

Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool

As at June 30, 2024

This semi-annual management report of fund performance contains financial highlights but does not contain the semi-annual or annual financial statements of the investment fund. You can get a copy of the semi-annual financial statements upon request at no charge, by calling 1-855-386-2282, by emailing us at atbimservice@atb.com, by contacting your dealer or by visiting SEDAR+ at www.sedarplus.com.

Security holders may also contact us using these methods to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure records or quarterly Portfolio disclosure.

Management Discussion of Fund Performance

Investment Objectives and Strategies

The ATBIS International Equity Pool's ("Pools") objective is to seek to achieve long-term capital growth primarily by investing in, or gaining exposure to, stocks and other equity securities of issuers outside Canada and the United States.

To achieve the Pool's objectives, the Pool's advisor will allocate the Pool's exposure to international equity securities based upon its view of the market and the suitability of the investment for the Pool, and by taking into account factors such as geography, market sector, investment style, volatility, and market capitalization.

Risk

There were no significant changes to the investment objective and strategies that affected the Pool's overall level of risk during the reporting period. The risks of investing in the Pool and the suitability of the Pool for investors remain as discussed in the Simplified Prospectus.

Results from Operations

The Pool's net asset value increased to \$200 million as at June 30, 2024, from \$145 million at the end of 2023. The change in asset value was due to a combination of net inflows and positive investment returns.

Year to date, the Pool's Series O units returned 7.03% underperforming the benchmark return of 8.76%*. The Pool's return is after the deduction of fees and expenses, while the benchmark return does not include any costs of investing. See the Financial Highlights section for the management expense ratios and the Past Performance section for the returns of any other series, which may vary because of differences in management fees and expenses.

The first half of 2024 ("the period") saw headline inflation begin to stabilize in developed markets as the effects of central bank tightening continues to work its way through the economy. The Bank of Canada (BoC) became the first G-7 nation to start easing, cutting the overnight interest rate by 0.25% in early June as there was sufficient evidence of a sustained decline in inflation. The European Central Bank quickly followed suit, by easing monetary policy and cutting key interest rates. Japan on the other hand raised rates in March for the first time in 17 years amid persistent wage growth and above target inflation. The Federal Reserve ("the Fed") has yet to cut its target overnight rate amid a resilient economy and core inflation that, while trending down, is still above target. This led to some turbulence in equity and bond markets, as rate cut expectations were repeatedly pushed back, with commentary from the Fed reiterating their patient data-driven approach.

The Pool targets being fully invested in international equities. International stocks were largely positive over the period, participating in the equity rally seen in US markets. Japan was the outlier, with the MSCI Japan index rising 21% over the period in JPY terms, outperforming the S&P500. However, being a foreign investor in Japan saw returns offset by a falling Yen, which dropped around 10% vs the Canadian dollar, and around 14% vs the USD to the lowest level since the 1980's. This brought returns on Japanese equities down to single digits for foreign investors in USD terms. UK equities were ahead of their European counterparts, likely thanks to a combination of headline inflation falling meaningfully over the period due to falling energy prices, and an emergence from a 'technical' recession seeing growth in the first quarter of 2024.

Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

The international equities within the Pool saw overall positive returns during the period but also saw negative relative performance compared to the benchmark. Relative weakness in overseas securities originated from large-cap equities performing better than mid-cap and small-cap stocks through the year—mid-cap stocks are held to a higher degree in our active sub-advised international equity strategy. Although the outperformance of Japanese equities versus the benchmark was within 1%, the fund's underweight in Japan also detracted from performance on a relative basis during the period.

* The benchmark is the MSCI EAFE Total Return Index (CDN\$)

Recent Developments

There are no other developments or changes to report at this time related to the investment objectives, investment strategies or management of any of the ATB Funds, or to the policies of the Independent Review Committee ("IRC").

Related Party Transactions

The Portfolio is managed by ATB Investment Management Inc. ("ATBIM" or the "Manager"), a wholly owned subsidiary of ATB Financial.

The Manager provides the Portfolio with administrative services, including providing key management personnel to the Portfolio. In return the Manager receives an administrative fee which is allocated among the Series based on the average net asset value of each Series. Administrative expenses (excluding GST) paid by the Portfolio to the Manager for services provided were \$2,482 for the period ended June 30, 2024 (\$16,737 - June 30, 2023).

ATBIM is the sole investor in Series A of the Pool. As at June 30, 2024, ATBIM held 668 redeemable units, valued at \$7,150 representing 0.004% of the total net asset value of the Pool.

ATBIM established an IRC which acts as an impartial and independent committee to review and provide recommendations or, if applicable, approvals with respect to any conflict of interest matters. IRC oversight ensures that there are no conflicts of interest that would be harmful to unitholders.

Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

Financial Highlights

The following tables show selected key financial information about the Pool and are intended to help you understand the Pool's financial performance for the six months ended June 30, 2024 and the fiscal years indicated. The information on the following tables is based on prescribed regulations and as a result, is not expected to reconcile because the increase (decrease) in net assets from operations is based on average units outstanding during the period and all other numbers are based on actual units outstanding at the relevant point in time.

ATBIS International Equity Pool - Series A

PERIOD	2024	2023	2022	2021	2020	2019
Net assets, beginning of period¹	\$10.12	\$9.04	\$10.77	\$10.76	\$9.85	\$8.80
Increase (decrease) from operations;						
Total revenue	0.10	0.26	0.22	0.17	0.15	0.28
Total expenses	(0.13)	(0.20)	(0.17)	(0.22)	(0.19)	(0.18)
Net investment income (loss)	(0.03)	0.06	0.05	(0.05)	(0.04)	0.10
Realized gains (losses) for the period	0.03	0.07	(0.14)	0.48	0.24	0.03
Unrealized gains (losses) for the period	0.58	1.03	(1.59)	0.32	0.71	1.03
Net gain (loss) on investment for the period	0.61	1.10	(1.73)	0.80	0.95	1.06
Total increase (decrease) from operations²	0.58	1.16	(1.68)	0.75	0.91	1.16
Distributions;						
From income (excluding dividends)	-	(0.07)	(0.06)	-	-	(0.11)
From dividends	-	-	-	-	-	-
From net investment income	-	(0.07)	(0.06)	-	-	(0.11)
From capital gains	-	-	-	(0.74)	-	-
Return of capital	-	-	-	-	-	-
Total annual distributions³	-	(0.07)	(0.06)	(0.74)	-	(0.11)
Net assets, end of period⁴	\$10.70	\$10.12	\$9.04	\$10.77	\$10.76	\$9.85

(1) This information is derived from the Pool's audited annual financial statements as at December 31 of the years shown, except 2024, which is derived from the Pool's unaudited interim financial statements for the six months ended June 30, 2024.

(2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from investment operations is based on the weighted average number of units outstanding over the financial period.

(3) Distributions were paid in cash, reinvested in additional units of the Pool, or both.

Ratios and Supplemental Data

PERIOD	2024	2023	2022	2021	2020	2019
Total net asset value (000's) ⁴	\$7	\$7	\$6	\$7	\$7	\$6
Number of units outstanding ⁴	668	668	664	659	617	617
Management expense ratio ⁵	2.49%	2.07%	1.92%	1.94%	1.91%	1.97%
Management expense ratio before waivers or absorptions	2.49%	2.57%	2.52%	2.48%	2.61%	2.73%
Trading expense ratio ⁶	0.09%	0.07%	0.10%	0.09%	0.06%	0.15%
Portfolio turnover rate ⁷	6.44%	13.02%	23.71%	36.65%	69.18%	25.81%
Net asset value per unit	\$10.70	\$10.12	\$9.04	\$10.77	\$10.76	\$9.85

(4) This information is provided at June 30, 2024 and December 31 of prior years shown

(5) The Management expense ratio (MER) is based on total expenses (excluding commissions and other Pool transaction costs), and the Pool's proportionate share of the MER, if applicable, of any underlying funds and exchange traded funds in which the Pool has invested, allocated to that series for the stated period and is expressed as an annualized percentage of daily average net asset value during the period. The Manager, at its sole discretion, waives management fees or absorbs expenses. Such waivers and absorptions can be terminated at any time. The MERs of the Pool are shown both with and without the waivers and absorptions.

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

(7) The Pool's portfolio turnover rate indicates how actively the Pool's Advisor manages its portfolio of investments. A portfolio turnover rate of 100% is equivalent to the Pool buying and selling all of the securities in its portfolio once in the course of the period. The higher a Pool's portfolio turnover rate in a period, the greater the trading costs payable by the Pool 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 Pool.

Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

Financial Highlights (continued)

ATBIS International Equity Pool - Series O						
PERIOD	2024	2023	2022	2021	2020	2019
Net assets, beginning of period¹	\$11.95	\$10.64	\$12.66	\$12.18	\$11.10	\$9.88
Increase (decrease) from operations;						
Total revenue	0.12	0.32	0.27	0.20	0.19	0.32
Total expenses	-	-	-	-	-	(0.01)
Net investment income (loss)	0.12	0.32	0.27	0.20	0.19	0.31
Realized gains (losses) for the period	0.04	0.09	(0.18)	0.62	0.33	0.04
Unrealized gains (losses) for the period	0.66	1.18	(1.43)	0.24	0.89	1.18
Net gain (loss) on investment for the period	0.70	1.27	(1.61)	0.86	1.22	1.22
Total increase (decrease) from operations²	0.82	1.59	(1.34)	1.06	1.41	1.53
Distributions;						
From income (excluding dividends)	-	(0.29)	(0.25)	(0.17)	(0.18)	(0.29)
From dividends	-	-	-	-	-	-
From net investment income	-	(0.29)	(0.25)	(0.17)	(0.18)	(0.29)
From capital gains	-	-	-	(0.46)	-	-
Return of capital	-	-	-	-	-	-
Total annual distributions³	-	(0.29)	(0.25)	(0.63)	(0.18)	(0.29)
Net assets, end of period⁴	\$12.79	\$11.95	\$10.64	\$12.66	\$12.18	\$11.10

(1) This information is derived from the Pool's audited annual financial statements as at December 31 of the years shown, except 2024, which is derived from the Pool's unaudited interim financial statements for the six months ended June 30, 2024.

(2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from investment operations is based on the weighted average number of units outstanding over the financial period.

(3) Distributions were paid in cash, reinvested in additional units of the Pool, or both.

Ratios and Supplemental Data

PERIOD	2024	2023	2022	2021	2020	2019
Total net asset value (000's) ⁴	\$194,174	\$140,417	\$105,865	\$89,479	\$56,110	\$41,526
Number of units outstanding ⁴	15,181,031	11,750,254	9,952,781	7,069,731	4,606,262	3,741,824
Management expense ratio ⁵	0.08%	0.04%	0.02%	0.02%	0.02%	0.08%
Management expense ratio before waivers or absorptions	0.08%	0.13%	0.13%	0.14%	0.23%	0.36%
Trading expense ratio ⁶	0.09%	0.07%	0.10%	0.09%	0.06%	0.15%
Portfolio turnover rate ⁷	6.44%	13.02%	23.71%	36.65%	69.18%	25.81%
Net asset value per unit	\$12.79	\$11.95	\$10.64	\$12.66	\$12.18	\$11.10

(4) This information is provided at June 30, 2024 and December 31 of prior years shown

(5) The Management expense ratio (MER) is based on total expenses (excluding commissions and other Pool transaction costs), and the Pool's proportionate share of the MER, if applicable, of any underlying funds and exchange traded funds in which the Pool has invested, allocated to that series for the stated period and is expressed as an annualized percentage of daily average net asset value during the period. The Manager, at its sole discretion, waives management fees or absorbs expenses. Such waivers and absorptions can be terminated at any time. The MERs of the Pool are shown both with and without the waivers and absorptions.

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

(7) The Pool's portfolio turnover rate indicates how actively the Pool's Advisor manages its portfolio of investments. A portfolio turnover rate of 100% is equivalent to the Pool buying and selling all of the securities in its portfolio once in the course of the period. The higher a Pool's portfolio turnover rate in a period, the greater the trading costs payable by the Pool 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 Pool.

Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

Financial Highlights (continued)

ATBIS International Equity Pool - Series F1						
PERIOD	2024	2023	2022	2021	2020	2019
Net assets, beginning of period¹	\$11.69	\$10.45	\$12.49	\$12.07	\$11.02	\$9.91
Increase (decrease) from operations;						
Total revenue	0.11	0.29	0.24	0.19	0.18	0.29
Total expenses	(0.06)	(0.09)	(0.08)	(0.10)	(0.08)	(0.09)
Net investment income (loss)	0.05	0.20	0.16	0.09	0.10	0.20
Realized gains (losses) for the period	0.05	0.08	(0.15)	0.54	0.29	0.01
Unrealized gains (losses) for the period	0.66	1.13	(2.17)	0.30	0.86	1.25
Net gain (loss) on investment for the period	0.71	1.21	(2.32)	0.84	1.15	1.26
Total increase (decrease) from operations²	0.76	1.41	(2.16)	0.93	1.25	1.46
Distributions;						
From income (excluding dividends)	-	(0.24)	(0.21)	(0.10)	(0.11)	(0.32)
From dividends	-	-	-	-	-	-
From net investment income	-	(0.24)	(0.21)	(0.10)	(0.11)	(0.32)
From capital gains	-	-	-	(0.46)	-	-
Return of capital	-	-	-	-	-	-
Total annual distributions³	-	(0.24)	(0.21)	(0.56)	(0.11)	(0.32)
Net assets, end of period⁴	\$12.46	\$11.69	\$10.45	\$12.49	\$12.07	\$11.02

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(2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from investment operations is based on the weighted average number of units outstanding over the financial period.

(3) Distributions were paid in cash, reinvested in additional units of the Pool, or both.

Ratios and Supplemental Data

PERIOD	2024	2023	2022	2021	2020	2019
Total net asset value (000's) ⁴	\$5,871	\$4,923	\$3,921	\$6,521	\$5,498	\$4,821
Number of units outstanding ⁴	471,413	421,277	375,165	521,905	455,439	437,435
Management expense ratio ⁵	0.94%	0.85%	0.83%	0.81%	0.82%	0.88%
Management expense ratio before waivers or absorptions	0.94%	1.00%	0.97%	0.96%	1.08%	1.18%
Trading expense ratio ⁶	0.09%	0.07%	0.10%	0.09%	0.06%	0.15%
Portfolio turnover rate ⁷	6.44%	13.02%	23.71%	36.65%	69.18%	25.81%
Net asset value per unit	\$12.46	\$11.69	\$10.45	\$12.49	\$12.07	\$11.02

(4) This information is provided at June 30, 2024 and December 31 of prior years shown

(5) The Management expense ratio (MER) is based on total expenses (excluding commissions and other Pool transaction costs), and the Pool's proportionate share of the MER, if applicable, of any underlying funds and exchange traded funds in which the Pool has invested, allocated to that series for the stated period and is expressed as an annualized percentage of daily average net asset value during the period. The Manager, at its sole discretion, waives management fees or absorbs expenses. Such waivers and absorptions can be terminated at any time. The MERs of the Pool are shown both with and without the waivers and absorptions.

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Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

Management Fees

ATBIM receives management fees of 1.75% per annum for Series A and 0.75% per annum for Series F1. The management fees for Series A and Series F1 are calculated as a percentage of their net asset value as of the close of business on each business day. Management fees for Series O are payable directly to the Manager by Series O investors and not by the Pool.

For the period ended June 30, 2024, the Pool paid ATBIM management fees of \$21,563. The Pool's management fees were used by ATBIM to: pay costs for managing the investment portfolios; provide investment analysis and recommendations; make investment decisions; purchase and sell investments; and provide other services. There are no trailer fees associated with the Fund.

Past Performance

The performance information shown assumes all distributions made by the Pool were reinvested into additional units of the Pool. The performance information does not take into account sales, redemptions, distributions or other optional charges that would have reduced returns or performance. Past performance of the Pool does not necessarily indicate how it will perform in the future.

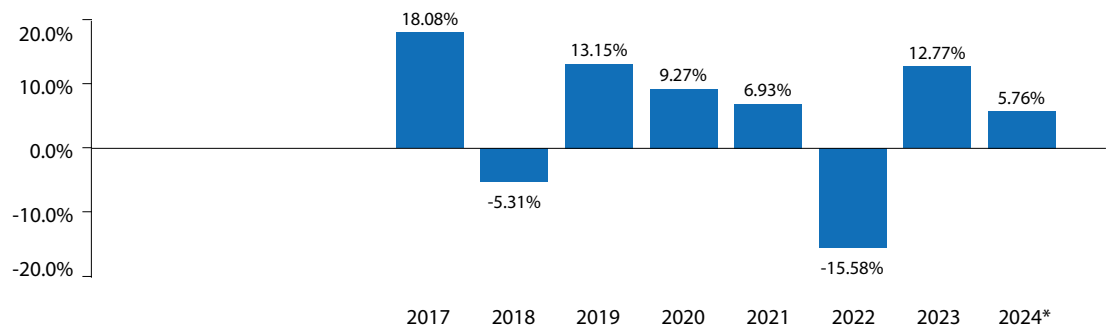
Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

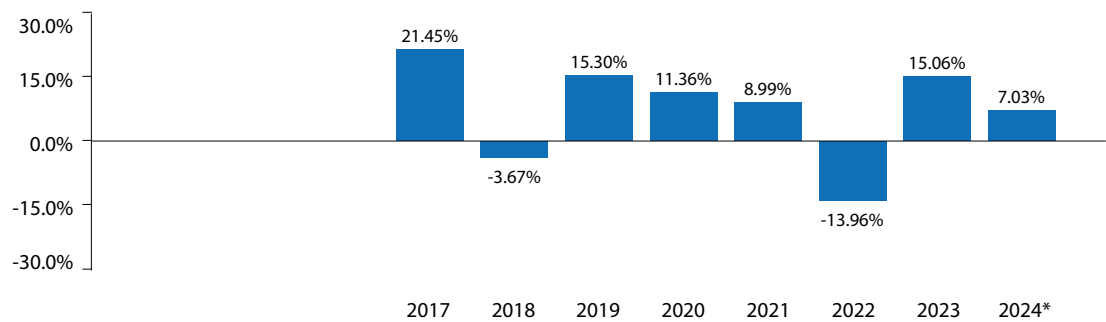
Year by Year Returns

The following information shows the Pool’s performance for the six months ended June 30, 2024 and for each of the previous years shown. The bar charts illustrate how the Pool’s performance has changed from period to period and also indicates in percentage terms, how much an investment made on the first day of each financial period would have increased or decreased in value by the last day of each period.

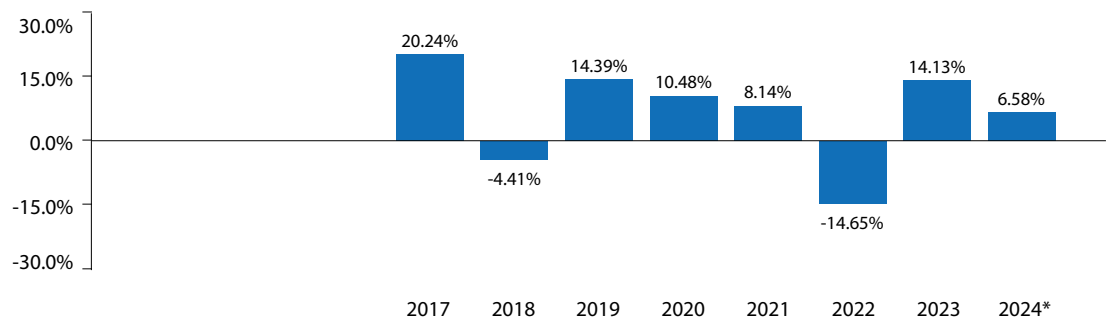
Series A



Series O



Series F1



The inception date of Series A, O and F1 was September 22, 2016.
*For the period January 1, 2024 to June 30, 2024

Semi-Annual Management Report of Fund Performance

ATBIS International Equity Pool (continued)

Summary of Investment Pool

As at June 30, 2024

<i>ATBIS International Equity Pool</i>	<i>% Weight</i>	<i>Top 25 Holdings</i>	<i>% Weight</i>
Equities	95.6%	BMO MSCI EAFE Index ETF	20.7%
Communication Services	2.9%	Mawer Global Small Cap Fund Series O	16.3%
Consumer Discretionary	7.8%	Mawer International Equity Fund Series O	14.3%
Consumer Staples	5.5%	Cash and Cash Equivalent	3.2%
Energy	3.1%	Taiwan Semiconductor Manufacturing Company Limited	2.3%
Financials	18.7%	Aon PLC Cl. A	1.8%
Health Care	12.5%	Wolters Kluwer NV	1.8%
Industrials	28.1%	RELX PLC	1.7%
Info Technology	12.0%	Novo Nordisk A/S Cl. B	1.7%
Materials	3.7%	Bunzl PLC	1.4%
Real Estate	0.7%	Rheinmetall AG	1.4%
Utilities	0.6%	Compass Group PLC	1.3%
Cash & Other	4.4%	BAE Systems PLC	1.3%
Total	100.0%	Deutsche Boerse AG	1.3%
<i>ATBIS International Equity Pool</i>	<i>% Weight</i>	Hitachi, Ltd.	1.2%
Equities		Shell PLC ADR	1.2%
US	5.5%	HDFC Bank Limited ADR	1.2%
International	90.1%	Ashtead Group PLC	1.1%
Cash & Other	4.4%	FinecoBank Banca Fineco SPA	1.1%
Total	100.0%	AstraZeneca PLC	1.0%
		Roche Holding AG Non-Voting	1.0%
		ASML Holding NV	0.9%
		LVMH Moet Hennessy Louis Vuitton SE	0.9%
		Thales SA	0.9%
		Koninklijke Ahold Delhaize NV	0.9%

Total Fund Net Asset Value \$200,052,725

The summary provides a snapshot of the investment portfolio by security type, industry and geographical location. The information is presented on a look-through basis for any investments in underlying funds. The top 25 Holdings are securities held by the fund and do not look through underlying funds.

The summary of investment portfolio may change due to ongoing portfolio transactions in the investment fund. The most recent annual or semi-annual reports are available at no cost by calling 1-855-386-2282, by e-mailing ATBFunds@atb.com or by visiting our website at atbim.atb.com. Prospectus and other information about underlying investment funds is available on the internet at www.sedarplus.com.

Caution Regarding Forward-Looking Statements

This report may include forward-looking statements about the Pool. These statements “Results from Operations” and “Recent Developments” may involve, but are not limited to, forward-looking statements about the Pool and may make references relating to strategy, risks, expected performance and condition. Forward-looking statements typically use words like “anticipate”, “believe”, “estimate”, “expect”, “intend”, “may”, “plan” or other similar expressions or future or conditional verbs such as “could”, “should”, “would” or “will.”

By their very nature, forward-looking statements require numerous assumptions and are subject to inherent risks and uncertainties, both general and specific, concerning future performance, strategies or prospects and possible future Pool action. A number of factors could cause actual future results, conditions, actions or events to differ materially from the current expectations, estimates, intentions or projections about future general economic, political and other relevant market factors in North America and internationally including, but not limited to, interest rates, foreign exchange rates, equity and capital markets, business competition, technological changes, catastrophic events and the general business economy. Such factors assume no changes to applicable tax, other laws, government regulation or legislation.

The Pool cautions readers that the aforementioned list is not exhaustive. Anyone reading and relying on forward-looking statements should carefully consider these and other factors that could potentially have an adverse affect on the Pool’s future results as there is a significant risk that forward-looking statements will not prove to be accurate.

The reader is reminded that the cautions listed above are not exhaustive. The Pool does not undertake to update any forward-looking statement contained in this report.

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