



Annual Management Report of Fund Performance

As at September 30, 2024

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 or SEDAR+ at www.sedarplus.ca.

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 investment objective of NEI Clean Infrastructure Fund (the "Fund") is to achieve long-term capital growth and income by investing primarily in equity and equity-related securities of companies which are developers, owners and operators, in full or in part, of renewable electricity technology plants and systems, and related infrastructure investments, with no geographic constraint. The Fund follows a responsible approach to investing, as described in the simplified prospectus of the Fund.

The Fund invests in companies responding to the rapidly increasing demand for clean energy. To achieve its investment objective, the Fund will principally invest in equity securities of companies who are developers, owners and operators, in full or in part, of renewable electricity technology plants and systems, and related infrastructure investments, with no geographic constraint. The Fund seeks to provide a positive and measurable environmental, social and governance ("ESG") impact, in addition to investment returns. This includes CO2 emissions avoided, or other metrics as may be amended from time to time. The Fund will strive to make a positive environmental impact by investing a majority of its total assets in equity securities of renewable infrastructure companies, which consist of companies deriving revenues primarily from activities in power generation, transmission, distribution, storage and ancillary or related services. Such companies invest in renewable generation or other net-zero carbon and related services, and/or contribute to reducing emissions. These include, but are not limited to, those companies involved with owning solar, wind, hydro-electric, biomass, waste-to-energy and large-scale battery storage assets, as well as transmission and distribution assets related to delivering electricity, including renewable energy. The Fund will typically emphasize those companies achieving measurable improvements in overall emissions, as defined as those gases and particles that are exhausted into the air as a result of fuel combustion-related activities, relative to their market peers.

Risk

The risks of 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 Clean Infrastructure Fund's Series A units returned 28.2% for the twelve-month period ended September 30, 2024 compared with a return of 29.6% 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 S&P Global Infrastructure Index (C\$).

The Fund's net asset value increased by 47.45% during the period, from \$246,351,956 as at September 30, 2023 to \$363,250,825 as at September 30, 2024. This change in net assets is attributed to net unitholder activity of \$30,389,384 and \$86,509,485 to investment operations, including market appreciation (depreciation), income and expenses.

Market Overview

The period from October 2, 2023 to September 30, 2024, proved to be quite positive as expectations for electricity demand and prices moved up while private equity made acquisitions in the public market and interest rates started to decline.

Factors That Have Affected Performance

After a mixed month in October, November and December proved to be strong months for the Fund as long-term interest rates in the U.S. and Europe reversed their ascension back to levels on par or below where they were at the beginning of 2023. This somewhat alleviated the fears of capital constraining growth and enhanced the present value of cash flows.

On the other side of the world, the portfolio sub-advisor's limited exposure to China continued to be a challenge as Hong Kong-listed shares underperformed their A-share counterparts.

In the first quarter of 2024, the broad clean sector, European Utilities and renewables developers and operators performed poorly while U.S. Utilities delivered positive performance. European renewables and Utilities were affected by falling power prices while most renewables companies globally continued to experience a derating due to fears of lower returns going forward.

It seems that we are witnessing a renaissance of nuclear power for the following reasons: 1) nuclear power offers year-round decarbonized electricity that can mitigate the intermittency of wind and solar, 2) the Production Tax Credit in the Inflation Reduction Act ("IRA") provides a floor tariff for nuclear electricity, which supports investing to extend the life of the nuclear plants, 3) data centres are increasingly attracted to connect directly to the nuclear plants and seem ready to pay a premium to wholesale power prices to secure their insatiable need for green power. These attributes are particularly beneficial for Constellation Energy Corp., Public Service Enterprise Group Inc., Dominion Energy Inc. and NextEra Energy Inc., among others.

The public market seemed to be ignoring the positive underlying signals. However, private equity started recognizing value with KKR & Co. Inc. making a takeover offer for Encavis AG following its offer for Greenvolt Energias Renovaveis SA in December 2023, Brookfield Corp. making an offer for Neoen SA, Energy Capital Partners LLC for Atlantica Sustainable Infrastructure PLC, EQT Corp. for OX2 AB and Abu Dhabi Future Energy Company PJSC – Masdar for Terna Energy SA.

As the year progresses, the portfolio sub-advisor has seen a rising recognition, primarily in the U.S., that the strong growth in artificial intelligence and data centres should translate into substantial demand for electricity, and the corollary need for large investments in the grid and generation capacity. Moreover, tightness in supply and potential large increases in demand have shown that prices should move higher, with evidence of power-purchase agreements being renegotiated at higher prices and back-up gas plants getting rising resource adequacy payments.

The third quarter of 2024 marked an inflection point for the sector in the U.S. and Europe as a few positive drivers converged:

1. Data centre growth and their substantial need for primarily carbon-free electricity took centre stage in the U.S. market as hyperscalers signed large deals with nuclear and renewables power companies;

2. A few mergers and acquisitions transactions from private equity and strategic investors, especially in the second quarter, highlighted how attractive valuations were in Europe, leading to the sector to start a re-rating;
3. Central banks in the U.S. and Europe cut interest rates with the market seeing prospects for slowing inflation and lower interest rates down the road. As companies in the Fund tend to have an inverse correlation to interest rates, the quarter started the process of reversing the challenge experienced in the past two years.

Portfolio Changes

The portfolio sub-advisor made a number of changes to the Fund during the period. Late in 2023, a new holding in Avista Corp. was added a holding in TransAlta Renewables Inc. was eliminated. During the first quarter of 2024, the portfolio sub-advisor exited a position in BKW AG. During the second quarter of 2024, BKW AG was repurchased, and new holdings in National Grid PLC and Orsted AS were added. A holding in Encavis was sold. In the third quarter of 2024, the portfolio sub-advisor introduced positions in Sunrun Inc., Ormat Technologies Inc. and Neoenergia SA to the Fund and exited Neoen, Greenvolt and Atlantica Sustainable.

Environmental, Social, And Governance (“ESG”) Activities

In addition to any ESG-related commentary made in the sections above, other ESG-related activities undertaken in the period are described here.

At the end of September 2024, CO2 emissions were 69% lower per \$1 million invested in the Fund, compared to an equivalent investment in the MSCI World Utilities Index.

Recent Developments

There are two key elements that keep the portfolio sub-advisor hopeful for the Fund’s performance going forward. Firstly, the long-term thesis of electricity growth and in particular carbon-free electricity growth has only started to become apparent on the back of data centre growth, especially in the U.S., and electric vehicle adoption, especially in China and Europe. These trends have much further to run given the large need for investments in power generation and grid infrastructure. Secondly, valuations remain attractive, and the portfolio sub-advisor sees substantial upside to share prices in the portfolio, especially for positions in Europe and the rest of the world.

The portfolio sub-advisor invests in companies that benefit from secular drivers that should extend well into the 2030s. Moreover, it seems that the combination of low valuations, stronger fundamentals and a potentially slowing broader economy have refocused investors’ attention to the sector.

However, the portfolio sub-advisor remains vigilant because of three developments that warrant close attention. First of all, the U.S. elections carry more than their fair share of uncertainties as the outcome could impact the IRA, inflation expectations, tax policy and sentiment about renewables. Secondly, U.S. interest rates have stopped their decline and re-ignited questions about equilibrium going forward. Finally, as European governments are facing rising budget constraints, they are considering raising taxes and intervening in some sectors to raise funds and support consumers, potentially at the expense of some of our investments.

On June 28, 2024, the following exclusionary screens were removed from the Fund: gambling, nuclear power, and the extraction and production of fossil fuel or owning fossil fuel reserves.

The term of Mr. W. William Woods ended on September 30, 2024. Mr. Woods had served with distinction on the Independent Review Committee ("IRC") since 2015. After consulting with the Manager, the IRC decided to replace Mr. Woods with Mr. Jean Morissette. Mr. Morissette was appointed as a new IRC member effective October 1, 2024, for a one (1) year term. Ms. Caroline Cathcart will continue in her role as an IRC member, and Ms. McCarthy will continue to serve as both an IRC member and the Chair.

Related Party Transactions

Northwest & Ethical Investments L.P. ("NEI LP" and "NEI Investments") 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, CU CUMIS Wealth Holdings LP, 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 the Fund's portfolio 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.

Effective April 1, 2024, Credential Asset Management Inc. and Credential Qtrade Securities Inc. merged into Aviso Financial Inc. As a result, the Fund is now distributed through Aviso Financial Inc., and members of the Fédération 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 (\$)⁽¹⁾

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 ⁽²⁾	From Income (Excluding Dividends)	From Dividends	From Underlying Funds	From Capital Gains	Return of Capital	Total of Distributions ⁽³⁾⁽⁴⁾	
A	Sept. 2024	7.51	0.36	-0.22	0.12	1.81	2.07	0.00	0.14	0.00	0.00	0.15	0.29	9.28
	Sept. 2023	9.49	0.35	-0.24	-0.07	-2.24	-2.20	0.00	0.12	0.00	0.10	0.10	0.32	7.51
	Sept. 2022	10.00	0.21	-0.17	0.14	-1.55	-1.37	0.00	0.04	0.00	0.00	0.14	0.18	9.49
F	Sept. 2024	7.63	0.38	-0.13	0.12	1.92	2.29	0.00	0.24	0.00	0.00	0.05	0.29	9.55
	Sept. 2023	9.56	0.34	-0.14	-0.07	-2.18	-2.05	0.00	0.21	0.00	0.10	0.02	0.33	7.63
	Sept. 2022	10.00	0.21	-0.10	0.14	-1.41	-1.16	0.00	0.10	0.00	0.00	0.08	0.18	9.56
I	Sept. 2024	7.66	0.38	-0.04	0.12	1.92	2.38	0.00	0.33	0.00	0.00	0.00	0.33	9.66
	Sept. 2023	9.61	0.34	-0.04	-0.08	-1.84	-1.62	0.00	0.30	0.00	0.15	0.00	0.45	7.66
	Sept. 2022	10.00	0.21	-0.04	0.14	-0.45	-0.14	0.00	0.18	0.00	0.00	0.00	0.18	9.61
O	Sept. 2024	7.74	0.38	-0.05	0.12	1.83	2.28	0.00	0.36	0.00	0.00	0.00	0.36	9.73
	Sept. 2023	9.71	0.34	-0.05	-0.08	-1.98	-1.77	0.00	0.30	0.00	0.15	0.00	0.45	7.74
	Sept. 2022	10.00	0.12	-0.01	0.15	-11.45	-11.19	0.00	0.07	0.00	0.00	0.00	0.07	9.71
P	Sept. 2024	7.50	0.36	-0.20	0.12	1.85	2.13	0.00	0.16	0.00	0.00	0.13	0.29	9.29
	Sept. 2023	9.50	0.35	-0.22	-0.07	-2.51	-2.45	0.00	0.14	0.00	0.11	0.11	0.36	7.50
	Sept. 2022	10.00	0.27	-0.16	0.14	-1.51	-1.26	0.00	0.12	0.00	0.00	0.06	0.18	9.50
PF	Sept. 2024	7.62	0.38	-0.12	0.12	1.98	2.36	0.00	0.26	0.00	0.00	0.03	0.29	9.57
	Sept. 2023	9.57	0.35	-0.12	-0.07	-2.25	-2.09	0.00	0.24	0.00	0.10	0.03	0.37	7.62
	Sept. 2022	10.00	0.19	-0.09	0.14	-2.34	-2.10	0.00	0.09	0.00	0.00	0.09	0.18	9.57

(1) All per unit figures presented in 2024 are referenced to net assets determined in accordance with International Financial Reporting Standards and are derived from the Fund's audited annual financial statements for the period ended September 30, 2024.

(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 (%) ⁽¹⁾	Management Expense Ratio before Waivers and Absorptions (%)	Trading Expense Ratio (%) ⁽²⁾	Portfolio Turnover Rate (%) ⁽³⁾	Net Asset Value per Unit (\$)
A	Sept. 2024	9,427	1,015	2.16	2.16	0.09	45.08	9.28
	Sept. 2023	7,012	934	2.18	2.18	0.10	39.72	7.51
	Sept. 2022	3,192	336	2.20	2.20	0.25	16.50	9.49
F	Sept. 2024	12,624	1,322	1.07	1.07	0.09	45.08	9.55
	Sept. 2023	5,832	764	1.07	1.07	0.10	39.72	7.63
	Sept. 2022	3,721	389	1.07	1.07	0.25	16.50	9.56
I	Sept. 2024	303,440	31,396	N/A	N/A	0.09	45.08	9.66
	Sept. 2023	210,138	27,429	N/A	N/A	0.10	39.72	7.66
	Sept. 2022	177,569	18,475	N/A	N/A	0.25	16.50	9.61
O	Sept. 2024	4,242	436	0.05	0.05	0.09	45.08	9.73
	Sept. 2023	4,148	536	0.06	0.06	0.10	39.72	7.74
	Sept. 2022	3,990	411	0.06	0.06	0.25	16.50	9.71
P	Sept. 2024	5,760	620	1.99	1.99	0.09	45.08	9.29
	Sept. 2023	3,404	454	2.00	2.00	0.10	39.72	7.50
	Sept. 2022	1,267	133	2.03	2.03	0.25	16.50	9.50
PF	Sept. 2024	27,758	2,902	0.90	0.90	0.09	45.08	9.57
	Sept. 2023	15,817	2,075	0.90	0.90	0.10	39.72	7.62
	Sept. 2022	6,744	705	0.90	0.90	0.25	16.50	9.57

(1) Management expense ratio is based on total expenses charged to the Fund (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. See Management Fees for more information.

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

(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.

Management Fees

The Manager is responsible for the management, supervision and administration of the Fund. The Manager receives management fees, before HST, from the Fund, which are calculated daily and based 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 (%)	Investment Advisory and Other Fees (%)	Trailer Fee (%)
Series A	1.70	41.14	58.86
Series F	0.70	100.00	N/A
Series P	1.60	37.46	62.54
Series PF	0.60	100.00	N/A

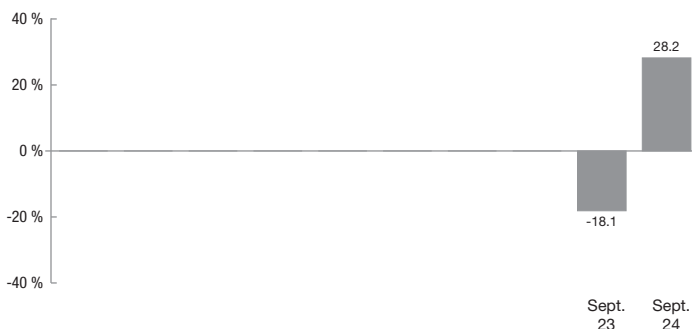
Past Performance

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.

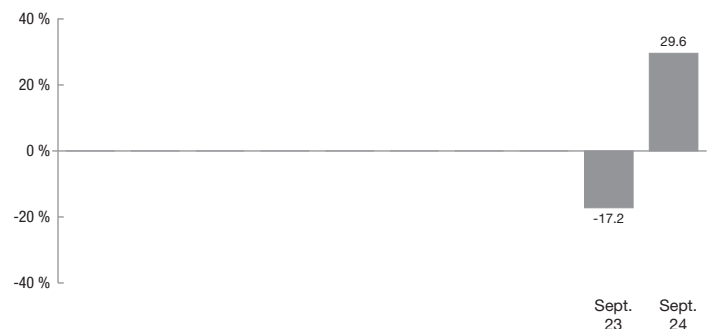
Year-by-Year Returns

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.

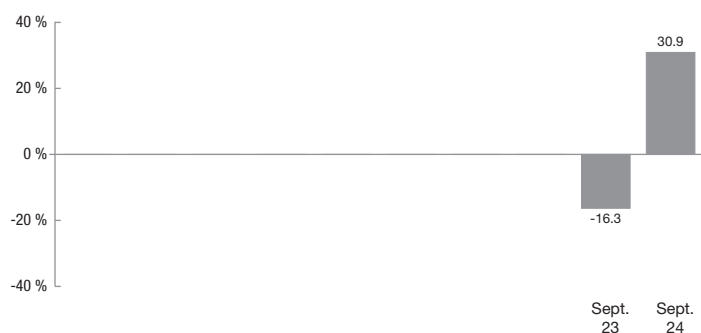
Series A



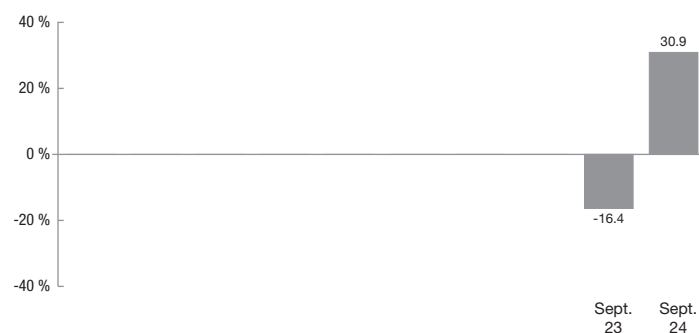
Series F



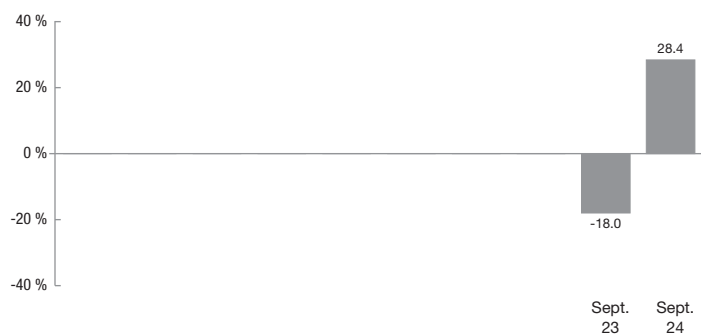
Series I



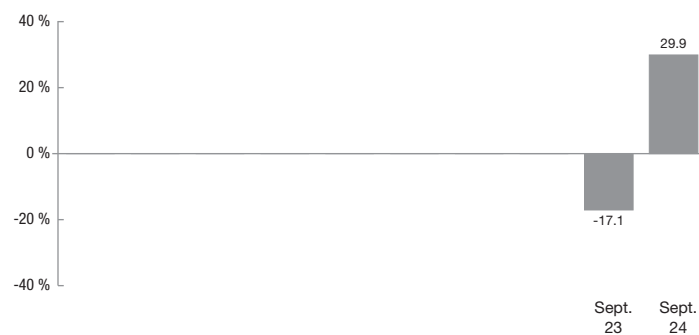
Series O



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 S&P Global Infrastructure Index (C\$).

The S&P Global Infrastructure Index is designed to track companies from around the world chosen to represent the listed infrastructure industry while maintaining liquidity and tradability.

While the Fund uses this benchmark for long-term performance comparisons, it is not managed relative to the composition of the above-noted index. As a result, the Fund may experience periods when its performance is not aligned with this 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 ^(*) (%)
S&P Global Infrastructure Index (C\$)	29.6	N/A	N/A	N/A	**
NEI Clean Infrastructure Fund, Series A	28.2	N/A	N/A	N/A	0.5
NEI Clean Infrastructure Fund, Series F	29.6	N/A	N/A	N/A	1.6
NEI Clean Infrastructure Fund, Series I	30.9	N/A	N/A	N/A	2.7
NEI Clean Infrastructure Fund, Series O	30.9	N/A	N/A	N/A	2.7
NEI Clean Infrastructure Fund, Series P	28.4	N/A	N/A	N/A	0.7
NEI Clean Infrastructure Fund, Series PF	29.9	N/A	N/A	N/A	1.8

^(*)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 A: 11.0%, Series F: 10.7%, Series I: 10.8%, Series O: 10.6%, Series P: 10.6%, Series PF: 10.6%.

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Summary of Investment Portfolio as at September 30, 2024

Total Net Asset Value: \$363,250,825

Top Holdings		%	Geographic Distribution		%
Clearway Energy, Class C		6.5	United States		42.6
ERG		5.5	Other Countries		23.7
Exelon		5.4	Italy		13.1
Dominion Resources		5.4	United Kingdom		10.7
ReNew Energy Global, Class A		5.0	Canada		7.8
NextEra Energy		4.8	Cash and Equivalents		2.1
NextEra Energy Partners		4.8	Total		100.0
Enel		4.5	"Other Countries" geographic category includes all countries individually representing less than 5% of the Fund's net asset value. The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the investment fund. Updates are available quarterly.		
Avista		4.3			
Innergex Renewable Energy		4.2			
Drax Group		4.2			
Energias de Portugal		4.0			
Edison International		3.9			
Orsted		3.9			
BKW		3.8			
National Grid		3.5			
Terna—Rete Elettrica Nazionale		3.1			
Constellation Energy		2.9			
China Longyuan Power Group		2.6			
EDP Renovaveis		2.3			
Public Service Enterprise Group		2.1			
Cash and Equivalents		2.1			
RENOVA		1.9			
China Suntien Green Energy		1.6			
Greencoat Uk Wind		1.6			
Total		93.9			