

Six months ended June 30, 2025

Semi-Annual Management Report of Fund Performance



This interim Management Report of Fund Performance contains financial highlights but does not contain either the interim financial statements or annual financial statements of the investment fund. You may obtain a copy of the interim financial statements or annual financial statements at your request, at no cost, by calling toll-free 1-866-377-4743, by writing to us at 1830 – 1066 West Hastings Street, Vancouver, BC V6E 3X2 or by visiting our website at www.penderfund.com or the SEDAR+ website at www.sedarplus.ca.

You 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.

Six months ended June 30, 2025

MANAGEMENT DISCUSSION OF FUND PERFORMANCE

Results of Operations

The net assets of the Pender Strategic Growth and Income Fund (the "Fund") were \$54,590,321 as at June 30, 2025 versus \$56,949,770 as at December 31, 2024. Of this \$2,359,449 decrease, \$1,248,653 is attributable to net unitholder redemptions of Fund units and \$1,110,796 is attributable to negative investment performance.

For the six months ended June 30, 2025 (the "period"), Class A units of the Fund generated a total return of -2.3%. Returns for other classes of the Fund will be similar to Class A with any difference in performance being primarily due to the different management fees that are applicable to different classes. Please see the "Past Performance" section for the performance of the Fund's other classes

The Fund's broad-based, blended benchmark, 50% FTSE Canada Bond Universe, 35% S&P/TSX Composite Index and 15% S&P500 (Hedge to CAD), returned 4.4% during the period. In accordance with National Instrument 81 106, we have included a comparison to this broad-based, blended index to help you understand the Fund's performance relative to the general performance of the market, but we caution that the Fund's mandate may be significantly different from the index. Further, the Fund's returns are reported net of all management fees and expenses for all classes, unlike the returns of the Fund's benchmark, which are based on the performance of an index that does not pay fees or incur expense.

At the end of the period, the Fund was approximately 48.7% invested in direct equities, 34.1% invested in the Pender Corporate Bond Fund, 8.5% invested in the Pender Alternative Absolute Return Fund, 8.2% invested in the Pender Small Cap Opportunities Fund, and net cash of 0.8%. We believe these mandates should provide diversification to dampen overall portfolio volatility, while continuing to deliver solid returns.

The following comments and the comments under "Recent Developments" reflect the views of the portfolio management team and are based on information as at the end of the period. Please read the caution regarding forward-looking statements located on the last page of this document.

The Fund's underperformance as compared to its benchmark was mainly due to an underweight in the Communication Services sector and an overweight in the Real Estate sector. We do not actively manage sector weightings in the Fund, rather, our sector weightings are determined by individual stock selection through a bottom-up fundamental investment process. We seek to own stocks where our estimated range for the long-term intrinsic value of the business is higher than the current share price.

Key positive individual contributors to the Fund's performance during the first half of the year included Microchip Technology Inc., Fevertree Drinks PLC, and Trisura Group Ltd. Conversely, ADENTRA Inc., Kennedy-Wilson Holdings Inc., and Maravai LifeSciences Holdings Inc. were among the largest detractors.

Recent Developments

Equity markets delivered solid performance in the first six months of 2025, though not without periods of volatility. Following strong performance in 2024, markets started the year positively, but market sentiment turned negative following tariff announcements from the US administration. While not quite reaching bear market territory (defined as a drop of -20%) both the S&P/TSX Composite Index and S&P 500 saw declines of more than 10%. Since April, markets have experienced significant strength and shrugged escalating policy and geopolitical risks.

High-yield spreads ended 2024 at 292 basis points (bps), the lowest since 2007, reflecting a risk-on sentiment in credit markets and giving little incentive to take on significant credit risk. While on the surface, credit markets performed well throughout the first six months of 2025, there was significant volatility. At the start of the year spreads tightened to a low of 259 bps January 22, 2025 and widened to 461 bps April 7, 2025 as a result of tariff announcements from the US administration. Despite widening because of tariff news, investor confidence in high-yield bonds remained strong, with spreads tightening to 296 bps by June 30, 2025. Performance in credit markets was supported by tight spreads and attractive yield carry. Still, some caution is warranted as valuations are stretched.

In Canada, the Bank of Canada engaged in easing monetary policy before moving to a holding stance, with the benchmark lending rate moving to 2.75% after the March meeting (no change in April and June meeting). However, longer-term rates climbed in Q2 as the markets grappled with inflationary policy risks like tariff announcements and rate holds from both Canadian and US Central Banks. The term premium continues to rebound from negative territory a few years ago, reflecting these shifting yield curve dynamics.

The outlook for the second half of 2025 looks a lot like the start of 2025, equities have a lot of optimism priced in and markets like the S&P 500 are trading above historical prices / valuations (based on 30-year average of P/E multiple, CAPE, Dividend Yield). Elevated valuations in large caps, market concentration and elevated expectations in some key index names could make the overall equity market vulnerable to negative surprises and volatility as we continue through the year. While markets have largely shrugged off these risks, potential headwinds could also include trade policies, particularly tariffs, and could weigh on corporate earnings.

Six months ended June 30, 2025

Despite these near-term uncertainties, we remain constructive on the businesses we own in our portfolio over the mid-to-long term. We remain vigilant in our analysis to identify trends that align with how the world is evolving and to allocate capital to investments that we believe are undervalued relative to the intrinsic value of the business. This process of deep fundamental analysis applied across different asset classes where we see unrecognized value offers a compelling opportunity set to deliver performance to our clients.

Related Party Transactions

The Fund pays management and administration fees to the Manager for management and portfolio advisory services (see "Management Fees").

As at the end of the period, parties related to the Manager collectively held 2% of the Fund's units.

As part of the Fund's investment strategy, the Fund invests in Class O units of the Pender Alternative Absolute Return Fund, Pender Corporate Bond Fund and Pender Small Cap Opportunities Fund, funds also managed by the Manager. The Fund does not pay any duplicate management fees on its investment in these funds.

Management Fees

The Fund pays management and administration fees calculated as a percentage of the net asset value of each respective class. The Management Expense Ratio ("MER") before applicable taxes such as GST or HST for each class does not exceed certain levels as set out in the Fund's offering documents. The fees are calculated at the close of business on each valuation day and are paid monthly. In exchange for the administration fee, the Manager pays the operating costs of the Fund.

Management fees are used by the Manager, in part, to pay sales commissions, trailer fees, marketing costs and other associated distribution costs relating to the sale of units of the Fund.

Such expenses represented approximately 17% of the management fees paid by the Fund to the Manager for the period.

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 period and calendar years indicated.

Fund's Net Assets Per Unit (a)

	2025	2024	2023	2022	2021	2020
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Class A						
Net Assets, beginning of period	9.23	7.82	7.19	8.22	7.04	7.53
Increase (decrease) from operations:						
Total revenue	0.19	0.31	0.36	0.27	0.24	0.28
Total expenses	(0.11)	(0.21)	(0.18)	(0.18)	(0.20)	(0.15)
Realized gains (losses)	0.02	(0.14)	0.36	0.08	0.90	(0.97)
Unrealized gains (losses)	(0.31)	1.56	0.47	(0.81)	0.76	0.19
Total increase (decrease) from operations (b)	(0.21)	1.52	1.01	(0.64)	1.70	(0.65)
Distributions:						
From income (excluding dividends)	(0.09)	(0.07)	(0.18)	(0.05)	(0.04)	(0.04)
From dividends	-	(0.02)	(0.05)	(0.03)	(0.05)	(0.08)
From capital gains	-	-	-	-	-	-
Return of capital	-	-	-	(0.30)	(0.32)	(0.18)
Total distributions (b), (c)	(0.09)	(0.09)	(0.23)	(0.38)	(0.41)	(0.30)
Net Assets, end of period	8.93	9.23	7.82	7.19	8.22	7.04

Six months ended June 30, 2025

Fund's Net Assets	Per	Unit (a	ı) (cont	'd)
-------------------	-----	---------	----------	-----

rund s Net Assets Fer Onit (a) (cont u)						
	2025	2024	2023	2022	2021	2020
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Class E						
Net Assets, beginning of period	13.13	11.13	10.23	11.48	9.66	10.00
Increase (decrease) from operations:						
Total revenue	0.28	0.44	0.60	0.39	0.33	0.37
Total expenses	(0.04)	(0.08)	(0.07)	(0.06)	(0.07)	(0.05)
Realized gains (losses)	0.03	(0.12)	0.53	(0.20)	1.29	(1.24)
Unrealized gains (losses)	(0.45)	2.12	0.85	(0.53)	0.81	1.06
Total increase (decrease) from operations (b)	(0.18)	2.36	1.91	(0.40)	2.36	0.14
Distributions:						
From income (excluding dividends)	(0.25)	(0.28)	(0.44)	(0.23)	(0.09)	(0.05)
From dividends	-	(0.09)	(0.08)	(0.10)	(0.11)	(0.10)
From capital gains	-	-	-	-	-	-
Return of capital	-	-	-	(0.20)	(0.37)	(0.25)
Total distributions (b), (c)	(0.25)	(0.37)	(0.52)	(0.53)	(0.57)	(0.40)
Net Assets, end of period	12.70	13.13	11.13	10.23	11.48	9.66
Class F						
Net Assets, beginning of period	9.79	8.30	7.58	8.58	7.28	7.71
Increase (decrease) from operations:						
Total revenue	0.21	0.33	0.37	0.29	0.23	0.28
Total expenses	(0.06)	(0.13)	(0.11)	(0.11)	(0.11)	(0.09)
Realized gains (losses)	0.02	(0.14)	0.39	0.01	1.00	(0.98)
Unrealized gains (losses)	(0.35)	1.63	0.41	(0.67)	2.38	0.09
Total increase (decrease) from operations (b)	(0.18)	1.69	1.06	(0.48)	3.50	(0.70)
Distributions:						
From income (excluding dividends)	(0.14)	(0.16)	(0.21)	(0.12)	(0.03)	(0.04)
From dividends	-	(0.05)	(0.07)	(0.07)	(0.04)	(0.08)
From capital gains	-	-	-	-	-	-
Return of capital	-	-	-	(0.20)	(0.36)	(0.18)
Total distributions (b), (c)	(0.14)	(0.21)	(0.28)	(0.39)	(0.43)	(0.30)
Net Assets, end of period	9.47	9.79	8.30	7.58	8.58	7.28
Class H						
Net Assets, beginning of period	12.70	10.78	10.00			
Increase (decrease) from operations:						
Total revenue	0.26	0.43	0.34			
Total expenses	(0.13)	(0.25)	(0.12)			
Realized gains (losses)	0.02	(0.07)	0.30			
Unrealized gains (losses)	(0.44)	1.95	0.38			
Total increase (decrease) from	(0.29)	2.06	0.90			
operations (b)						
Distributions:						
From income (excluding dividends)	(0.13)	(0.14)	(0.19)			
From dividends	-	(0.04)	(0.03)			
From capital gains	-	-	-			
Return of capital	-	-	-			
Total distributions (b), (c)	(0.13)	(0.18)	(0.22)			
Net Assets, end of period	12.30	12.70	10.78			

Six months ended June 30, 2025

Fund's Net Assets P	er Unit (a) (cont'd)
---------------------	----------------------

i and since issues i or onic (a) (cont a)						
	2025	2024	2023	2022	2021	2020
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Class I						
Net Assets, beginning of period	13.01	11.03	10.04	11.34	9.60	10.00
Increase (decrease) from operations:						
Total revenue	0.27	0.44	0.47	0.37	0.34	0.37
Total expenses	(0.07)	(0.15)	(0.13)	(0.12)	(0.14)	(0.11)
Realized gains (losses)	0.02	(0.04)	0.53	0.07	1.22	(1.24)
Unrealized gains (losses)	(0.46)	2.02	0.45	(1.08)	(0.60)	1.05
Total increase (decrease) from operations (b)	(0.24)	2.27	1.32	(0.76)	0.82	0.07
Distributions:						
From income (excluding dividends)	(0.20)	(0.22)	(0.25)	(0.15)	(0.10)	(0.05)
From dividends	-	(0.07)	(0.10)	(0.10)	(0.12)	(0.10)
From capital gains	-	-	-	-	-	-
Return of capital	-	-	-	(0.27)	(0.34)	(0.25)
Total distributions (b), (c)	(0.20)	(0.29)	(0.35)	(0.52)	(0.56)	(0.40)
Net Assets, end of period	12.59	13.01	11.03	10.04	11.34	9.60
Class 0						
Net Assets, beginning of period	13.40	11.35	10.38	11.59	9.70	10.00
Increase (decrease) from operations:						
Total revenue	0.28	0.46	0.56	0.38	0.33	0.37
Total expenses	(0.01)	(0.01)	(0.02)	(0.01)	(0.02)	(0.02)
Realized gains (losses)	0.03	(0.34)	0.54	0.07	1.30	(1.24)
Unrealized gains (losses)	(0.45)	2.28	0.75	(1.11)	0.82	1.07
Total increase (decrease) from operations (b)	(0.15)	2.39	1.83	(0.67)	2.43	0.18
Distributions:						
From income (excluding dividends)	(0.29)	(0.33)	(0.42)	(0.23)	(0.09)	(0.05)
From dividends	-	(0.10)	(0.12)	(0.15)	(O.11)	(0.10)
From capital gains	-	-	-	-	-	-
Return of capital	-	-	-	(0.16)	(0.37)	(0.25)
Total distributions (b), (c)	(0.29)	(0.43)	(0.54)	(0.54)	(0.57)	(0.40)
Net Assets, end of period	12.96	13.40	11.35	10.38	11.59	9.70

a) This information is derived from the Fund's unaudited semi-annual financial statements as at June 30 and audited annual financial statements as at December 31 for the period stated, prepared under IFRS Accounting Standards.

⁽b) Net assets per unit and distributions per unit are based on the actual number of units for the relevant Fund class outstanding at the relevant time. The increase/decrease from operations is based on the weighted average number of units outstanding during the period.

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

Six months ended June 30, 2025

Ratios and Su	pplemental Data
---------------	-----------------

TI.						
	2025	2024	2023	2022	2021	2020
Class A						
Total net asset value (\$000s) (a)	10,409	10,677	11,121	6,535	10,215	10,967
Number of units outstanding (a)	1,165,117	1,156,716	1,421,901	909,428	1,243,193	1,557,614
Management expense ratio (b)	2.33%	2.34%	2.35%	2.35%	2.30%	2.25%
Management expense ratio before absorptions (c)	2.33%	2.34%	2.35%	2.35%	2.30%	2.25%
Trading expense ratio (d)	0.04%	0.05%	0.04%	0.02%	0.09%	0.14%
Portfolio turnover rate (e)	10.02%	29.93%	23.32%	22.81%	31.58%	35.33%
Net asset value per unit (\$) (a)	8.93	9.23	7.82	7.19	8.22	7.04
Class E						
Total net asset value (\$000s) (a)	509	511	425	25	6	5
Number of units outstanding (a)	40,115	38,936	38,156	2,483	552	525
Management expense ratio (b)	0.52%	0.52%	0.53%	0.53%	0.50%	0.50%
Management expense ratio before absorptions (c)	0.52%	0.52%	0.53%	0.53%	0.50%	0.50%
Trading expense ratio (d)	0.04%	0.05%	0.04%	0.02%	0.09%	0.14%
Portfolio turnover rate (e)	10.02%	29.93%	23.32%	22.81%	31.58%	35.33%
Net asset value per unit (\$) (a)	12.70	13.13	11.13	10.23	11.48	9.66
Class F						
Total net asset value (\$000s) (a)	8,783	9,468	9,627	7,118	6,570	28,989
Number of units outstanding (a)	927,527	967,454	1,160,439	938,640	765,860	3,984,231
Management expense ratio (b)	1.28%	1.28%	1.28%	1.28%	1.25%	1.25%
Management expense ratio before absorptions (c)	1.28%	1.28%	1.28%	1.28%	1.26%	1.25%
Trading expense ratio (d)	0.04%	0.05%	0.04%	0.02%	0.09%	0.14%
Portfolio turnover rate (e)	10.02%	29.93%	23.32%	22.81%	31.58%	35.33%
Net asset value per unit (\$) (a)	9.47	9.79	8.30	7.58	8.58	7.28
Class H						
Total net asset value (\$000s) (a)	2,705	3,115	1,943			
Number of units outstanding (a)	219,886	245,215	180,288			
Management expense ratio (b)	2.00%	2.01%	2.02%			
Management expense ratio before absorptions (c)	2.00%	2.01%	2.02%			
Trading expense ratio (d)	0.04%	0.05%	0.04%			
Portfolio turnover rate (e)	10.02%	29.93%	23.32%			
Net asset value per unit (\$) (a)	12.30	12.70	10.78			
Class I						
Total net asset value (\$000s) (a)	32,171	33,167	20,969	21,541	25,311	5
Number of units outstanding (a)	2,555,782	2,549,569	1,901,082	2,145,538	2,232,299	525
Management expense ratio (b)	1.11%	1.11%	1.11%	1.11%	1.10%	1.10%
Management expense ratio before absorptions (c)	1.11%	1.11%	1.11%	1.11%	1.10%	1.10%
Trading expense ratio (d)	0.04%	0.05%	0.04%	0.02%	0.09%	0.14%
Portfolio turnover rate (e)	10.02%	29.93%	23.32%	22.81%	31.58%	35.33%
Net asset value per unit (\$) (a)	12.59	13.01	11.03	10.04	11.34	9.60

Six months ended June 30, 2025

Ratios and Supplemental Data (cont'd)

	2025	2024	2023	2022	2021	2020
Class O						
Total net asset value (\$000s) (a)	12	12	17	6	6	5
Number of units outstanding (a)	932	912	1,490	580	552	525
Management expense ratio (b)	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Management expense ratio before absorptions (c)	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Trading expense ratio (d)	0.04%	0.05%	0.04%	0.02%	0.09%	0.14%
Portfolio turnover rate (e)	10.02%	29.93%	23.32%	22.81%	31.58%	35.33%
Net asset value per unit (\$) (a)	12.96	13.40	11.35	10.38	11.59	9.70

- (a) This information is derived from the Fund's unaudited semi-annual financial statements as at June 30 and audited annual financial statements as at December 31 for the period stated, prepared under IFRS Accounting Standards.
- (b) Management expense ratio ("MER") is based on total expenses (excluding commissions and other portfolio transaction costs) for the period and is expressed as an annualized percentage of daily average net asset value during the period. The MER may vary from one class of units to another because of differences in the applicable management fees and certain fees and expenses may have been absorbed by the Manager which would otherwise be paid by the Fund.
- (c) The Manager of the Fund has agreed to absorb sufficient expenses of the Fund, as necessary, so that the annual MER before applicable taxes such as GST or HST will not exceed certain limits as outlined in the Fund's Simplified Prospectus. The amount of expenses absorbed is at the discretion of the Manager as set out in the Fund's Simplified Prospectus, and the Manager may in its sole discretion cease to absorb expenses.
- (d) 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.
- (e) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages 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 period. In general, the higher a fund's 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.

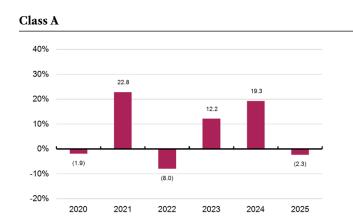
Six months ended June 30, 2025

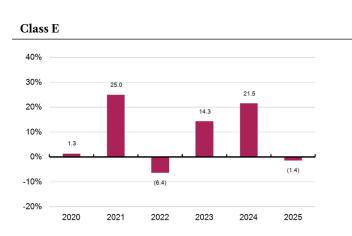
Past Performance

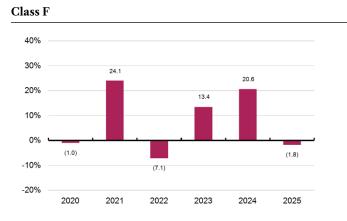
The following charts show the past performance for the units of each class of the Fund and do not necessarily indicate how the Fund will perform in the future. The information shown assumes that any distributions made by the Fund were reinvested in additional units of the Fund. Returns would be different if an investor did not reinvest distributions. In addition, the information does not take into account sales, redemptions, income taxes payable or other charges that would have reduced returns or performance.

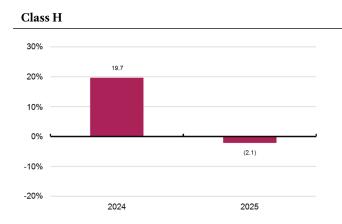
Period-by-Period Returns

To illustrate how the Fund's performance has varied over time, the following bar charts show the Fund's performance for the six-month period ended June 30, 2025 and for each of the previous 12-month periods ended December 31. The information is presented starting from the first full financial year of the respective Fund class. In percentage terms, the bar charts show how much an investment held on the first day of the period would have increased or decreased by the last day of the period.



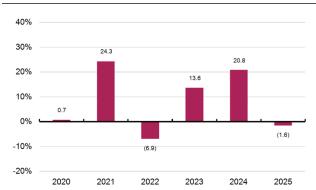




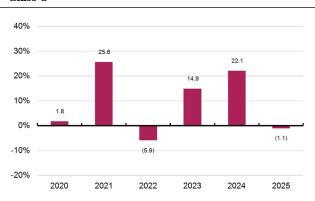


Six months ended June 30, 2025





Class O



Six months ended June 30, 2025

Summary of Investment Portfolio

The largest holdings of the Fund as at the end of the period and the major asset classes in which the Fund was invested are indicated below. Where the Fund has less than 25 holdings, the table will show the Fund's entire investment portfolio. The investment portfolio may change due to ongoing portfolio transactions. An update of the Fund's summary of investment portfolio as at the end of each calendar quarter is available from the Manager. Please see the front page of this document for information about how this can be obtained.

Top 25 Holdings

	% of Net Assets
Pender Corporate Bond Fund, Class 'O'	34.1
Pender Alternative Absolute Return Fund, Class 'O'	8.5
Pender Small Cap Opportunities Fund, Class 'O'	8.2
Exor N.V.	3.7
Burford Capital Ltd.	3.1
Brookfield Corp., Class 'A'	3.0
Onex Corp.	2.7
Trisura Group Ltd.	2.7
Dream Unlimited Corp., Class 'A'	2.1
Fevertree Drinks PLC	2.1
Microchip Technology Inc.	2.1
Markel Corp.	2.0
Danaher Corp.	1.9
Aecon Group Inc.	1.7
Lithia Motors Inc., Class 'A'	1.7
LVMH Moet Hennessy Louis Vuitton SE, ADR	1.6
Premium Brands Holdings Corp.	1.6
Zillow Group Inc., Class 'C'	1.6
Elevance Health Inc.	1.5
KKR & Co. Inc.	1.5
Molina Healthcare Inc.	1.5
Clarivate PLC	1.4
Kennedy-Wilson Holdings Inc.	1.4
ADENTRA Inc.	1.3
Exchange Income Corp.	1.3

Six months ended June 30, 2025

Composition of the Portfolio

	% of Net Assets
Mutual funds	50.8
Equities	
Financial services	13.9
Health care	6.1
Industrials	5.7
Real estate	5.1
Insurance	4.7
Consumer discretionary	4.4
Consumer staples	3.7
Information technology	3.3
Energy	1.8
Total equities	48.7
Total investments	99.5
Cash (Bank overdraft)	0.8
Other assets less liabilities	(0.3)
Total net assets	100.0

Six months ended June 30, 2025

Caution Regarding Forward-Looking Statements

This report contains forward-looking statements about the Fund, including its strategy, prospects and further actions. 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", or negative versions thereof and similar expressions.

In addition, any statement made concerning future performance, strategies or prospects, and possible future Fund 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 risks, uncertainties and assumptions about the Fund and economic factors, among other things.

Forward-looking statements are not a guarantee of future performance, and actual events and results could differ materially from those expressed or implied in any forward-looking statements. Any number of important factors could contribute to these digressions, including, but not limited to: geopolitical events, general economic conditions, political and market factors around the world; interest rates and inflation; fiscal and monetary policy; global equity and capital markets; business competition; technological change; changes in government regulations; unexpected judicial or regulatory proceedings; catastrophic events.

We stress that the above-mentioned list of important factors is not exhaustive. We encourage you to consider these and other factors carefully before making any investment decisions and we urge you to avoid placing undue reliance on forward-looking statements. Further, except as may be required under applicable law, the Manager 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.



MANAGED BY:
PENDERFUND CAPITAL MANAGEMENT LTD.
1830 – 1066 West Hastings St. Vancouver, BC V6E 3X2
TELEPHONE 604 688-1511 FACSIMILE 604 563-3199 TOLL FREE 1 866 377-4743
www.penderfund.com