consulting Services). Furthermore, the portfolio sub-advisor liquidated the position in Orpea (France, Health Care Facilities). The portfolio sub-advisor also liquidated Euroapi (France, Pharmaceuticals) which was received in the Fund as a result of the spin-off transaction by Sanofi. Finally, the portfolio sub-advisor initiated a new position in Daifuku (Japan, Industrial Machinery). Daifuku is a worldwide integrator of material handling systems for a wide range of industries. The company operates in six business segments: intralogistics, cleanroom, automotive, airport, auto wash, and electronics.

Finally, in Q3 2022, the portfolio sub-advisor took advantage of certain valuation opportunities and added to the positions in Grifols (Spain, Biotechnology), Daifuku (Japan, Industrial Machinery), Allianz (Germany, Multi-line Insurance), Kerry (Ireland, Packaged Foods & Meats), Adidas (Germany, Apparel, Accessories and Luxury Goods), EssilorLuxotica (France, Health Care Supplies) and Capgemini (France, IT Consulting & Other Services) and crystalized some gains in LVMH (France, Apparel, Accessories).

The investment approach of the portfolio sub-advisor is focused on the long term. The investment philosophy and process emphasize secular and sustainable growth themes that can be leveraged by global players with key competitive advantages and seasoned management teams. The portfolio sub-advisor believes that these attributes enable companies to generate strong and sustainable results over time. The portfolio sub-advisor continues to remain alert on market disconnections and keep an eye on opportunities that allow to improve the Fund's risk-return profile.

Effective June 28, 2022, the management fee rates were reduced from 1.95% to 1.80% for Series A, and from 0.90% to 0.80% for Series F.

Effective June 28, 2022, the administration fee rates were reduced from 0.40% to 0.35% for Series A.

## Related Party Transactions

Northwest & Ethical Investments L.P. ("NEI LP") is the Manager, Trustee, Portfolio Manager and Registrar of the Fund. Northwest & Ethical Investments Inc., the general partner of NEI LP, is a wholly-owned subsidiary of Aviso Wealth Inc. ("Aviso"). Aviso is also the sole limited partner of NEI LP. Aviso is a wholly-owned subsidiary of Aviso Wealth LP, which in turn is owned 50% by Desjardins Financial Holding Inc. and 50% by a limited partnership owned by the five Provincial Credit Union Centrals and The CUMIS Group Limited. Desjardins Financial Holding Inc. is a wholly-owned subsidiary of the Fédération des caisses Desjardins du Québec ("Fédération").

NEI LP charges the Fund a fixed administration fee in place of certain variable expenses. NEI LP in turn, pays all operating expenses of the Fund, other than specified fund costs (e.g. the fees and expense of the Independent Review Committee ("IRC"), taxes, and brokerage commissions) which include payments to related parties. These services are in the normal course of operations and are measured at an exchange amount that is consistent with other independent parties. Desjardins Trust Inc. ("Desjardins Trust") is the custodian of the Fund. Desjardins Trust is a wholly-owned subsidiary of the Fédération. The Fund may engage in securities lending and repurchase transactions, and Desjardins Trust may act as the Fund's securities lending and repurchase transactions agent ("Agent"). Any revenue earned on such transactions is split 60%—40% between the Fund and the Agent. Desjardins Securities Inc. ("DSI") is a broker responsible for security transactions on behalf of the Fund. DSI is a wholly-owned subsidiary of the Fédération.

The Fund's sub-advisors may place a portion of their fund transactions with brokerage firms which are affiliates of NEI LP, provided that the affiliate's trade execution abilities and costs are comparable to those of non-affiliated qualified brokerage firms.

The Fund is distributed through Credential Asset Management Inc., Credential Qtrade Securities Inc., and members of the Desjardins group and other nonrelated parties by way of shared ownership. NEI LP pays to these parties distribution and servicing fees based on a percentage of the daily values of the units of each held by the dealer's clients and additionally, in some cases, on the amount of initial purchase.

NEI LP has established the IRC for the Fund in accordance with the requirements of National Instrument 81-107 – Independent Review Committee for Investment Funds in order to review conflicts of interest as they relate to investment fund management. The Fund did not rely on an approval, positive recommendation or standing instruction from the Fund's IRC with respect to any related party transactions.

This document contains forward-looking statements. Such statements are generally identifiable by the terminology used, such as "plan", "anticipate", "intend", "expect", "estimate", or other similar wording. These forward-looking statements are subject to known and unknown risks and uncertainties and other factors which may cause actual results, levels of activity and achievements to differ materially from those expressed or implied by such statements. Such factors include, but are not limited to: general economic, market and business conditions; fluctuations in securities prices, fluctuation in interest rates and foreign currency exchange rates; and actions by governmental authorities. Future events and their effects on the Fund may not be those anticipated by us. Actual results may differ materially from the results anticipated in these forward-looking statements. We do not undertake, and specifically disclaim, any obligation to update or revise any forward-looking information, whether as a result of new information, future developments or otherwise.

## 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 five fiscal years or for the periods since inception, as applicable.

### Net Assets per Unit (\$)<sup>(1)</sup>

Series	Period	Net Assets, Beginning of Period	Increase (Decrease) from Operations					Distributions					Net Assets, End of Period	
			Total Revenue	Total Expenses	Realized Gains (Losses)	Unrealized Gains (Losses)	Total Increase (Decrease) from Operations <sup>(2)</sup>	From Income (Excluding Dividends)	From Dividends	From Underlying Funds	From Capital Gains	Return of Capital		Total Distributions <sup>(3)(4)</sup>
A	Sept. 2022	20.70	0.36	-0.49	-0.24	-4.31	-4.68	0.00	0.00	0.00	0.03	0.00	0.03	15.92
	Sept. 2021	18.89	0.31	-0.53	0.42	1.43	1.63	0.00	0.00	0.00	0.00	0.00	0.00	20.70
	Sept. 2020	18.12	0.39	-0.48	-0.06	0.92	0.77	0.00	0.00	0.00	0.00	0.00	0.00	18.89
	Sept. 2019	17.20	0.35	-0.46	1.38	-0.65	0.62	0.00	0.00	0.00	0.00	0.00	0.00	18.12
	Sept. 2018	16.32	0.38	-0.47	2.38	-1.36	0.93	0.00	0.00	0.00	0.00	0.00	0.00	17.20
F	Sept. 2022	17.07	0.33	-0.24	-0.19	-3.69	-3.79	0.00	0.13	0.00	0.03	0.00	0.16	13.17
	Sept. 2021	15.45	0.27	-0.26	0.34	1.17	1.52	0.00	0.05	0.00	0.00	0.00	0.05	17.07
	Sept. 2020	14.82	0.32	-0.25	-0.05	0.77	0.79	0.00	0.16	0.00	0.00	0.00	0.16	15.45
	Sept. 2019	14.00	0.28	-0.25	1.12	-0.60	0.55	0.00	0.05	0.00	0.00	0.00	0.05	14.82
	Sept. 2018	13.22	0.31	-0.25	1.93	-1.15	0.84	0.00	0.07	0.00	0.00	0.00	0.07	14.00
I	Sept. 2022	20.30	0.35	-0.05	-0.23	-4.36	-4.29	0.00	0.25	0.00	0.03	0.00	0.28	15.78
	Sept. 2021	18.34	0.36	-0.06	0.41	1.02	1.73	0.00	0.26	0.00	0.00	0.00	0.26	20.30
	Sept. 2020	17.58	0.38	-0.05	-0.05	1.18	1.46	0.00	0.41	0.00	0.00	0.00	0.41	18.34
	Sept. 2019	16.37	0.32	-0.06	1.32	-0.67	0.91	0.00	0.06	0.00	0.00	0.00	0.06	17.58
	Sept. 2018	17.88	0.42	-0.07	2.59	-1.51	1.43	0.00	0.63	0.00	2.30	0.00	2.93	16.37
O	Sept. 2022	12.45	0.23	-0.04	-0.14	-2.63	-2.58	0.00	0.17	0.00	0.02	0.00	0.19	9.66
	Sept. 2021	11.27	0.24	-0.04	0.25	0.54	0.99	0.00	0.17	0.00	0.00	0.00	0.17	12.45
	Sept. 2020	10.69	0.21	-0.03	-0.03	0.69	0.84	0.00	0.13	0.00	0.00	0.00	0.13	11.27
	Sept. 2019	9.93	0.21	-0.04	0.80	0.39	1.36	0.00	0.01	0.00	0.00	0.00	0.01	10.69
	Sept. 2018	10.00	0.04	-0.02	1.38	-1.47	-0.07	0.00	0.00	0.00	0.00	0.00	0.00	9.93
P	Sept. 2022	12.45	0.22	-0.28	-0.14	-2.67	-2.87	0.00	0.00	0.00	0.02	0.00	0.02	9.59
	Sept. 2021	11.34	0.20	-0.30	0.25	0.74	0.89	0.00	0.00	0.00	0.00	0.00	0.00	12.45
	Sept. 2020	10.88	0.23	-0.27	-0.03	0.48	0.41	0.00	0.02	0.00	0.00	0.00	0.02	11.34
	Sept. 2019	10.00	0.23	-0.24	0.85	0.25	1.09	0.00	0.00	0.00	0.00	0.00	0.00	10.88
PF	Sept. 2022	12.67	0.23	-0.16	-0.14	-2.70	-2.77	0.00	0.07	0.00	0.02	0.00	0.09	9.82
	Sept. 2021	11.48	0.22	-0.17	0.26	0.62	0.93	0.00	0.06	0.00	0.00	0.00	0.06	12.67
	Sept. 2020	10.99	0.23	-0.16	-0.03	0.47	0.51	0.00	0.11	0.00	0.00	0.00	0.11	11.48
	Sept. 2019	10.00	0.23	-0.14	0.85	0.30	1.24	0.00	0.00	0.00	0.00	0.00	0.00	10.99

(1) All per unit figures presented in 2022 are referenced to net assets determined in accordance with IFRS and are derived from the Fund's audited annual financial statements for the period ended September 30, 2022.

(2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from operations is based on the weighted average number of units outstanding over the financial period.

(3) Distributions were paid in cash or reinvested in additional units of the Fund.

(4) Distributions (if any) that may have been made that included return of capital in excess of short term earnings were made to minimize disruption and provide stability to investors who have elected to take their distributions in the form of cash, and as disclosed in the Simplified Prospectus. These amounts are reviewed at each calendar year-end and management engages in discussions with the sub-advisor to determine the most applicable strategy on a go forward basis and will take any action(s) as needed for the long term stability of the Fund.

## Ratios and Supplemental Data

Series	Period	Total Net Asset Value (000's of \$)	Number of Units Outstanding (000's)	Management Expense Ratio (%) <sup>(1)</sup>	Management Expense Ratio before Waivers and Absorptions (%)	Trading Expense Ratio (%) <sup>(2)</sup>	Portfolio Turnover Rate (%) <sup>(3)(4)</sup>	Net Asset Value per Unit (\$)
A	Sept. 2022	19,030.59	1,195.53	2.34	2.49	0.07	14.13	15.92
	Sept. 2021	30,037.82	1,450.79	2.31	2.58	0.09	6.88	20.70
	Sept. 2020	22,259.65	1,178.51	2.33	2.65	0.11	11.79	18.89
	Sept. 2019	24,264.39	1,338.91	2.32	2.64	0.10	8.78	18.12
	Sept. 2018	33,943.92	1,973.00	2.33	2.69	0.11	42.67	17.20
F	Sept. 2022	9,281.54	704.77	1.24	1.31	0.07	14.13	13.17
	Sept. 2021	12,585.87	737.45	1.26	1.46	0.09	6.88	17.07
	Sept. 2020	10,384.05	672.27	1.37	1.54	0.11	11.79	15.45
	Sept. 2019	12,347.19	832.92	1.38	1.53	0.10	8.78	14.82
	Sept. 2018	17,384.42	1,241.98	1.39	1.62	0.11	42.67	14.00
I	Sept. 2022	241,915.65	15,328.25	N/A	N/A	0.07	14.13	15.78
	Sept. 2021	364,537.51	17,954.28	N/A	N/A	0.09	6.88	20.30
	Sept. 2020	131,887.58	7,191.08	N/A	N/A	0.11	11.79	18.34
	Sept. 2019	96,883.96	5,512.25	N/A	N/A	0.10	8.78	17.58
	Sept. 2018	155,722.40	9,514.77	N/A	N/A	0.11	42.67	16.37
O	Sept. 2022	15,309.45	1,584.06	0.05	0.05	0.07	14.13	9.66
	Sept. 2021	19,881.73	1,596.36	0.06	0.06	0.09	6.88	12.45
	Sept. 2020	6,204.84	550.73	0.06	0.06	0.11	11.79	11.27
	Sept. 2019	2,086.47	195.18	0.06	0.06	0.10	8.78	10.69
	Sept. 2018	0.99	0.10	0.06	0.06	0.11	42.67	9.93
P	Sept. 2022	10,073.75	1,050.58	2.18	2.18	0.07	14.13	9.59
	Sept. 2021	15,002.78	1,204.74	2.17	2.23	0.09	6.88	12.45
	Sept. 2020	8,253.26	727.69	2.22	2.33	0.11	11.79	11.34
	Sept. 2019	8,136.32	747.56	2.29	2.40	0.10	8.78	10.88
PF	Sept. 2022	21,128.12	2,151.96	1.05	1.05	0.07	14.13	9.82
	Sept. 2021	26,202.75	2,067.42	1.08	1.11	0.09	6.88	12.67
	Sept. 2020	9,747.78	849.22	1.12	1.18	0.11	11.79	11.48
	Sept. 2019	7,630.87	694.54	1.15	1.20	0.10	8.78	10.99

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

(2) The trading expense ratio represents total commissions and other Fund transaction costs expressed as an annualized percentage of daily average net asset value during the period.

(3) The portfolio turnover rate indicates how actively the Fund's sub-advisor manages its investment holdings. 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. The higher the 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.

(4) At the close of business on April 16, 2021, the NEI International Equity Fund was merged into the NEI International Equity RS Fund. The portfolio turnover rates exclude the value of securities acquired and sold to realign the Fund's holdings.

## Management Fees

The Manager is responsible for the management, supervision and administration of the Fund. The Manager receives from the Fund management fees, before HST, calculated daily on the net asset value of the Fund at an annual rate shown below. The Fund does not pay management fees for Series I and O units. Series I and O unitholders pay a negotiated fee directly to NEI Investments.

The management fee covers the cost of investment advisory fees, sales, marketing, and distribution expenses of the Fund. In addition, the Manager may pay a trailer fee to dealers out of this management fee. The trailer fee is a percentage of the average daily value of the units of the Fund held by the dealer's clients. No trailer fees are paid in respect of any Series F and PF units of the Fund.

The following table shows the major services paid for out of management fees as a percentage of the management fee for all applicable series of the Fund:

	Management Fee (%) <sup>(1)</sup>	Investment Advisory and Other Fees (%)	Trailer Fee (%)
Series A	1.80	51.86	48.14
Series F	0.80	100.00	N/A
Series P	1.70	41.18	58.82
Series PF	0.70	100.00	N/A

(1) Effective June 28, 2022, the management fee rates were reduced from 1.95% to 1.80% for Series A, and from 0.90% to 0.80% for Series F.

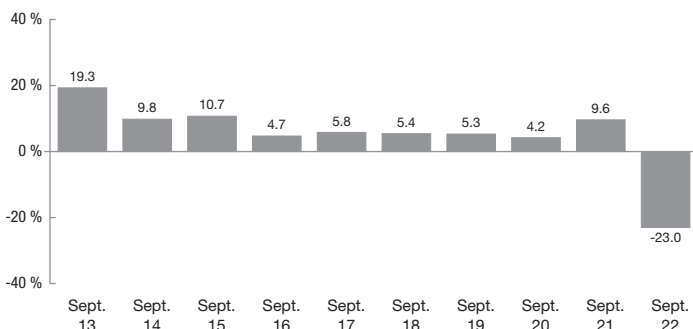
## Past Performance

The performance information provided will not necessarily indicate how the Fund will perform in the future. The information shown assumes that distributions made by the Fund in the periods shown were reinvested in additional units of the relevant series of the Fund. In addition, the information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance.

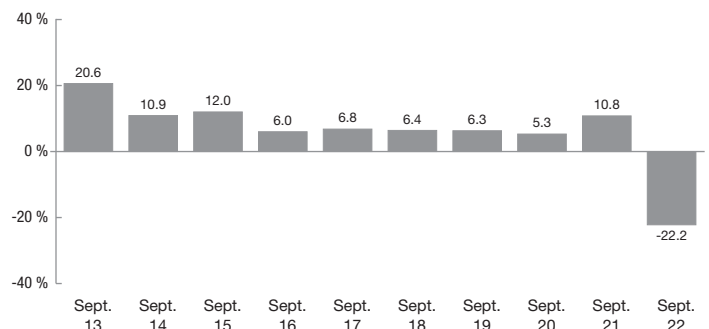
### Year-by-Year Returns

The following charts show the annual performance for each series of units of the Fund for each period shown and illustrate how the Fund's performance has varied from period to period. The charts indicate how much an investment made on the first day of each financial period would have grown or decreased by the last day of each financial period.

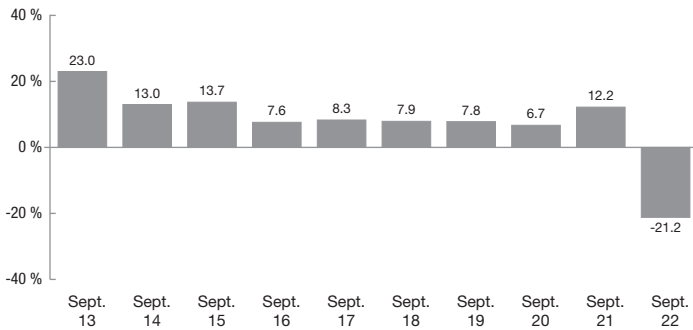
**Series A**



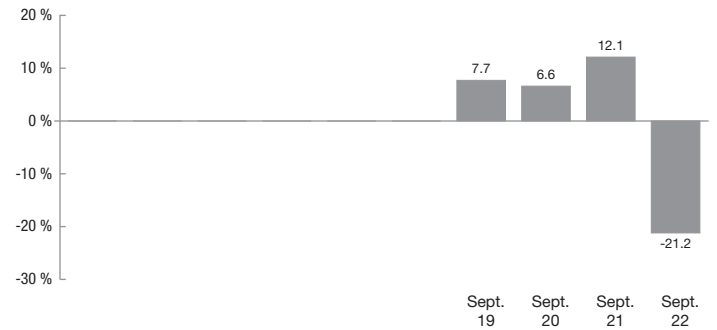
**Series F**



**Series I**



**Series O**



**Series P**



**Series PF**



## Annualized Compound Returns

The following table shows the annual compound returns for all series of the Fund. All returns are in Canadian dollars, on a total return basis, net of fees. For comparison, the returns for the benchmark are included. A discussion regarding the relative performance of the Fund is found in the Results of Operations section of this report and a description of indexes can be found in the Annualized Compound Returns section of this report.

The benchmark for this Fund is the MSCI EAFE NR Index (C\$).

The MSCI EAFE Index is composed of over 1,000 large company stocks from over 20 of the world's industrialized nations. It does not include stocks issued in North America.

While the Fund uses this benchmark for long-term performance comparisons, it is not managed relative to the composition of the Index. As a result, the Fund may experience periods when its performance is not aligned with the Index, either positively or negatively. Please see the "Results of Operations" section of this report for a discussion of recent performance results.

Group/Investment	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Since Inception <sup>(*)</sup> (%)
MSCI EAFE NR Index (C\$)	-18.8	-0.6	1.1	7.2	**
NEI International Equity RS Fund, Series A	-23.0	-4.2	-0.5	4.6	N/A
NEI International Equity RS Fund, Series F	-22.2	-3.2	0.6	5.7	N/A
NEI International Equity RS Fund, Series I	-21.2	-1.9	1.9	7.3	N/A
NEI International Equity RS Fund, Series O	-21.2	-2.0	N/A	N/A	0.2
NEI International Equity RS Fund, Series P	-22.9	-4.0	N/A	N/A	-1.0
NEI International Equity RS Fund, Series PF	-22.0	-3.0	N/A	N/A	0.1

\*Since inception returns are not provided for series that have been in existence for more than 10 years.

\*\*The return of the benchmark since inception for each applicable series is as follows: Series O: -0.2%, Series P: 1.3%, Series PF: 1.3%.

Neither MSCI nor any other party involved in or related to compiling, computing or creating the MSCI data makes any express or implied warranties or representations with respect to such data (or the results to be obtained by the use thereof), and all such parties hereby expressly disclaim all warranties of originality, accuracy, completeness, merchantability or fitness for particular purpose with respect to any such data. Without limiting any of the foregoing, in no event shall MSCI, any of its affiliates or any third party involved in or related to compiling, computing or creating the data have any liability for any direct, indirect, special, punitive, consequential or any other damages (including lost profits) even if notified of the possibility of such damages. No further distribution or dissemination of the MSCI data is permitted without MSCI's express written consent.



## Summary of Investment Portfolio as at September 30, 2022

Total Net Asset Value: \$316,739,081

Top Holdings		%
1	Cash and Equivalents	4.5
2	Linde	3.9
3	LVMH Moët Hennessy Louis Vuitton	3.8
4	Reed Elsevier	3.7
5	Diageo	3.4
6	Schneider Electric	3.4
7	Novo Nordisk	3.3
8	Experian	3.2
9	Bunzl	2.9
10	Air Water	2.9
11	Heineken	2.8
12	Worldline	2.8
13	QIAGEN	2.7
14	SAP	2.7
15	Compagnie Financière Richemont, Class A	2.6
16	Pernod Ricard	2.5
17	Hoya	2.5
18	Prudential	2.4
19	Air Liquide	2.4
20	Terumo	2.4
21	Capgemini	2.3
22	ABB	2.3
23	Sodexo	2.2
24	Danone	2.2
25	Smith & Nephew	2.1
	Total	71.9

Net Asset Value Mix		%
Equity	95.5	
Cash and Equivalents	4.5	
Total	100.0	

Sector Allocation		%
Industrials	21.7	
Health Care	20.3	
Consumer Staples	18.6	
Consumer Discretionary	10.6	
Materials	9.2	
Information Technology	7.8	
Financials	6.2	
Cash and Equivalents	4.5	
Communication Services	1.1	
Total	100.0	

Geographic Distribution		%
France	25.5	
United Kingdom	19.9	
Japan	13.5	
Germany	9.1	
Switzerland	9.0	
Netherlands	7.3	
Other Countries	6.0	
Ireland	5.2	
Cash and Equivalents	4.5	
Total	100.0	

"Other Countries" geographic category includes all countries individually representing less than 5% of the Portfolio's net asset value.

The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the investment fund. Updates are available quarterly.