

PEMBROKE

PRIVATE WEALTH MANAGEMENT

PEMBROKE CONCENTRATED FUND

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE DECEMBER 31, 2023

INCEPTION DATE
January 31, 2018

THE PORTFOLIO MANAGEMENT TEAM
PEMBROKE MANAGEMENT LTD.

This annual Management Report of Fund Performance contains financial highlights, but does not contain either interim or annual financial statements of the investment fund. You can get a copy of the interim or annual financial statements at your request, and at no cost, by calling 1-800-668-7383, by writing to us at 150 King Street West, Suite 1210, Toronto, Ontario M5H 1J9 or by visiting our website at www.pml.ca or SEDAR at www.sedar.com. Unitholders may also contact us using one of these methods (except on the SEDAR website) to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

Investment Objective and Strategies

Pembroke Concentrated Fund (the “Fund”) seeks to provide long-term growth through capital appreciation by investing primarily in a concentrated number of small to mid-sized US and Canadian companies judged to have above average growth potential or to be undervalued. To achieve the Fund’s investment objective the Fund will be invested primarily in companies believed to have quality management teams with aligned interests, sustainable growth prospects, a strong competitive position and business quality. The portfolio manager aims to add value through disciplined security selection and a concentrated approach to portfolio construction, with approximately 12-18 companies expected in the portfolio.

Class A units and Class F units of this Fund are being offered by Pembroke Private Wealth Management Ltd. (“PPW”). No management fees are charged to the Fund with respect to Class A units. Class F units are available, at the discretion of the Manager, to investors who are enrolled in a dealer sponsored fee for service or wrap program and who are subject to an annual asset-based fee rather than commissions on each transaction. PPW will charge to the Fund management fees in respect of Class F units. The existence of the Class F units has no effect on the fees charged to holders of Class A units of the Fund. Refer to the Management fee section for further details on this.

Risk

The overall risk of the Fund is as described in the Simplified Prospectus. There were no material changes to the Fund over the financial period that affected the overall level of risk associated with an investment in the Fund. The Fund is suitable for investors who have a medium tolerance for risk, are seeking long-term capital growth and who want specific exposure to the United States and Canada, accept investing in a small number of stocks versus the typical mutual fund, and can tolerate the risk of investing in smaller companies. The Fund holds US securities and as a result is exposed to US dollar currency risk. It is not the Fund’s policy to hedge currency exposure as Pembroke Management Ltd. (“Pembroke”) do not believe that hedging will add value in the long-term.

Results of Operations

For the year ended December 31, 2023, the Class A and Class F units of the Fund posted a return of 15.48% and 14.12% respectively. In comparison, the Fund’s benchmark index, the Russell 2000 posted a return of 14.18% for the same period. For the year ended December 31, 2022, Class A and Class F units of the Fund posted a return of -19.07% and -20.02% respectively compared to the Fund’s benchmark which posted a -15.00% return.

Since its inception in January of 2018, the fund has compounded value at approximately 11.9% per annum compared to the Russell 2000 at roughly 7.1%.

The fund rose in 2023 on the heels of a difficult 2022. Small and mid-capitalization equities struggled for much of the year before surging in the year’s final two months. From its October 27th, 2023 low, the Russell 2000 benchmark rose 24.3% through December 31st, 2023. Inflation and rising interest rates challenged investors for most of the year. Generally, the market’s poor breadth was masked by the performance of a narrow group of stocks, aptly named “the Magnificent 7”, which propped up major market indices. Many investors assumed that inflation would continue to rise and interest rates would remain elevated for a prolonged period. In the fourth quarter, data trickled in that supported an opposing possibility. A more favourable outlook for inflation and peak interest rate calls pushed investors back into stocks. Importantly, the breadth of the market improved, and the run to a new 52-week high was not driven by the same narrow group of stocks that had supported major indices for much of 2023. From a fundamental perspective, well-managed companies adapted to the uncertain economic environment by reducing costs and focusing on their profitability and cash flow. Pembroke was encouraged by the fact that many of its holdings took the opportunity to buy back their own stock or make opportunistic acquisitions. Strong fundamentals combined with falling stock prices to produce attractive valuations for many high-quality growth stocks, helping set the table for the market’s rise into the end of the year on the back of improving macroeconomic data. Pembroke’s positive finish was driven by strength in industrial, information technology, and consumer discretionary holdings. Healthcare holdings hurt performance as the sector broadly struggled in 2023.

Shares of Installed Building Products (“IBP”) more than doubled in 2023. IBP is one of the largest installers of residential building insulation in the US, and as such is heavily dependent on new home construction. In 2023, IBP benefited from a combination of strong multi-family home construction, solid contribution from the company’s well-oiled M&A engine, price inflation tailwinds, and profit margin expansion, all of which more than offset a relatively weak single-family housing backdrop. The fourth quarter’s improving macroeconomic environment further galvanized investor interest: declining interest and mortgage rates, a healthy consumer, low unemployment, and a better-than-expected economy all support the housing market. Looking to 2024, this backdrop coupled with solid execution should allow IBP to grow free cash flow in the double digits. Pembroke’s investment team sees many years of profitable growth for this reasonably priced, founder-led growth company.

Results of Operations (Cont'd)

Shares of Monolithic Power Systems ("MPWR"), a leading designer of analog power management semiconductors, jumped almost 80% in 2023. MPWR benefited from bottoming signals in the broader semiconductor cycle – specifically that inventories were normalizing and demand was picking up. Furthermore, from a sector and sentiment perspective, declining interest rates and a strong economic backdrop tend to help semiconductor stocks in general and MPWR in particular. Bigger picture, Pembroke continues to see a compelling multi-year setup for MPWR with its sustainable competitive advantages, enormous market opportunity, high-quality business model, and shareholder aligned management team.

Shares in Paycom, Inc. ("PAYC") declined 49% in the 2023. While several factors were to blame, the market reacted negatively to PAYC's weaker than guided Q3 results and its view on Q4 and 2024 revenue growth. PAYC is struggling through a new product introduction that, while ultimately serving the best interests of their customers, is resulting in slower revenue growth – at least through 2023 and part of 2024. While Pembroke views management's initial 2024 guidance as conservative, the company is not supplying sufficient detail for them to forecast the trajectory of revenue, margins, and earnings growth in 2024. Furthermore, the stock triggered Pembroke's fund-specific sell discipline and as such they exited the position. That said, the company's competitive position remains strong and unchanged; this new product introduction growing pain is finite in nature; PAYC remains the best sales organization in the sector, and few things matter more in payroll / human capital management software; and valuation is now compelling. While they need conviction on the timing of a bottom in growth and margins, that inflection point is likely an excellent buying opportunity and could represent a re-entry point for PAYC in the Fund.

Shares in Shutterstock ("SSTK"), the largest platform for stock photography sales, declined in 45% in 2023 due to mixed fundamentals (revenues were up, earnings were flat to down) and market fears surrounding artificial intelligence ("AI"). On the latter, the market's concern is that images will now be AI-generated and tailored exactly to the demands of end users, thereby disrupting the traditional sale of stock (i.e., unaltered) photography. However, that possibility faces numerous obstacles.

First, artificial intelligence needs to be trained by a library of images. In fact, OpenAI, the leading AI-generative company, partnered with Shutterstock to train its models. Meta and other large companies are also coming to the company to leverage its library of images, music and videos in order to train their models. Second, copyright lawyers are salivating at the opportunity to hold advertisers accountable for using artwork while not paying for it. Shutterstock now offers them the possibility to purchase and edit art, or even to create their own art using OpenAI's technology, while having the express legal right to use the output for commercial purposes.

Interestingly, Shutterstock owns all the images created by users on its AI platform that are not paid for, leading to exponential growth in its library. Shutterstock, in other words, owns critical content that will enable the AI revolution to take hold. In the meantime, the company is managing through a slowdown in advertising spend, while still delivering modest revenue growth, earnings before interest, taxes, depreciation and amortization (EBITDA) margins in the upper 20's, and robust free cash flow.

All that said, Pembroke exited their position in SSTK during the year due to it triggering their stop loss sell discipline target.

At December 31, 2023, the total net asset value of the Class A units was \$94.7 million as compared to \$90.7 million at December 31, 2022. The total net asset value of the Class F units was \$23.9 million at December 31, 2023, as compared to \$18.6 million at December 31, 2022. The cash position was 1.48% of net asset value.

The number of Class A units outstanding in the Fund at December 31, 2023 was 5.1 million compared to 5.6 million at December 31, 2022 and, the number of Class F units outstanding in the Fund at December 31, 2023 was 1.7 million compared to 1.5 million at December 31, 2022.

Unrealized appreciation on investments as at December 31, 2023 was \$21.2 million as compared to \$4.7 million as at December 31, 2022 resulting in an increase in unrealized appreciation on investments of \$16.5 million. The Fund had net realized losses on investments sold during the year of \$0.6 million.

Fees and Expenses

During the year, the Fund paid a total of \$0.5 million in operating expenses. The management expense ratio ("MER") for Class A unitholders was 0.15%. The MER for Class F unitholders was 1.30%.

The Fund was previously a Pooled Fund and the MER did not account for various fund expenses that will now be incurred as a mutual fund. For the period the Fund was a pooled fund, the expenses would have been higher if the Fund was a prospectus mutual fund.

Results of Operations (Cont'd)

Unitholder Activity

Throughout the year, \$9.9 million flowed into the Fund by way of subscriptions and \$16.3 million flowed out of the Fund as a result of redemptions.

Related Party Transactions

PPW is the Fund's Manager. The Fund Manager provides the day-to-day management of the business and operations of the Fund. The fees paid to the Fund Manager are shown in the "Management Fees" section of this report. Pembroke is the portfolio manager of the Fund. Pembroke is the parent company of the Fund Manager, PPW. Pembroke's fees are paid by the Fund Manager, for services including investment, management, administration, advisory and accounting. The related party transactions take place in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Recent Developments

Outlook

Inflationary pressures remain front of mind for yield-conscious equity investors. As these pressures ebb, interest rates should step downwards and offer valuation support to the capital markets. While Pembroke believes the environment will be conducive to the expansion of valuation multiples, tepid economic growth and lingering inflation will be a headwind to corporate earnings, interest coverage, and dividend distributions. Nonetheless, Pembroke continues to identify companies with agile business models and management teams that can adjust to uncertainty and grow throughout a business cycle.

PEMBROKE CONCENTRATED FUND

Past Performance

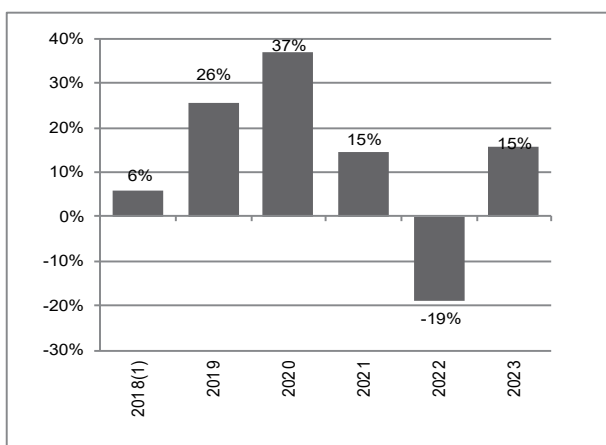
The indicated rates of return are the historical annual compounded total return changes in unit values and reinvestment of all distributions and do not take into account sales, redemptions, distributions or other optional charges that would have reduced returns. Mutual funds are not guaranteed, their values may increase or decrease and past performance may not be repeated.

The Fund's performance numbers have been prepared under the assumption that all distributions are reinvested in additional units of the Fund. If you hold this Fund outside of a registered plan, income and capital gains distributions that are paid to you increase your income for tax purposes, whether paid to you in cash or reinvested in additional units. The amount of the reinvested taxable distributions is added to the adjusted cost base of the units that you own. This would decrease your capital gains or increase your capital losses when you later redeem from the Fund, thereby ensuring that you are not taxed on this amount again. Please consult your tax advisor regarding your personal tax situation.

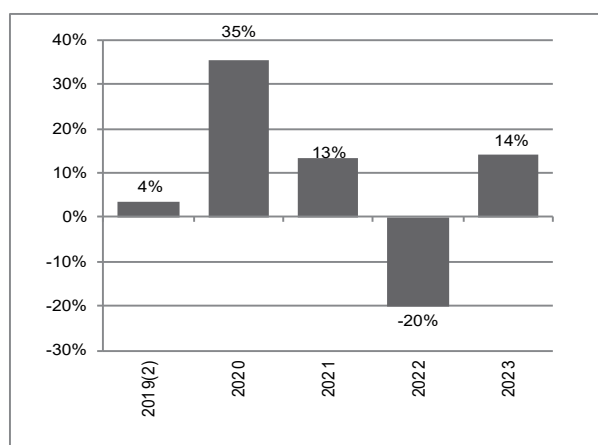
Year-by-year returns

The bar chart indicates the Fund's performance for each of the years shown, and illustrates how the Fund's performance has changed from year to year. The bar chart shows, in percentage terms, how much an investment made on the first day of each financial year would have grown or decreased by the end of the financial year. The percentage figures indicated have been rounded to the nearest whole number due to space constraints.

Class A



Class F



(1) The performance reported refers to performance of the Fund – Class A beginning as at January 31, 2018, inception of the Fund

(2) The performance reported refers to performance of the Fund – Class F beginning as at October 15, 2019.

Annual compound returns

The following table shows the Fund's annual compound total return for the periods shown ending on December 31, 2023. The annual compound total return is also compared to the Russell 2000 Total Return Index on the same compound basis.

All index returns are calculated in Canadian dollars on a total return basis.

December 31, 2023	1 yr	3 yr	5 yr	10 yr	Since inception
Pembroke Concentrated Fund - Class A	15.48%	2.32%	13.04%	N/A	11.94% ⁽¹⁾
Pembroke Concentrated Fund - Class F	14.12%	1.12%	N/A	N/A	9.26% ⁽²⁾
Russell 2000 Total Return Index ⁽³⁾	14.18%	3.53%	9.29%	N/A	7.10%

(1) Beginning of operation for Class A is January 31, 2018

(2) Beginning of operation for Class F is October 15, 2019

(3) The Russell 2000 Total Return Index is a measure of the performance of the small-cap segment of the US equity universe. The Russell 2000 Index is a subset of the Russell 3000® Index that includes approximately 2000 of the smallest securities based on a combination of their market cap and current index membership.

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Summary of Investment Portfolio

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

Industry Sector	% of Net Asset Value
Industrials	46.73%
Information Technology	22.73%
Consumer Discretionary	15.38%
Health Care	13.91%
Cash	1.48%
Other Net Current Assets	-0.22%
Total	100.00%

Top 25 Holdings (Note, the Fund has a total of 19 investments)

Company	% of Net Asset Value	Industry Sector
1 Core & Main	8.50%	Industrials
2 Installed Building Products	8.39%	Consumer Discretionary
3 Bio-Techne	7.06%	Health Care
4 Globus Medical	6.85%	Health Care
5 SiteOne Landscape Supply	6.71%	Industrials
6 Trex	6.69%	Industrials
7 Monolithic Power Systems	6.59%	Information Technology
8 Sprout Social	6.52%	Information Technology
9 Pure Storage	5.60%	Information Technology
10 Albany International	5.54%	Industrials
11 A. O. Smith	4.37%	Industrials
12 WNS (Holdings)	4.33%	Industrials
13 Federal Signal	3.91%	Industrials
14 Stoneridge	3.57%	Consumer Discretionary
15 Watsco	3.54%	Industrials
16 Gentherm	3.43%	Consumer Discretionary
17 Bowman Consulting Group	3.15%	Industrials
18 SPS Commerce Inc.	2.08%	Information Technology
19 Vertex	1.92%	Information Technology
Top 25 Holdings	98.75%	

PEMBROKE CONCENTRATED FUND

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 financial years indicated. This information is derived from the Fund's audited annual financial statements. The information presented is based on prescribed regulations and, as a result, is not expected to sum due to the increase (decrease) in net assets attributable to holders of redeemable units being based on the average units outstanding during the year and all other numbers being based on the actual units outstanding at the relevant point in time.

THE FUND'S NET ASSETS PER UNIT					CLASS A
	December 31, 2023	December 31, 2022	December 31, 2021	December 31, 2020	December 31, 2019
Net assets attributable to holders of redeemable units, beginning of year ⁽¹⁾	16.15	19.97	17.58	12.88	10.26
Increase (decrease) in net assets attributable to holders of redeemable units:					
Total revenue	0.07	0.06	0.05	0.03	0.02
Total expenses	(0.04)	(0.03)	(0.02)	(0.02)	(0.03)
Realized gains (losses) for the year	(0.09)	(0.04)	0.49	0.67	(0.47)
Unrealized gains (losses) for the year	2.50	(3.82)	2.03	4.90	1.59
Total Increase (decrease) in net assets attributable to holders of redeemable units ⁽²⁾	2.45	(3.83)	2.55	5.58	1.11
Distributions to holders of redeemable units:					
From income (excluding dividends)	-	-	-	-	(0.01)
From dividends	(0.04)	(0.01)	(0.01)	(0.02)	-
From capital gains	-	-	(0.17)	(0.05)	-
Return on capital	-	-	-	-	-
Total distributions to holders of redeemable units ⁽³⁾	(0.04)	(0.01)	(0.18)	(0.07)	(0.01)
Net assets attributable to holders of redeemable units, end of year ⁽⁴⁾	18.61	16.15	19.97	17.58	12.88

(1) This information is derived from the Fund's audited annual financial statements.

(2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) in net assets attributable to holder's of redeemable units is based on the weighted average number of units outstanding over the financial year.

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

(4) This table is not intended to be a reconciliation of beginning to ending net assets per unit.

RATIOS AND SUPPLEMENTAL DATA (based on Trading NAV)

	December 31, 2023	December 31, 2022	December 31, 2021	December 31, 2020	December 31, 2019
Total net asset value (\$) (000's) ⁽¹⁾	94,708	90,736	115,355	73,591	28,581
Number of redeemable units outstanding (000's) ⁽¹⁾	5,088	5,618	5,776	4,186	2,219
Management expense ratio (%) ⁽²⁾	0.15	0.00	0.00	0.01	0.04
Management expense ratio before waivers or absorptions (%) ⁽²⁾	0.15	0.10	0.10	0.26	0.32
Trading expense ratio (%) ⁽³⁾	0.06	0.10	0.10	0.10	0.22
Portfolio turnover rate (%) ⁽⁴⁾	43.25	26.33	57.95	76.26	52.82
Net asset value per unit (\$)	18.61	16.15	19.97	17.58	12.88

(1) This information is provided as at December 31 of the year shown, as applicable.

(2) The management expense ratio ("MER") is calculated in accordance with National Instrument 81-106, based on expenses for the stated year (including Harmonized Sales Tax, Goods and Service Tax, income tax and interest) but excluding foreign withholding taxes, commissions and other portfolio transaction costs, and is expressed as an annualized percentage of the daily average net asset value during the year. PPW may, at its discretion and without notice to unitholders, waive or absorb certain operating expenses. The Fund has had expenses waived or absorbed for all the years presented. The waiver or absorption of operating expenses is expected to continue for an indefinite period of time and can be terminated by PPW at its discretion and without prior notice.

The Fund was previously a pooled fund and the MER did not account for various fund expenses that will now be incurred as a mutual fund.

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

(4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor trades its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a Fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

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Financial Highlights (Cont'd)

THE FUND'S NET ASSETS PER UNIT					CLASS F
	December 31, 2023	December 31, 2022	December 31, 2021	December 31, 2020	December 31, 2019
Net assets attributable to holders of redeemable units, beginning of year ⁽¹⁾	12.40	15.50	13.68	10.40	10.00
Increase (decrease) in net assets attributable to holders of redeemable units:					
Total revenue	0.05	0.05	0.04	0.03	0.00
Total expenses	(0.18)	(0.17)	(0.19)	(0.16)	(0.02)
Realized gains (losses) for the year	(0.09)	(0.07)	(0.07)	1.26	0.00
Unrealized gains (losses) for the year	1.74	(3.68)	2.14	5.80	0.23
Total Increase (decrease) in net assets attributable to holders of redeemable units ⁽²⁾	1.52	(3.87)	1.92	6.93	0.21
Distributions to holders of redeemable units:					
From income (excluding dividends)	-	-	-	-	-
From dividends	-	-	-	-	-
From capital gains	-	-	-	(0.40)	-
Return on capital	-	-	-	-	-
Total distributions to holders of redeemable units ⁽³⁾	-	-	-	(0.40)	-
Net assets attributable to holders of redeemable units, end of year ⁽⁴⁾	14.15	12.40	15.50	13.68	10.40
<p>(1) This information is derived from the Fund's audited annual financial statements.</p> <p>(2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) in net assets attributable to holder's of redeembale units is based on the weighted average number of units outstanding over the financial year.</p> <p>(3) Distributions were paid in cash and/or reinvested in additional units of the Fund.</p> <p>(4) This table is not intended to be a reconciliation of beginning to ending net assets per unit.</p>					
RATIOS AND SUPPLEMENTAL DATA (based on Trading NAV)					
	December 31, 2023	December 31, 2022	December 31, 2021	December 31, 2020	December 31, 2019
Total net asset value (\$) (000's) ⁽¹⁾	23,894	18,602	35,094	8,083	48
Number of redeemable units outstanding (000's) ⁽¹⁾	1,689	1,500	2,264	591	5
Management expense ratio (%) ⁽²⁾	1.30	1.16	1.16	1.12	0.27
Management expense ratio before waivers or absorptions (%) ⁽²⁾	1.30	1.26	1.26	1.37	0.27
Trading expense ratio (%) ⁽³⁾	0.06	0.10	0.10	0.10	0.22
Portfolio turnover rate (%) ⁽⁴⁾	43.25	26.33	57.95	57.95	76.26
Net asset value per unit (\$)	14.15	12.40	15.50	13.68	10.40
<p>(1) This information is provided as at December 31 of the year shown, as applicable.</p> <p>(2) The management expense ratio ("MER") is calculated in accordance with National Instrument 81-106, based on expenses for the stated year (including Harmonized Sales Tax, Goods and Service Tax, income tax and interest) but excluding foreign withholding taxes, commissions and other portfolio transaction costs, and is expressed as an annualized percentage of the daily average net asset value during the year. PPW may, at its discretion and without notice to unitholders, waive or absorb certain operating expenses. The Fund has had expenses waived or absorbed for all the years presented. The waiver or absorption of operating expenses is expected to continue for an indefinite year of time and can be terminated by PPW at its discretion and without prior notice.</p> <p>(3) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the year.</p> <p>(4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor trades its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a Fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.</p>					

PEMBROKE CONCENTRATED FUND

Financial Highlights (Cont'd)**Management Fees**

Management fees are charged directly to unitholders. Subject to the maximum fees set forth below, unitholders are charged management fees based on the assets under management of their PPW relationship. Such management fees are payable directly to PPW by the redemption (without charge) of a sufficient number of units of the Fund held.

Assets under management under \$5 million		
Name of the Fund	Assets under management	
	Under \$1 million	Between \$1 million and \$5 million
Pembroke Money Market Fund ¹	-	-
Pembroke Canadian Bond Fund	0.65%	0.50%
Pembroke Corporate Bond Fund	0.75%	0.60%
Pembroke Canadian Balanced Fund	1.30%	1.00%
Pembroke Global Balanced Fund	1.30%	1.00%
Pembroke Canadian All Cap Fund	1.50%	1.50%
Pembroke Canadian Growth Fund	1.70%	1.50%
Pembroke American Growth Fund Inc.	1.50%	1.50%
Pembroke International Growth Fund	1.50%	1.50%
Pembroke Concentrated Fund - Class A Units	1.50%	1.50%
Pembroke Dividend Growth Fund	1.50%	1.50%

¹ Management fee rate was reduced from 0.10% to nil as of November 1, 2020

Assets under management above \$5 million			
Name of the Fund	Assets under management		
	First \$10 million	Next \$15 million	Above \$25 million
Pembroke Money Market Fund ¹	-	-	-
Pembroke Canadian Bond Fund	0.40%	0.40%	0.40%
Pembroke Corporate Bond Fund	0.50%	0.50%	0.50%
Pembroke Canadian Balanced Fund	0.75%	0.75%	0.65%
Pembroke Global Balanced Fund	0.75%	0.75%	0.65%
Pembroke Canadian All Cap Fund	1.00%	0.85%	0.75%
Pembroke Canadian Growth Fund	1.00%	0.85%	0.75%
Pembroke American Growth Fund Inc.	1.00%	0.85%	0.75%
Pembroke International Growth Fund	1.00%	0.85%	0.75%
Pembroke Concentrated Fund - Class A Units	1.00%	0.85%	0.75%
Pembroke Dividend Growth Fund	1.00%	0.85%	0.75%

¹ Management fee rate was reduced from 0.10% to nil as of November 1, 2020

Management fees paid directly by Class A unitholders of the Fund to PPW through a redemption of units was \$1.1 million for the year ended December 31, 2023.

PPW charges the Fund management fees in respect of Class F units computed at the annual rate of 1.00% plus applicable taxes. Such management fee are accrued daily and paid monthly. The applicable rate is applied to the Net Asset Value of the Class and charged as a Class specific expense. Class F management fees expense for the year was \$0.3 million.

Under the Pembroke Family Advantage Program, the value of family holdings of all family members designated by the investor will be considered to determine the management fee applicable to all family members. In order to benefit from the Pembroke Family Advantage Program, family members must be designated by the investor using the form prepared by PPW and must be approved by PPW prior to any management fee reduction being applicable. Management fees are determined based on the amount of assets under management with PPW and Pembroke.

All management fees were used by the Manager to pay costs for managing the investment portfolio, providing investment analysis and recommendations, making investment decisions, and providing other services. For the year ended December 31, 2023, none of the management fees received by the Manager were used to fund commission payments and other dealer compensation (collectively "distribution-related costs") paid to registered dealers and brokers for units of the Fund bought and held by investors.

P E M B R O K E
P E M B R O K E C O N C E N T R A T E D F U N D

Caution Regarding Forward-looking Statements

This document may contain forward-looking statements relating to anticipated future events, results, circumstances, performance or expectations that are not historical facts but instead represent our beliefs regarding future events. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions and other forward-looking statements will not prove to be accurate. We caution readers of this document not to place undue reliance on our forward-looking statements as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed or implied in the forward-looking statements. Actual results may differ materially from management expectations as projected in such forward-looking statements for a variety of reasons, including, but not limited to, market and general economic conditions, interest rates, regulatory and statutory developments and the effects of competition in the geographic and business areas in which the Fund may invest. We caution that the foregoing list of factors is not exhaustive and that when relying on forward-looking statements to make decisions with respect to investing in the Fund, investors and others should carefully consider these factors, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. Further, it should be noted that the Fund 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.

P E M B R O K E
P R I V A T E W E A L T H M A N A G E M E N T

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Pembroke Private Wealth Management Ltd. is a mutual fund dealer and manager of the Pembroke Funds.
Pembroke Management Ltd. is an investment adviser.

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