

Canadian Scholarship Trust Founders' Plan

Audited Financial Statements and
Management Report of Fund Performance
October 31, 2023 and 2022



Contents

Management Report of Fund Performance	1
Management's Responsibility for Financial Reporting	4
Independent Auditor's Report	4
Statements of Financial Position	6
Statements of Comprehensive Income	7
Statements of Changes in Net Assets Attributable to Subscribers and Beneficiaries	7
Statements of Cash Flows	8
Schedule I – Statement of Investment Portfolio	9
Schedule II – Subscribers' Deposits and Accumulated Income	10
Schedule III – Education Assistance Payments	11
Notes to the Financial Statements	12

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

Certain portions of the Management Report of Fund Performance, including but not limited to, "Results of Operations" and "Recent Developments", may contain forward-looking statements about the Plan, including its strategy, risks, expected performance and condition. 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" and similar forward-looking expressions or negative versions thereof.

In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Plan 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, among other things, risks, uncertainties and assumptions about the Plan and economic factors. Accordingly, assumptions concerning future economic and other factors may prove to be incorrect at a future date.

Forward-looking statements are not guarantees of future performance, and actual events could differ materially from those expressed or implied in any forward-looking statements made by the Plan. Any number of important factors could contribute to these digressions, including, but not limited to, general economic, political and market factors in North America and internationally, interest and foreign exchange rates, global equity and capital markets, business competition, technological change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events.

It should be stressed that the above-mentioned list of important factors is not exhaustive. You are encouraged to consider these and other factors carefully before making any investment decisions and you are urged to avoid placing undue reliance on 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.

Management Report of Fund Performance

Introduction

This annual management report of fund performance contains financial highlights but does not contain the complete annual financial statements of the Canadian Scholarship Trust Founders' Plan (the "Plan"). A copy of the annual financial statements can be obtained on request, and at no cost, by visiting our website at www.cst.org, SEDAR at www.sedar.com, by calling our customer service team at 1-877-333-7377 or by writing to us by mail at 2235 Sheppard Avenue East, Suite 1600, Toronto, Ontario M2J 5B8.

The Canadian Scholarship Trust Foundation (the "Foundation"), as the Plan sponsor, and C.S.T. Savings Inc. ("CST Savings"), as the Investment Fund Manager, view corporate governance and compliance as critical to overall corporate performance and long-term investment returns, and as such we review and support the proxy voting guidelines established by our investment managers. Each investment manager's proxy voting policy is available on request through our customer service area or by contacting us at cstplan@cst.org.

This management discussion of fund performance presents the portfolio management team's view on the significant factors and developments during the year ended October 31, 2023, that have affected the Plan's performance and outlook.

Investment Objective and Strategy

The Plan's investment objectives are to protect Subscribers' principal (net "Contributions" or "Principal"), and to deliver a reasonable positive return on investments over a long-term investment horizon within prudent risk tolerances. Income assets (money earned on either contributions or government grants, such as interest and capital gains) are invested identically to Principal.

The Plan invests primarily in debt securities of Canadian federal or provincial governments, and corporations according to a strategic asset mix. The investments are managed by CST Asset Management Inc. and allocated among different market sectors and different maturity segments at the portfolio manager's discretion, in accordance with our investment policies and mandates.

Risk

The risks of investing in the Plan remain as described in the prospectus. There were no material changes to the Plan during the year that affected the overall level of risk associated with an investment in the Plan.

Results of Operation

Plan Performance

During the year, the Plan's rate of return, net of fees, was 2.5% compared to the investment policy benchmark ("Benchmark") return of 1.9% and the FTSE Canada All Government Bond Index return of -1.0% ("Broad-based Index"). The Plan's return is after the deduction of fees and expenses of 0.9%, while the Benchmark and Broad-based Index returns do not include any costs of investing such as fees, expenses and commissions.

In comparison to the Benchmark, the Plan's rate of return, before fees and expenses, outperformed the Benchmark, as the

larger allocation to shorter-term maturities positively impacted relative performance.

In comparison to the Broad-based Index, the Plan's allocation to shorter-term maturities outperformed as rising yields negatively impacted longer-term maturities. Given the Plan's liabilities and expected maturity payout profile, the composition of the Plan's assets is managed to meet the cash flow requirements of Plan holders.

Economic Review

The global economy continued to improve this year, despite elevated consumer price levels and multiple geo-political events. Central banks across the globe maintained their commitment to fighting inflation through sustained higher interest rates. In October 2023, the International Monetary Fund (IMF) projected global growth to slow from 3.5% in 2022 to 3.0% for 2023 and 2.9% the following year, well below the historical long-term average. The IMF noted global growth risk levels appear more balanced as compared with the prior year but remain tilted to the downside.

The Bank of Canada made progress with its goal of dampening CPI inflation with a decline from its peak of 8.1% in June 2022 to just under 4.0% as of September 2023. This was achieved as the policy interest rate was increased four times throughout the year, starting at 3.75% in October 2022 and moving to 5.00% by September 2023. As a result, the Canadian economy slowed throughout 2023, with GDP growth falling from 0.6% in October 2022 to 0.0% by July 2023. The Canadian labour market loosened from May onwards with unemployment levels reaching 5.7% while demand slowed. The Canadian dollar weakened relative to the US dollar throughout most of the year before rallying back to just under 74 cents U.S. by the end of October.

As global financial conditions tightened, yields on long-term bonds witnessed a sharp rise. With the Bank of Canada's overall

interest rate increase of 1.25% over the year, the yield curve shifted upwards and steepened. Longer dated maturities (as represented by the FTSE Canada Long-Term Bond Index) fell by 3.1%. More conservatively positioned short-term bonds benefited as the FTSE Canadian Short-Term Bond Index rose 2.4%, with cash (as represented by the FTSE 91 Day Treasury Bill Index) gaining 4.6% over the period. In this environment, the broad Canadian bond market (the FTSE Canada Universe Bond Index) was flat with a return of 0.0% and Canadian corporate bonds generating a return of 3.0% as spreads further narrowed over the period.

Recent Developments and Other Information

We strongly believe that our investment strategy and conservative management approach will continue to provide value. Our goal, as always, is to provide safety of principal and deliver a reasonable return within our investment policy guidelines and risk tolerances for our subscribers and beneficiaries.

Financial and Operating Highlights (with comparative figures)

The following table shows selected financial information about the Plan and is intended to help you understand the Plan's financial performance for the past five fiscal years. This information is derived from the Plan's audited annual financial statements.

(\$ thousands)	2023	2022	2021	2020	2019
Statements of Financial Position					
Total Assets	\$4,498	\$6,822	\$8,999	\$16,975	\$17,880
Net Assets	3,543	4,908	7,137	8,817	12,381
% Change in Net Assets Attributable to Subscribers and Beneficiaries	(27.8)%	(31.2)%	(19.0)%	(28.8)%	(33.9)%
Statements of Comprehensive Income					
Net Investment Income (Loss)	\$ 150	\$ (258)	\$ 125	\$ 712	\$ 1,274
Statements of Changes in Net Assets					
Education Assistance Payments	\$ (355)	\$ (562)	\$ (601)	\$ (1,318)	\$ (2,814)
Government Grants Repaid (net of receipts)	(260)	(187)	(528)	(768)	(1,157)
Government Grant Payments to Beneficiaries	(160)	(173)	(227)	(699)	(1,282)
Others					
Total number of units	4,967	5,507	8,370	9,185	9,971
% Change in the total number of units	(9.8)%	(34.2)%	(8.9)%	(7.9)%	(42.4)%

Management Fees

Administration Fees

An administration fee of \$24 thousand (2022 – \$30 thousand) comprising of Plan administration and processing fees and financial reporting expenses was paid to the Foundation, the sponsor and administrator of the Plan, in accordance with Subscribers' Education Savings Plan Agreements. The administration of the Plan includes processing and call centre services related to new agreements, Government Grants, plan modifications, terminations, maturities and Education Assistance Payments ("EAPs"). The annual administration fee is calculated as 0.7% of the total amount of Principal, Government Grants and Income earned on these amounts, subject to applicable taxes, and is paid monthly.

The Foundation has delegated certain administrative and distribution functions to its wholly-owned subsidiary, CST Savings, which is registered as the Plan's Investment Fund Manager in Ontario, Quebec, Newfoundland and Labrador, and Scholarship Plan Dealer under securities legislation of each of the provinces and territories of Canada in which it operates to sell scholarship plans. CST Savings is the exclusive distributor of the Canadian Scholarship Trust Plans.

In exchange for its administrative services, CST Savings receives an amount equal to the administration costs incurred plus a percentage of such costs from the Foundation. The administration services agreement is renewable on an annual basis.

Portfolio Management Fees

The Plan's annual investment management fee was 0.2% including applicable taxes (2022 – 0.2%), of the average market value of assets, based on the Investment Management Agreements with portfolio managers. The portfolio managers provide investment advisory and discretionary managed account services with respect to purchasing, selling, and dealing in securities.

Trustee and Custodian Fees

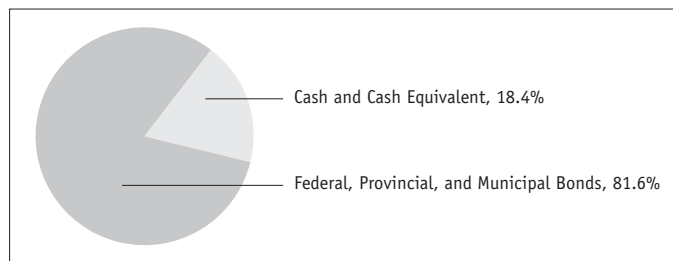
The Plan pays trustee and custodian fees to RBC Investor Services Trust to settle all investment trades and disburse fees, EAPs and other amounts in accordance with the terms of the Plan Agreement. For 2023 these fees charged to the Plan amounted to \$3 thousand (2022 – \$3 thousand) and were 0.08%, including applicable taxes, (2022 – 0.06%) of average market value of assets.

Summary of Plan Investment Portfolio

The Plan's Total Portfolio Assets are comprised of Principal, Government Grant and Income for all education savings plan agreements that have not reached their maturity date, and the assets from which eligible beneficiaries collect EAP payments. In previous years, the Plan's Total Portfolio Assets did not include the Government Grant assets.

The following chart illustrates the Plan's Total Portfolio Assets by investment categories.

Asset Mix as at October 31, 2023



The following table details the top 25 long positions in the Total Portfolio Assets of the Plan. The Plan is prohibited from holding short positions in securities.

Issuer			Fair Value (\$ 000's)	% of Plan Portfolio Assets
Province of Ontario	2.65	5 Feb 2025	753	17.1%
Province of Québec	3.75	1 Sep 2024	703	15.9%
Canada Housing Trust	2.55	15 Dec 2023	610	13.8%
Canada Housing Trust	0.95	15 Jun 2025	432	9.8%
Government of Canada	1.50	1 Jun 2026	325	7.4%
Canada Housing Trust	1.80	15 Dec 2024	275	6.2%
Government of Canada	1.50	1 Sep 2024	195	4.4%
Province of Ontario	3.50	2 Jun 2024	134	3.0%
Government of Canada	2.50	1 Jun 2024	99	2.2%
Government of Canada	2.25	1 Jun 2025	48	1.1%
Top 25 long positions as a percentage of Total Portfolio Asset of the Plan				80.9%

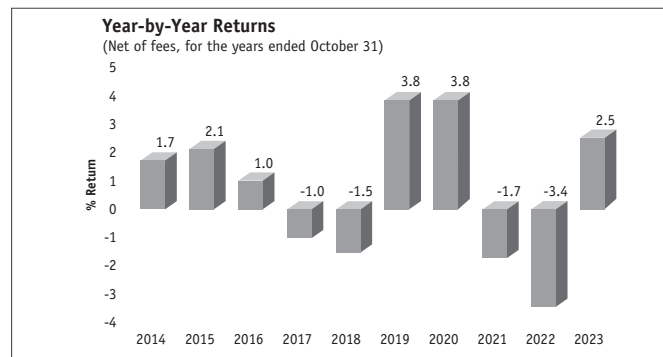
Note: The Plan holds fewer than 25 individual holdings.

Past Performance

The returns presented in the following chart and the annual compound returns table are based on the investment performance of the Plan's Total Portfolio Assets. Investment returns have been calculated using market values and time-weighted cash flows during the periods. Total expenses incurred by the Plan, including administration, portfolio management, custody and trustee fees, and Independent Review Committee expenses have been deducted and only net returns are displayed in each period. Past returns of the Plan do not necessarily indicate how it will perform in the future.

Year-by-Year Returns

The following bar chart illustrates the annual performance in each of the past ten years to October 31, 2023 of the Plan's Total Portfolio Assets. The chart illustrates in percentage terms how much an investment made in the Total Portfolio Assets, on the first day of each financial year, would have increased or decreased by the last day of each financial year:



Annual Compound Returns

The Benchmark for this Plan is:

92% FTSE Canada Short-Term Government Bond Index

7% FTSE Canada Short-Term Corporate Bond Index

1% FTSE Canada 91-Day Treasury Bill Index

The FTSE Canada Short-Term Government Bond Index is a broad measure of Canadian investment grade fixed income securities, issued by the Government of Canada, including Crown Corporations and provincial governments, with maturities between 1 and 5 years. The FTSE Canada Short-Term Corporate Bond Index is a broad measure of Canadian investment grade fixed income securities issued by corporations, with maturities between 1 and 5 years. The FTSE Canada 91-Day Treasury-Bill Index is based upon the average daily yield of 91-Day Treasury-Bills. The FTSE Canada All Government Bond Index is a broad measure of Canadian investment grade fixed income securities, issued by the Government of Canada, including Crown Corporations and provincial governments, with maturities greater than 1 year.

The following table illustrates the annual compound returns as a percentage of the Plan's Total Portfolio Assets for the periods shown ending on October 31, 2023.

	Period			
	1 Yr	3 Yr	5 Yr	10 Yr
Net Plan Return*	2.5	(1.0)	0.8	0.7
Benchmark	1.9	(1.1)	1.0	1.1
Broad-based Index: FTSE Canada All Government Bond Index	(1.0)	(5.5)	(0.2)	1.3

* Plan returns are after the deduction of fees and expenses, while the benchmark and broad-based index returns do not include any costs of investing such as fees, expenses and commissions. The Plan's fees and expenses were 0.9% (2022 - 0.9%).

For commentary on the market or information regarding the relative performance of the Plan compared to its Broad-based Index and Benchmark, see the Results of Operations section of this report.

Management's Responsibility for Financial Reporting

The accompanying financial statements of the Canadian Scholarship Trust Founders' Plan (the "Plan") are prepared by management and are approved by the Board of Directors (the "Board") of the Canadian Scholarship Trust Foundation (the "Foundation"). Management is responsible for the information and representations contained in these financial statements. The Board of Directors is responsible for reviewing and approving the financial statements and overseeing management's performance of its financial reporting responsibilities.

The Foundation, through C.S.T. Savings Inc., a wholly-owned subsidiary which administers the Plan, maintains appropriate processes to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards and include certain amounts that are based on estimates and judgments. The significant accounting policies, which management believes are appropriate for the Plan, are described in Note 2 to the financial statements.

Deloitte LLP is the external auditor of the Plan. It has audited the financial statements in accordance with Canadian generally accepted auditing standards to enable it to express to the Board of Directors and Members of the Foundation its opinion on the financial statements. Its report is set out below.



Sherry J. MacDonald, CPA, CA
President and Chief Executive Officer

Toronto, Ontario
December 19, 2023



Christopher Ferris, CPA, CGA, CFA
Chief Financial Officer

Independent Auditor's Report

To the Board of Directors and Members of the Canadian Scholarship Trust Foundation

Opinion

We have audited the financial statements of Canadian Scholarship Trust Founders' Plan (the "Plan"), which comprise the statements of financial position as at October 31, 2023 and 2022, and the statements of comprehensive income, changes in net assets attributable to subscribers and beneficiaries, and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Plan as at October 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Plan in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the Management Report of Fund Performance.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained the Management Report of Fund Performance prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Plan's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Plan or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Plan's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Plan's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Plan to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Deloitte LLP

Chartered Professional Accountants
Licensed Public Accountants
December 19, 2023
Toronto, Ontario

Statements of Financial Position

As at October 31, 2023 and 2022

(thousands of Canadian dollars)

	2023	2022
Assets		
Cash and cash equivalents	\$ 845	\$ 219
Investments, at fair value <i>(Note 4 and Schedule I)</i>	3,574	6,487
Accrued income and other receivables	79	116
	4,498	6,822
Liabilities		
Government Grant Payable	5	3
Payables for securities purchased	–	4
Accounts payable and accrued liabilities	950	1,907
	955	1,914
Net Assets Attributable to Subscribers and Beneficiaries	3,543	4,908
Represented by:		
Non-Discretionary Funds		
Accumulated income held for future education assistance payments	1,061	1,175
Subscribers' deposits <i>(Schedule II)</i>	165	194
Government grants	554	878
Income on Government grants	986	1,718
General Fund <i>(Note 7)</i>	777	943
	\$3,543	\$4,908

Approved on behalf of the Board of Canadian Scholarship Trust Foundation.



Douglas P. McPhie, FCPA, FCA
Director



Sherry J. MacDonald, CPA, CA
Director

Statements of Comprehensive Income

For the years ended October 31, 2023 and 2022

(thousands of Canadian dollars)

	2023	2022
Income		
Interest	\$ 136	\$ 179
Realized (losses) on sale of investments	(211)	(40)
Change in unrealized gains (losses)	259	(352)
	184	(213)
Expenses		
Administration and account maintenance fees <i>(Note 3(a))</i>	24	30
Portfolio management fees	7	12
Custodian and trustee fees	3	3
	34	45
Increase (decrease) in Net Assets from Operations Attributable to Subscribers and Beneficiaries	\$ 150	\$(258)

Statements of Changes in Net Assets Attributable to Subscribers and Beneficiaries

For the years ended October 31, 2023 and 2022

(thousands of Canadian dollars)

	2023	2022
Net Assets Attributable to Subscribers and Beneficiaries, Beginning of Year	\$ 4,908	\$ 7,137
Increase (decrease) in Net Assets from Operations Attributable to Subscribers and Beneficiaries	150	(258)
Transfers to internal and external plans	(703)	(1,010)
	(553)	(1,268)
Disbursements		
Government grants repaid (net of receipts)	(260)	(187)
Net decrease in Subscribers' deposits <i>(Schedule II)</i>	(29)	(25)
Payments to beneficiaries		
Education assistance payments	(355)	(562)
Government grants	(160)	(173)
Return of income	(8)	(14)
Total payments to beneficiaries	(523)	(749)
Total Disbursements	(812)	(961)
Change in Net Assets Attributable to Subscribers and Beneficiaries	(1,365)	(2,229)
Net Assets Attributable to Subscribers and Beneficiaries, End of Year	\$ 3,543	\$ 4,908

Statements of Cash Flows

For the years ended October 31, 2023 and 2022

(thousands of Canadian dollars)

	2023	2022
Operating Activities		
Increase (decrease) in Net Assets from Operations Attributable to Subscribers and Beneficiaries	\$ 150	\$ (258)
Items not affecting cash		
Realized losses on sale of investments	211	40
Change in unrealized (gains) losses	(259)	352
Change in non-cash operating capital		
Decrease (increase) in Accrued income and other receivables	37	(61)
Increase (decrease) in Government grants payable	2	(13)
(Decrease) in Payables for securities purchased	(4)	–
(Decrease) increase in Accounts payable and accrued liabilities	(957)	61
Purchase of investments	–	–
Proceeds from sales and maturities of investments	2,961	989
Net Cash flows from Operating Activities	2,141	1,110
Financing Activities		
Transfers to internal and external plans	(703)	(1,010)
Government grants repaid (net of receipts)	(260)	(187)
Net decrease in Subscribers' deposits <i>(Schedule II)</i>	(29)	(25)
Payments to beneficiaries	(523)	(749)
Net Cash flows (used in) Financing Activities	(1,515)	(1,971)
Net increase (decrease) in Cash and cash equivalents	626	(861)
Cash and cash equivalents, Beginning of Year	219	1,080
Cash and cash equivalents, End of Year	845	219
Supplemental cash flow information:		
Withholding Taxes	\$ –	\$ –
Interest Income Received	173	118

Schedule I – Statement of Investment Portfolio

As at October 31, 2023

(in thousands of Canadian dollars)

Security	Interest Rate (%)	Maturity Date	Par Value (\$)	Fair Value (\$)	Average Cost (\$)
Bonds					
Federal – 44.9%					
Canada Housing Trust	2.55	15 Dec 2023	612	610	641
Canada Housing Trust	1.80	15 Dec 2024	285	275	297
Canada Housing Trust	0.95	15 Jun 2025	460	432	459
Government of Canada	2.50	1 Jun 2024	100	99	98
Government of Canada	1.50	1 Sep 2024	200	195	193
Government of Canada	2.25	1 Jun 2025	50	48	48
Government of Canada	1.50	1 Jun 2026	350	325	324
				1,984	2,060
Provincial – 36.0%					
Province of Ontario	3.50	2 Jun 2024	135	134	147
Province of Ontario	2.65	5 Feb 2025	775	753	829
Province of Québec	3.75	1 Sep 2024	711	703	783
				1,590	1,759
Total Fixed Income Investments – 80.9%				3,574	3,819
Cash and cash equivalents – 19.1%				845	845
Total Portfolio Assets – 100.0%				4,419	4,664
Represented by :					
Cash and cash equivalents				845	
Investments, at fair value				3,574	
				4,419	

Schedule II – Subscribers' Deposits and Accumulated Income

As at October 31, 2023 and 2022

(in thousands of Canadian dollars)

The following table provides a summary of Founders' Plan units, Subscribers' Deposits and Accumulated Income by year of eligibility.

Year of Eligibility	Opening Units	Inflow Units ¹	Outflow Units ²	Closing Units	Subscribers' Deposits	Accumulated Income ³
2022 and prior to 2022	5,503	–	540	4,963	\$ 163	\$ 1,060
2023	–	–	–	–	–	–
2024	–	–	–	–	–	–
2025	4	–	–	4	2	1
2026 and thereafter	–	–	–	–	–	–
TOTAL	5,507	–	540	4,967	\$165	\$1,061

1. Inflow units are comprised of transfers in.

2. Outflow units are comprised of terminations, transfers out and education assistance payments.

3. Accumulated income represents both income allocated to Subscribers' accounts and income held for future education assistance payments.

The changes in Subscribers' deposits are as follows:

	2023	2022
Payments from Subscribers	\$ 29	\$ 2
Inter-plan principal transfers	(20)	(12)
Account maintenance fees	–	–
Return of principal	(38)	(15)
Net decrease in Subscribers' deposits	(29)	(25)
Balance, Beginning of Year	194	219
Balance, End of Year	\$165	\$194

Schedule III – Education Assistance Payments

For the years ended October 31, 2023 and 2022

(in thousands of Canadian dollars, except for per unit amounts)

The following tables provide the total dollar payments by fiscal year, as well as number of eligible units paid and education assistance payment amounts by year of eligibility.

Education Assistance Payments	2023	2022	Education Assistance Payments	2023	2022
Current year payments	\$ –	\$ 2	Non-Discretionary	\$355	\$562
Deferred payments	355	560			
	\$355	\$562			

	Number of Education Assistance Payment units Year of Eligibility			Amount of Education Assistance Payment per unit Year of Eligibility		
	2023	2022	2021	2023	2022	2021
First	–	–	2	\$ –	\$ –	\$ 355
Second		–	–		\$ –	340
Third			–			\$ 350

Notes to the Financial Statements

October 31, 2023 and 2022

(in thousands of Canadian dollars)

Note 1. Nature of Operations

The Canadian Scholarship Trust Founders' Plan (the "Plan") is a Pooled Education Savings Plan that was established on September 1, 1988. Since June 2000, the Plan is no longer available for sale. The objective of the Plan is to assist parents and others to save for the post-secondary education of children. The Plan is managed by C.S.T. Savings Inc. ("CST Savings"), a wholly-owned subsidiary of the Canadian Scholarship Trust Foundation (the "Foundation"). The Plan's registered place of business is 1600-2235 Sheppard Avenue East, Toronto, Ontario, Canada.

Payments are made by a subscriber to an account maintained by the Plan's trustee on behalf of a beneficiary. Deductions of sales charges and account maintenance fees are made from the subscriber's contributions. The principal accumulated over the term of the subscriber's education savings plan agreement (the "Agreement") is returned to the subscriber when:

- i. the Agreement matures and the beneficiary is a qualified student eligible to receive the first education assistance payment ("EAP"),
- ii. the Agreement matures and the beneficiary is not yet a qualified student, in which case the beneficiary will forfeit all government grants (as described below), or
- iii. the Agreement is terminated.

The investment income earned on the subscribers' principal balance is used to provide EAPs to qualified students. A beneficiary is deemed to be a qualified student upon receipt of evidence of enrolment in a qualifying educational program at an eligible institution.

There are a number of government grants that may be available to beneficiaries including the Canada Education Savings Grant Program ("CESG"), the Canada Learning Bond ("CLB") and the Quebec Education Savings Incentive ("QESI") (collectively, "Government Grants").

The Plan collects Government Grants, which are credited directly into Agreements and invests these funds in accordance with the Plan's investment policies. The Government Grants along with investment income earned thereon are paid to qualified students with their EAPs.

Agreements are registered with appropriate government authorities if all required information is provided and once registered, are subject to the rules for Registered Education Savings Plans ("RESP") under the *Income Tax Act* (Canada). Current tax legislation provides that income credited on subscribers' principal is not taxable income of the subscriber unless withdrawn as an Accumulated Income Payment subject to certain eligibility requirements. The deposits are not deductible for income tax purposes and are not taxable when returned to the subscriber. Payments made to a beneficiary, including EAPs, Government Grants and investment income earned on Government Grants are taxable income of that beneficiary in the year that the payments are made.

Note 2. Material Accounting Policies

(a) Statement of Compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards.

These financial statements were approved by the Board of Directors of the Foundation on December 19, 2023.

(b) Basis of measurement

These financial statements have been prepared on the historical cost basis except for financial instruments classified as "at fair value through profit or loss" ("FVTPL"), which are measured at fair value.

(c) Financial instruments

The Plan recognizes financial assets and financial liabilities when it becomes a party to a contract. Financial assets and financial liabilities, with the exception of those classified as FVTPL, are measured at fair value plus transaction costs on initial recognition. Financial assets and financial liabilities classified as FVTPL are measured at fair value on initial recognition and transaction costs are expensed when incurred. Investments, at fair value have been classified as FVTPL.

Measurement in subsequent periods depends on the classification of the financial instrument. The financial assets and financial liabilities of the Plan are classified as follows:

Financial asset or financial liability	Classification
Investments, at fair value	FVTPL ⁱ
Cash and cash equivalents	Amortized Cost ⁱⁱ
Accrued income and other receivables	Amortized Cost ⁱⁱ
Receivables for securities sold	Amortized Cost ⁱⁱ
Accounts payable and accrued liabilities	Amortized Cost ⁱⁱⁱ
Payables for securities purchased	Amortized Cost ⁱⁱⁱ

ⁱ Financial assets are designated as FVTPL when acquired principally for the purpose of trading. Financial assets classified as FVTPL are measured at fair value, with changes in unrealized gains and losses recognized on the Statements of Comprehensive Income.

ⁱⁱ Financial assets classified as Amortized Cost are non-derivative financial assets that are held to collect contractual cash flows and are not quoted in an active market. Subsequent to initial recognition, these financial assets are carried at amortized cost using the effective interest method.

ⁱⁱⁱ Financial liabilities classified as Amortized Cost are liabilities that are not derivative liabilities or classified as FVTPL. Subsequent to initial recognition, financial liabilities are carried at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial instrument and allocating interest over the relevant period. The effective interest rate is the rate that discounts estimated future cash flows (including all transaction costs and other premiums or discounts) through the expected life of the financial instrument to the net carrying amount on initial recognition.

Impairment is based on expected credit losses for the investment securities, which are based on a range of possible

Notes to the Financial Statements (continued)

October 31, 2023 and 2022

(in thousands of Canadian dollars)

Note 2. Material Accounting Policies (continued)

(c) Financial instruments (continued)

outcomes and consider all available reasonable and supportable information including internal and external ratings, historical loss experience, and expectations about future cash flows.

(d) Investment valuation

Investments, at fair value include the following types of securities: bonds, money market securities, equities, and exchange-traded funds ("ETFs").

The fair value of fixed income securities that are not publicly traded is measured by using either the average bid price from multiple dealers, or by the present value of contractual cash flows, discounted at current market rates. Interest accrued at the reporting date is included in Accrued income and other receivables on the Statements of Financial Position.

The fair value of securities that are publicly traded in an active market is measured using bid prices at the reporting date.

Note 8 provides further guidance on fair value measurements.

(e) Investment transactions and income recognition

Investment transactions are accounted for on a trade-date basis. Interest represents the coupon interest received by the Plan accounted for on an accrual basis. The Plan does not amortize premiums paid or discounts received on the purchase of fixed income securities. Dividends and distributions are accrued as of the ex-dividend date and ex-distribution date, respectively. Realized gains (losses) on the sale of investments and Change in unrealized gains (losses) are calculated with reference to the average cost of the related investments and are recognized in the period that such gains (losses) occur.

(f) Subscribers' deposits, sales charges and account maintenance fees

Subscribers' deposits reflect amounts received from subscribers net of sales charges and account maintenance fees and do not include future amounts receivable on outstanding Agreements. Sales charges are deducted from subscribers' deposits and are collected over periods of up to 32 months from the date of initial deposit. Account maintenance fees are paid annually to the Foundation from subscribers' deposits and are accrued throughout the year.

(g) Income taxes

The Plan is exempt from income taxes under Section 146.1 of the *Income Tax Act* (Canada).

(h) Cash and cash equivalents

Cash and cash equivalents include deposit balances with banks and securities with a purchase date to maturity of 90 days or less and includes term deposits, treasury bills and bankers' acceptances.

(i) Foreign currency

The functional and presentation currency of the Plan is the Canadian Dollar.

To the extent applicable in any period, foreign currency purchases and sales of investments and foreign currency dividend and interest income are translated into Canadian dollars at the rate of exchange prevailing at the time of the transactions. Realized and unrealized foreign currency gains or losses on investments are included in the Statements of Comprehensive Income in Realized gains (losses) on sale of investments and Change in unrealized gains (losses), respectively.

(j) Critical accounting estimates and judgments

When preparing the financial statements, management makes estimates and judgments that affect the reported amounts recognized and disclosed in the financial statements. These estimates and judgments have a direct effect on the measurement of transactions and balances recognized in the financial statements. By their nature, these estimates and judgments are subject to measurement uncertainty and actual results could differ.

Note 3. Related Party Transactions

Related party transactions are measured at the exchange amount, which is the amount agreed between the parties.

(a) Administration of the Plan

The Foundation, as the Plan sponsor, has appointed CST Savings as the Investment Fund Manager to administer the Plan. The agreement is renewable annually on November 1.

Administration and account maintenance fees are paid to the Foundation. Administration fees are annual fees of ½ of 1% of the total amount of principal, Government Grants and income earned thereon.

During the year ended October 31, 2023, \$24 was recognized as an expense for Administration and account maintenance fees (2022 – \$30). Administration and account maintenance fees included in Accounts payable and accrued liabilities at October 31, 2023 was \$2 (2022 – \$nil).

(b) Fees paid for services of an Independent Review Committee

The Independent Review Committee ("IRC") provides independent review and oversight of conflicts of interest relating to the management of the Plans. For the year ended October 31, 2023, the Plan recognized an expense of \$nil (2022 – \$nil) for the services of the IRC. No amounts were included in Accounts payable and accrued liabilities at October 31, 2023 or October 31, 2022.

(c) Fees paid to monitor and manage the portfolio managers

Included in Portfolio management fees on the Statements of Comprehensive Income is \$1 (2022 – \$2) charged by CST Savings for expenses incurred to monitor and manage the portfolio managers. Included in Accounts payable and accrued liabilities is

Notes to the Financial Statements (continued)

October 31, 2023 and 2022

(in thousands of Canadian dollars)

Note 3. Related Party Transactions (continued)

(c) Fees paid to monitor and manage the portfolio managers (continued)

\$nil owing from CST Savings at October 31, 2023 (2022 – \$1) relating to these expenses.

(d) Fees paid for investment management services provided by C.S.T. Asset Management Inc.

CST Savings has appointed C.S.T. Asset Management Inc. ("CSTA"), an entity under common control with CST Savings, to manage a portion of the Plan's investment accounts. The agreement shall continue in force and may be terminated with 30 days' notice. The fair value of the total investments managed by CSTA is \$3,717 as of October 31, 2023 (October 31, 2022 – \$7,546).

Included in Portfolio management fees on the Statements of Comprehensive Income is \$6 charged by CSTA for expenses incurred for the performance of these services (October 31, 2022 – \$10). Included in Accounts payable and accrued liabilities is \$2 owing to CSTA at October 31, 2023 relating to these expenses (2022 – \$1).

Note 4. Investment Holdings

The investment holdings are disclosed in Schedule I – Statement of Investment Portfolio.

Government Grant principal received and income earned thereon are invested collectively with Subscribers' principal and income earned on principal. Investment holdings are disclosed in Schedule I – Statement of Investment Portfolio.

Note 5. Capital Risk Management

The Plan's capital consists of the components of the net assets attributable to subscribers and beneficiaries as per the Statements of Financial Position. The Plan has obligations to return subscriber contributions upon maturity or termination as well as pay EAPs of investment income, grants and income on grants. The Plan invests subscriber contributions and government grants received in appropriate investments in accordance with its stated investment objectives while maintaining sufficient liquidity to meet subscribers' obligations.

Note 6. Risks Associated with Financial Instruments

In the normal course of business, the Plan may be exposed to a variety of risks arising from financial instruments. The Plan's exposures to such risks are concentrated in its investment holdings and are related to market risk (which includes interest rate risk and other price risk), credit risk, liquidity risk and currency risk.

The Plan's risk management process includes monitoring compliance with the Plan's investment policy. The Plan manages the effects of these financial risks to the Plan portfolio performance by retaining and overseeing professional external investment managers. The investment managers regularly monitor the Plan's positions, market events and manage the investment portfolio according to the investment policy and mandate.

(a) Market risk

i. Interest rate risk

Interest rate risk is the risk of a change in the fair value or cash flows of the Plan's investments in interest-bearing financial instruments as a result of fluctuations in market interest rates. There is an inverse relationship between changes in market interest rates and changes in the fair value of bonds. This risk is actively managed using duration, yield curve analysis, sector and credit selection. There is reduced risk to interest rate changes for cash and cash equivalents due to their short-term nature.

The Plan's holdings of debt instruments by maturity are as follows:

Debt Instruments by Maturity Date	% of Total Investment Fund	
	Oct 31, 2023	Oct 31, 2022
Less than 1 year	59%	3%
1-3 years	41%	62%
3-5 years	0%	35%
Greater than 5 years	0%	0%
Total debt instruments	100%	100%

As at October 31, 2023, if prevailing interest rates had increased by 1%, the fair value of the Total Investment Fund of \$4,419 (2022 – \$6,706) as per Schedule I – Statement of Investment Portfolio, would have decreased by approximately \$36 (2022 – \$100). If prevailing interest rates had decreased by 1%, the fair value of the Total Investment Fund would have increased by approximately \$36 (2022 – \$100). This 1% change assumes a parallel shift in the yield curve with all other variables held constant. In practice, actual results may differ materially.

ii. Other price risk

Other price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market

Notes to the Financial Statements (continued)

October 31, 2023 and 2022

(in thousands of Canadian dollars)

Note 6. Risks Associated with Financial Instruments (continued)

(a) Market risk (continued)

prices, other than those arising from interest rate risk. Factors specific to an individual investment, its issuer or other factors affecting all instruments traded in a market or market segment affect other price risk. The asset classes that are most impacted by other price risk are the equities and ETFs. As at October 31, 2023 and October 31, 2022, the Plan does not hold any equities or ETFs.

(b) Credit risk

Credit risk refers to the ability of the issuer of debt securities to make interest payments and repay principal. The Plan's portfolio is mainly comprised of bonds issued or guaranteed by federal or provincial governments along with corporate debt instruments with a minimum approved credit rating as set by Canadian Securities Administrators. The Plan has a concentration of investments in government and government guaranteed bonds, which are considered to be high credit quality investments thereby moderating credit risk.

The Plan's credit risk exposure is summarized below.

Credit rating	October 31, 2023		October 31, 2022	
	% of Total Investment Fund	Amount	% of Total Investment Fund	Amount
AAA	45%	\$1,984	63%	\$4,212
AA/AAH/AAL	36%	1,590	34%	2,275
A/AH/AL	0%	–	0%	–
R-1	2%	96	2%	149
Short-term unrated	17%	749	1%	70
Total debt instruments	100%	\$4,419	100%	\$6,706

DBRS Morningstar was the primary source for obtaining credit ratings. Secondary sources used include Standard & Poor's Financial Services LLC and Moody's Investors Service, Inc.

(c) Liquidity risk

Liquidity risk is the risk that the Plan may not be able to meet its financial obligations as they come due. The Plan's exposure to liquidity risk is concentrated in principal repayments to subscribers and EAPs. The Plan primarily invests in securities that are traded in active markets and can be readily sold. The Plan retains sufficient cash and cash equivalent positions to meet liquidity requirements by utilizing cash forecasting models that reflect the maturity distribution of subscribers' deposits and accumulated income. All other financial liabilities are short term and due within one year.

(d) Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. At October 31, 2023 and 2022, the Plan does not hold any foreign investments.

Note 7. General Fund

The Canadian Scholarship Trust (the "Canadian Trust") is a legal trust which includes the Plan I, Plan II, and Founders' Plan (the "Plans"). The Plans are registered with Canada Revenue Agency as Education Savings Plans. The General Fund is a separate account within the Canadian Trust and derives its income from the following sources:

- income earned on subscribers' accumulated income from the date of maturity of the subscribers' agreements to the date the funds are paid to qualified students as EAPs;
- income earned on the income forfeited when a subscriber's plan is terminated prior to maturity;
- income not collected by beneficiaries before the expiry of benefit period; and
- unclaimed principal and income payments.

According to the trust indenture of the Canadian Trust, the General Fund may be used to subsidize EAPs for qualified students of any of the active Plans within the Canadian Trust.

Receipts and disbursements of the General Fund for the years ended October 31, 2023 and 2022 are as follows:

	2023	2022
Receipts		
Transfer in from Scholarship Pool	\$ –	\$ 378
Net investment gain	53	–
Disbursements		
Net investment loss	–	121
Education assistance payments	219	405
(Shortfall) of Receipts over Disbursements	(166)	(148)
Balance, Beginning of Year	943	1,091
Balance, End of Year	\$ 777	\$ 943

Note 8. Fair Value Measurements and Disclosure

Estimates of fair value used for measurement and disclosure are designed to approximate amounts that would be received to sell an asset, or paid to discharge a liability, in an orderly transaction between market participants.

The carrying values of other financial instruments such as Cash and cash equivalents, Accrued income and other receivables,

Notes to the Financial Statements (continued)

October 31, 2023 and 2022

(in thousands of Canadian dollars)

Note 8. Fair Value Measurements and Disclosure (continued)

Receivables for securities sold, Government grants receivable, Accounts payable and accrued liabilities and Payables for securities purchased approximate their fair values as these financial instruments are short term in nature.

The following table presents the level, in the fair value hierarchy, into which the Plan's financial instruments are categorized:

- i. Level 1 financial instruments are valued using quoted market prices.
- ii. Level 2 financial instruments are valued using directly or indirectly observable inputs.
- iii. Level 3 financial instruments are valued using unobservable inputs (including the use of assumptions based on the best information available).

Assets Measured at Fair Value as of October 31, 2023

	Level 1	Level 2	Level 3	Total
Fixed income securities	\$ -	\$ 3,574	\$ -	\$3,574
Total Investments, at fair value	\$ -	\$3,574	\$ -	\$3,574

Assets Measured at Fair Value as of October 31, 2022

	Level 1	Level 2	Level 3	Total
Fixed income securities	\$ -	\$ 6,487	\$ -	\$6,487
Total Investments, at fair value	\$ -	\$6,487	\$ -	\$6,487

For the years ended October 31, 2023 and 2022, there were no transfers between Levels 1 and 2.

Canadian Scholarship Trust Plan

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For updates on your Plan account, login to Online Services at www.cst.org

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