



Independent Review Committee  
Annual report to investors for the year ended December 31, 2017

Dear Investor,

An Independent Review Committee (“the IRC”) was established August 6, 2008 for portfolios (collectively, the “Portfolios”) managed by EdgePoint Wealth Management Inc. (“EdgePoint”, or the “Manager”), and sub-advised by EdgePoint Investment Group Inc. (“Investment Advisor”). This Independent Review Committee was created pursuant to the provisions of National Instrument 81-107: Independent Review Committee for Investment Funds.

Securities regulators have given the IRC the role of reviewing Portfolio conflict of interest matters identified and referred to us by EdgePoint and have asked us to give our approval or recommendation on such matters. The objective of the IRC is to determine whether the Manager’s proposed action achieves a fair and reasonable result for the Portfolios and their investors.

At least once, on an annual basis, the IRC reviews and assesses the adequacy and effectiveness of the policies and procedures relating to conflict of interest matters in respect of the Portfolios, and conducts a self-assessment of the IRC’s independence, compensation and effectiveness.

### **Members of the IRC**

<b>Name</b>	<b>Residence</b>
David Cohen	Montreal, QC
Scott Cooper	Denver, CO
Joseph Shaw (Chair)	Toronto, ON

The members listed above were appointed on August 6, 2008. There have been no changes in the composition of the IRC since its inception date.

### **Holdings of Securities:**

The IRC members held securities in the Portfolios, the Manager and the Portfolios’ service providers as outlined below:

#### **a) Portfolios**

As at December 31, 2017, members of the IRC did not beneficially own, directly or indirectly, in aggregate, in excess of 10% of the outstanding units of any series of the Portfolios covered by this report;

**b) Manager**

As at December 31, 2017, no members of the IRC beneficially owned, directly or indirectly, any class or series of voting or equity securities of the Manager; and

**c) Service Providers**

As at December 31, 2017, no members of the IRC beneficially owned, directly or indirectly, any class or series of voting or equity securities of a person or company that provides services to the Portfolios or the Manager with respect to its Portfolio business.

**IRC Compensation and Indemnities**

The aggregate compensation and expenses paid by the Portfolios to the IRC for the period of January 1, 2017 through December 31, 2017 was \$51,850.49. This amount was allocated proportionately among the following EdgePoint Portfolios:

- EdgePoint Canadian Portfolio
- EdgePoint Global Portfolio
- EdgePoint Canadian Growth & Income Portfolio
- EdgePoint Global Growth & Income Portfolio

The initial compensation of the IRC was set by the Manager. On an annual basis, the IRC reviews their compensation, taking into consideration the Manager's recommendations and giving consideration to the following:

- The best interests of the Portfolios and their investors;
- Industry best practices, including industry averages and any surveys on IRC compensation;
- The number, nature and complexity of the Portfolios; and
- The nature and extent of the workload of each member of the IRC, including the commitment of time and energy that is expected from each member.
- No indemnities were paid to the IRC or to any IRC members by the Portfolios or the Manager during the period covered by this report.

**Conflict of Interest Matters*****Recommendations with Standing Instructions***

During the period, the IRC reviewed, and where appropriate, arranged for periodic reporting on certain conflict of interest matters referred to it by the Manager. The IRC has provided the Manager with standing instructions on the following policies which were relied upon by the Manager:

- Personal trading
- Gifts and entertainment
- Fair allocation amongst clients
- Best execution and the use of client brokerage commissions
- Proxy voting
- Portfolio net asset value correction
- Sales practices
- Complaint management

- Allocation of fees and expenses
- Securities valuation
- Inter-fund trading

### *Approvals*

During the period, the IRC approved the closure of Series O units of the Portfolios.

### **Compliance**

The IRC is not aware of any instance in which the Manager acted in a conflict of interest manner or contrary to the recommendations of the IRC. The Manager has an obligation to notify the IRC of any such instances.

We appreciate EdgePoint's consistent support and openness in assisting the IRC toward achieving its objectives and look forward to continuing to serve in the best interests of the Portfolios and their investors.

Cordially,

Joseph D. Shaw  
Chair of the IRC  
February 25<sup>th</sup>, 2018