

# **MANAGEMENT REPORT OF FUND PERFORMANCE**

**December 31 2023**

**CHOU RRSP FUND**

**CHOU ASSOCIATES MANAGEMENT INC.**

## **MANAGEMENT REPORT OF FUND PERFORMANCE**

### **December 31, 2023**

This annual management report of fund performance contains financial highlights but does not contain the complete financial statements of the Fund. You can get a copy of the annual financial statements at your request, and at no cost, by calling Toll-free: 1-888-357-5070, by writing to us at 110 Sheppard Ave. East, Suite 301, Box 18, Toronto, Ontario M2N 6Y8 or by visiting our website at [www.choufunds.com](http://www.choufunds.com) and SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

Unitholders may also contact us using one of these methods to request a copy of the Fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

This document may contain forward-looking statements relating to anticipated future events, results, circumstances, performance, or expectations that are not historical facts but instead represent our beliefs regarding future events. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions and other forward-looking statements will not prove to be accurate. We caution readers of this document not to place undue reliance on our forward-looking statements as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed or implied in the forward-looking statements.

Actual results may differ materially from management expectations as projected in such forward-looking statements for a variety of reasons including, but not limited to, market and general economic conditions, interest rates, regulatory and statutory developments, the effects of competition in the geographic and business areas in which the Fund may invest, and the risks detailed from time to time in the Fund's Simplified Prospectus. We caution that the foregoing list of factors is not exhaustive, and that when relying on forward-looking statements to make decisions with respect to investing in the Fund, investors and others should carefully consider these factors, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. Due to the potential impact of these factors, the family of Chou Funds does not undertake, and specifically disclaims, any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, unless required by applicable law.

Chou Associates Management Inc. ("the Manager") manages the overall business of the Fund, including the selection of the securities in the Fund's portfolio and promoting sales of the Fund's units. For the purposes of this document, the terms Chou Associates Management Inc. and "the Manager" are interchangeable. Full contact information for the Manager is located at the end of this report.

# CHOU RRSP FUND

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## Management Discussion of Fund Performance

### Investment Objective and Strategies

The Chou RRSP Fund's ("the Fund") objective is to provide long-term growth of capital by investing in equity and debt instruments of primarily Canadian businesses considered by Chou Associates Management Inc. (the "Manager") to be undervalued. The Fund may also invest in equity and debt instruments of U.S. and foreign businesses. Investments may include common and preferred shares, convertible debentures, government and corporate bonds and short-term indebtedness. The Fund may also use derivatives such as, but not limited to, futures, options, swaps and forward contracts to gain exposure to securities and asset classes consistent with the objectives of the Fund, and to hedge portfolio exposure against losses from foreign currency and domestic currency exposure and changes in securities prices.

The Fund's investment strategy follows a strong discipline with regard to the prices paid to acquire portfolio investments. The level of investment in a particular entity's securities is generally commensurate with the current price of the company's securities in relation to the Manager's assessment of such entity's intrinsic value as determined by various factors. This approach is designed to provide an extra margin of safety, which in turn, serves to reduce the Fund's overall portfolio risk.

### Risk

The risks of investing in the Fund are disclosed in the Fund's most recently filed Simplified Prospectus which can be found on the Fund's website at [www.choufunds.com](http://www.choufunds.com) and SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

During the period ended December 31, 2023, there were no material changes that affected the Fund's overall level of risk.

### Market Review

In 2023, the market, as measured by the S&P/TSX, gained 11.9%. Central banks across the globe, including the Bank of Canada, continued raising interest rates as inflation proved to be a problem. As the year went on, inflation cooled and the Bank of Canada paused its rate hike cycle. While corporate profits were mixed, investors became convinced the Bank of Canada would begin cutting rates in 2024 which drove the markets to finish the year on a strong note.

### Results of Operations

For the year ended December 31, 2023, the Fund decreased by 1.6% for Series A units and 1.0% for Series F units, after fees and expenses, while the S&P/TSX Total Return Index increased by 11.9% in Canadian dollars. In U.S. dollars, the Fund increased by 0.6% for Series A units and 1.1% for Series F units, while the S&P/TSX Total Return Index increased by 14.6%.

The major advancers in 2023 were the equity holdings of Onex Corp., Parex Resources Inc., Bausch Health Companies Inc. and Methanex Corporation.

The largest decliners in the period were the equity holdings of EXCO Resources Inc., TVA Group Inc., Hertz Global Holdings Inc. and Canfor Pulp Products Inc.

# CHOU RRSP FUND

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## **Portfolio Update**

During the year, the Fund eliminated Home Capital Group Inc. Domtar, a subsidiary of Paper Excellence, completed the acquisition of Resolute Forest Products in 2023.

The Fund initiated investments in Reitmans (Canada) Limited, Class "A" in 2023.

The Fund had no covered call options in its portfolio as at December 31, 2023.

The Fund received \$6,288 in income from its securities lending program in 2023.

The Fund's net redemptions for the year ended December 31, 2023 were approximately \$1,770,058 for Series A units and net redemptions of approximately \$763,758 for Series F units. Included in net redemptions are subscriptions, redemptions and transfers in/out. Out of the net redemptions for Series F units, \$192,324 was switched from Series A units following the OEO trailer ban. The Fund's average month-end cash position for the period was 37.5% of the Fund's net assets.

## **Recent Developments**

The ongoing Russian invasion of Ukraine and COVID-19 pandemic have continued to disrupt businesses around the world, adding volatility to both domestic and international markets. While governments and central banks have maintained their support of the economy through monetary and fiscal policies, the health of the economy remains unclear at this time. Based on this increased uncertainty, we expect the performance of the Fund's portfolio to be affected to some degree in the near term.

## **Related Party Transactions**

The Manager manages the overall business of the Fund, including selection of the securities in the Fund's portfolio, and promoting the sale of the Fund's units.

The Manager is also the trustee of the Fund. Investors receive units of a trust when they invest in the Fund. The Manager, as trustee, holds the actual title to the property in the Fund, the cash and portfolio securities, on behalf of the Fund's investors.

The Manager, its officers and directors invest in units of the Fund from time to time in the normal course of business. As of December 31, 2023, the Manager, its officers and directors hold 4.6% of the Fund. All transactions with the Manager are carried out at the Fund's net asset value as at the transaction date.

During the year ended December 31, 2023, there were no transactions with related parties except in the capacities and instances set out above.

## CHOU RRSP FUND

### Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the year ended December 31, 2023 and for each of the past five years ended December 31.

#### The Fund's Net Assets per Unit<sup>1</sup> - Series A Units

	2023	2022	2021	2020	2019	2018
<b>Net Assets, beginning of year</b>	<b>\$ 36.24</b>	<b>\$ 39.70</b>	<b>\$ 25.87</b>	<b>\$ 22.79</b>	<b>\$ 30.08</b>	<b>\$ 32.55</b>
<b>Increase (decrease) from operations:</b>						
Total revenue	\$ 0.79	\$ 0.32	\$ 1.52	\$ 0.20	\$ 1.20	\$ 1.89
Total expenses	\$ (0.79)	\$ (0.91)	\$ (0.88)	\$ (0.39)	\$ (0.53)	\$ (0.85)
Realized gains (losses) for the year	\$ 0.64	\$ 9.87	\$ (0.29)	\$ (5.08)	\$ (11.43)	\$ 1.79
Unrealized gains (losses) for the year	\$ (1.06)	\$ (15.20)	\$ 15.02	\$ 7.32	\$ 5.40	\$ (4.90)
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>\$ (0.42)</b>	<b>\$ (5.92)</b>	<b>\$ 15.37</b>	<b>\$ 2.05</b>	<b>\$ (5.36)</b>	<b>\$ (2.07)</b>
<b>Distributions:</b>						
From income (excluding dividends)	\$ -	\$ -	\$ 0.44	\$ -	\$ 0.82	\$ -
From dividends	\$ -	\$ -	\$ 0.21	\$ -	\$ 1.15	\$ 0.15
From capital gains	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Return of capital	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Total Distributions<sup>3</sup></b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 0.65</b>	<b>\$ -</b>	<b>\$ 1.97</b>	<b>\$ 0.15</b>
<b>Net Assets, end of year</b>	<b>\$ 35.66</b>	<b>\$ 36.23</b>	<b>\$ 39.70</b>	<b>\$ 25.87</b>	<b>\$ 22.79</b>	<b>\$ 30.08</b>
<b>Net Assets, end of year (USD)</b>	<b>\$ 26.91</b>	<b>\$ 26.76</b>	<b>\$ 31.38</b>	<b>\$ 20.32</b>	<b>\$ 17.55</b>	<b>\$ 22.03</b>

#### Ratios and Supplemental Data - Series A Units

	2023	2022	2021	2020	2019	2018
<b>Total Net Asset Value (000s)<sup>4</sup></b>	<b>\$ 18,173</b>	<b>\$ 20,165</b>	<b>\$ 42,648</b>	<b>\$ 34,909</b>	<b>\$ 38,865</b>	<b>\$ 59,989</b>
Number of Redeemable Units Outstanding	509,615	556,521	1,074,198	1,349,151	1,705,179	1,994,527
Management Expense Ratio <sup>5</sup>	2.08%	2.04%	1.70%	1.88%	1.89%	2.01%
Management Expense Ratio before waivers or absorption <sup>5</sup>	2.08%	2.04%	1.70%	1.88%	1.89%	2.01%
Trading Expense Ratio <sup>6</sup>	0.01%	0.47%	0.32%	0.11%	0.03%	0.03%
Portfolio Turnover Rate <sup>7</sup>	7.25%	33.81%	9.86%	0.05%	15.25%	14.08%
<b>Net Asset Value per Unit</b>	<b>\$ 35.66</b>	<b>\$ 36.23</b>	<b>\$ 39.70</b>	<b>\$ 25.87</b>	<b>\$ 22.79</b>	<b>\$ 30.08</b>

## CHOU RRSP FUND

### The Fund's Net Assets per Unit<sup>1</sup> - Series F Units

	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>	<u>2019</u>	<u>2018</u>
<b>Net Assets, beginning of year</b>	<b>\$ 36.63</b>	<b>\$ 39.94</b>	<b>\$ 26.00</b>	<b>\$ 22.77</b>	<b>\$ 30.21</b>	<b>\$ 32.74</b>
<b>Increase (decrease) from operations:</b>						
Total revenue	\$ 0.80	\$ 0.36	\$ 1.64	\$ 0.20	\$ 1.27	\$ 1.92
Total expenses	\$ (0.58)	\$ (0.74)	\$ (0.71)	\$ (0.28)	\$ (0.38)	\$ (0.66)
Realized gains (losses) for the year	\$ 0.63	\$ 11.69	\$ (0.25)	\$ (5.12)	\$ (12.49)	\$ 1.81
Unrealized gains (losses) for the year	\$ (1.16)	\$ (10.75)	\$ 14.37	\$ 6.44	\$ 6.30	\$ (5.09)
<b>Total increase (decrease) from operations<sup>2</sup></b>	<b>\$ (0.31)</b>	<b>\$ 0.56</b>	<b>\$ 15.05</b>	<b>\$ 1.24</b>	<b>\$ (5.30)</b>	<b>\$ (2.02)</b>
<b>Distributions:</b>						
From income (excluding dividends)	\$ 0.19	\$ -	\$ 0.56	\$ -	\$ 0.93	\$ -
From dividends	\$ -	\$ -	\$ 0.27	\$ -	\$ 1.31	\$ 0.36
From capital gains	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Return of capital	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Total Distributions<sup>3</sup></b>	<b>\$ 0.19</b>	<b>\$ -</b>	<b>\$ 0.83</b>	<b>\$ -</b>	<b>\$ 2.24</b>	<b>\$ 0.36</b>
<b>Net Assets, end of year</b>	<b>\$ 36.06</b>	<b>\$ 36.63</b>	<b>\$ 39.94</b>	<b>\$ 26.00</b>	<b>\$ 22.77</b>	<b>\$ 30.21</b>
<b>Net Assets, end of year (USD)</b>	<b>\$ 27.21</b>	<b>\$ 27.05</b>	<b>\$ 31.57</b>	<b>\$ 20.43</b>	<b>\$ 17.54</b>	<b>\$ 22.13</b>

### Ratios and Supplemental Data - Series F Units

	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>	<u>2019</u>	<u>2018</u>
<b>Total Net Asset Value (000s)<sup>4</sup></b>	<b>\$ 16,215</b>	<b>\$ 17,126</b>	<b>\$ 2,558</b>	<b>\$ 2,611</b>	<b>\$ 3,922</b>	<b>\$ 6,233</b>
Number of Redeemable Units Outstanding	449,653	467,565	64,041	100,434	172,209	206,334
Management Expense Ratio <sup>5</sup>	1.51%	1.58%	1.17%	1.31%	1.32%	1.44%
Management Expense Ratio before waivers or absorption <sup>5</sup>	1.51%	1.58%	1.17%	1.31%	1.32%	1.44%
Trading Expense Ratio <sup>6</sup>	0.01%	0.47%	0.32%	0.11%	0.03%	0.03%
Portfolio Turnover Rate <sup>7</sup>	7.25%	33.81%	9.86%	0.05%	15.25%	14.08%
<b>Net Asset Value per Unit</b>	<b>\$ 36.06</b>	<b>\$ 36.63</b>	<b>\$ 39.94</b>	<b>\$ 26.00</b>	<b>\$ 22.77</b>	<b>\$ 30.21</b>

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

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

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

(4) This information is provided as at the year end shown and is rounded to the nearest thousand.

(5) Management expense ratio ("MER") is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of weekly average net asset value during the year. The Manager may, at its discretion, waive or absorb certain operating expenses. MER includes the waiver or absorption by the Manager of certain operating expenses, while the MER before absorption shows the MER prior to operating expenses being waived or absorbed by the Manager.

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

(7) 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 financial year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

# CHOU RRSP FUND

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## Management Fees

The Manager manages the Fund. The Manager is entitled to an investment management fee calculated daily as a percentage of the market value of the net assets equal to 1.5% per annum for Series A units and 1.0% per annum for Series F units, payable monthly. The Manager pays 50 basis points per year trailer fees to dealers out of management fees for Series A units. There is no trailer fee paid out for Series F units.

## Past Performance

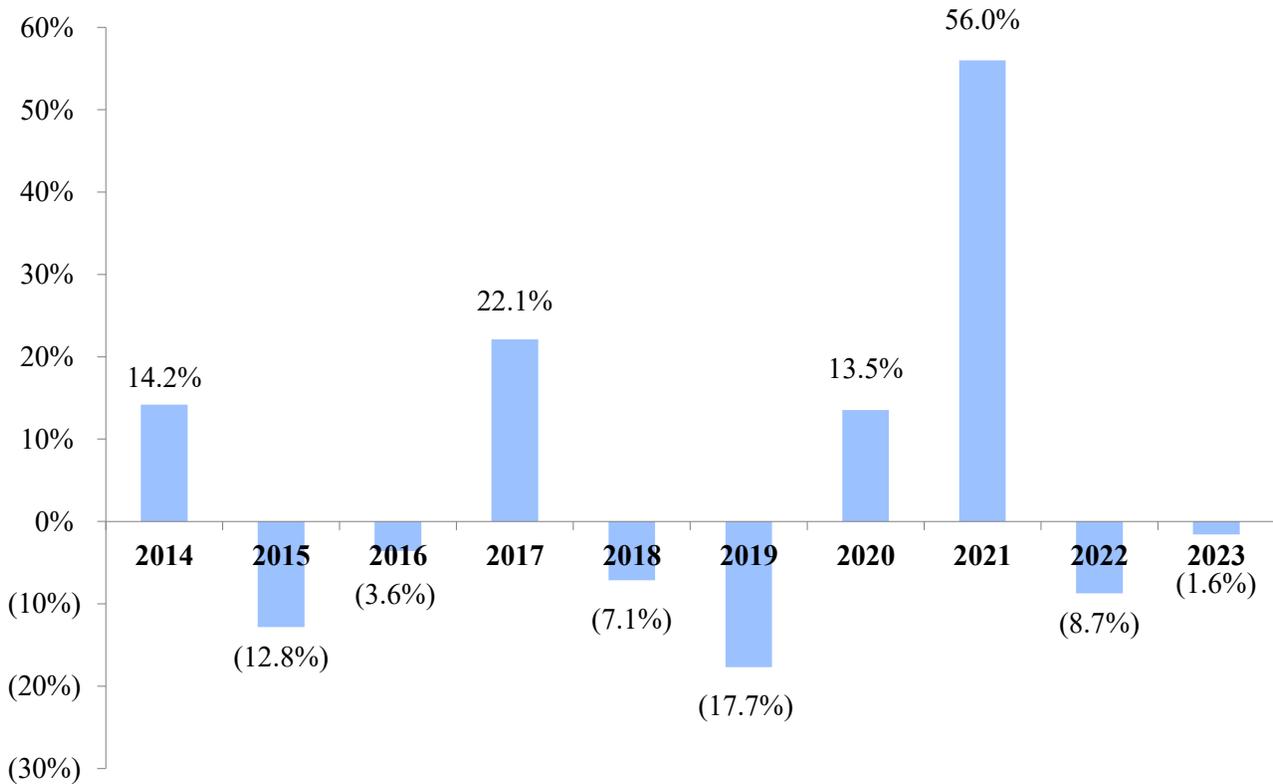
### General

The following charts and tables show the Fund's past performance. Rates of return are historical total returns that include changes in unit prices and assume the reinvestment of all distributions. These returns do not take into account any sales charges, redemption fees, other optional expenses or income taxes that the Fund's investors have to pay and which could reduce these returns. The Fund's past performance does not necessarily indicate its future performance.

### Year-by-Year Returns

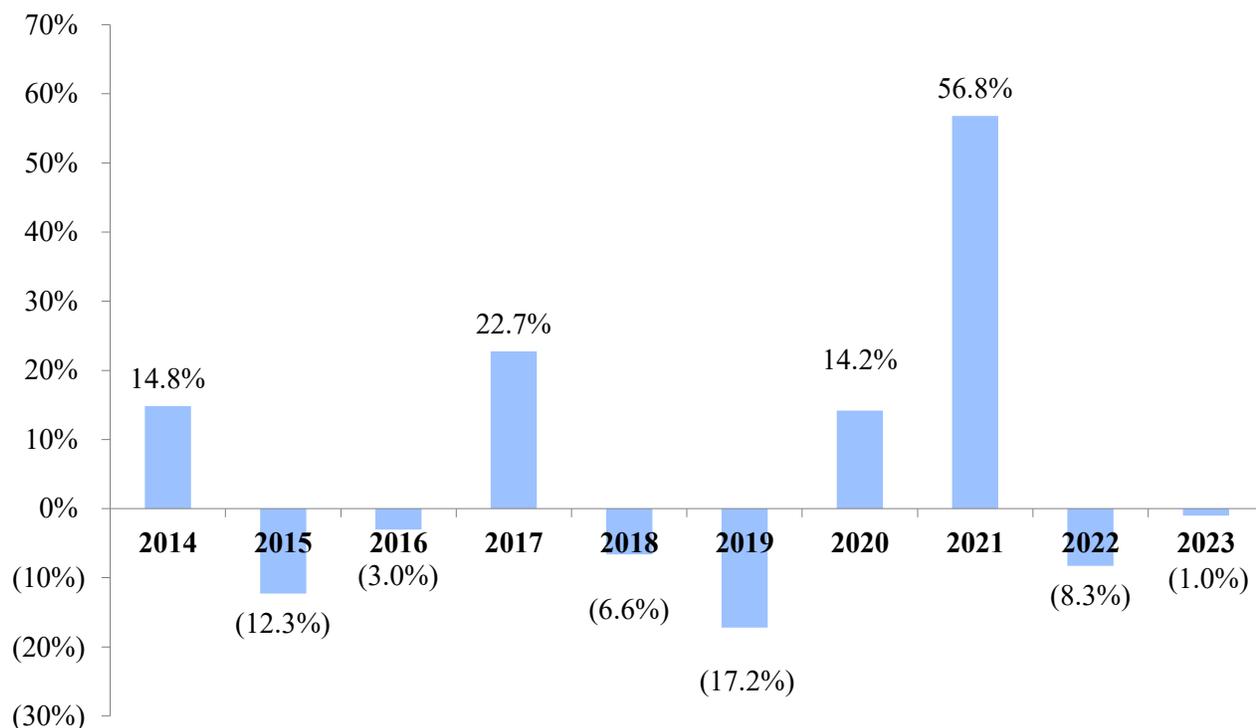
The following bar charts show the annual performance for each of the Series A and Series F units of the Fund for each of the years shown. Each chart shows, in percentage terms, how an investment on January 1 would have increased or decreased by December 31 for each of the years, and how the performance of the Fund varied from year to year.

### Series A



# CHOU RRSP FUND

## Series F



## Annual Compound Returns

The following tables<sup>(1)</sup> show the annual compound total return for each of the Series A and Series F units of the Fund. The tables outline the Fund's past performance for the one-, three-, five-, ten-, and fifteen-year periods ended on December 31, 2023. Also shown for the same periods are the respective historical annual compound total returns of the S&P/TSX (the "Index"). The Index is the headline index for the Canadian equity market. The Toronto Stock Exchange serves as the distributor of this index. The benchmark Index is calculated without the deduction of management fees and fund expenses, whereas the performance of the Fund is calculated after deducting such fees and expenses.

### Series A

December 31, 2023	Past Year	Past 3 Years	Past 5 Years	Past 10 Years	Past 15 Years
Chou RRSP Fund	-1.58%	11.90%	5.54%	3.61%	8.59%
S&P/TSX (\$CAN)	11.86%	9.69%	11.36%	7.64%	9.04%

### Series F

December 31, 2023	Past Year	Past 3 Years	Past 5 Years	Past 10 Years	Past 15 Years
Chou RRSP Fund	-1.03%	12.49%	6.11%	4.17%	9.17%
S&P/TSX (\$CAN)	11.86%	9.69%	11.36%	7.64%	9.04%

<sup>(1)</sup> Tables assume the reinvestment of all distributions.

# CHOU RRSP FUND

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## Summary of Investment Portfolio

The following tables provide a summary of the Fund's portfolio as at December 31, 2023.

<b><u>Sector Mix</u></b>	<b><u>% of Fund's Net Assets</u></b>
Consumer Discretionary	24.3%
Energy	11.8%
Materials	6.4%
Health Care	6.2%
Financials	5.0%
Information Technology	4.3%
Corporate	0.0%
Net Cash & Equivalents	42.0%
<b>Total Portfolio</b>	<b>100.0%</b>

<b><u>Total Issuers</u></b> <i>(excluding cash equivalents)</i>	<b><u>% of Fund's Net Assets</u></b>
<b>Held for trading - Long</b>	
Hertz Global Holdings Inc., warrants, June 30, 2051	2.9%

<b>Equities</b>	
TWC Enterprises Limited	9.7%
EXCO Resources Inc.	7.4%
Bausch Health Companies Inc.	6.2%
Reitmans (Canada) Limited	4.6%
Linamar Corporation	4.5%
Parex Resources Inc.	4.4%
BlackBerry Limited	4.3%
Interfor Corporation	4.2%
Onex Corporation	3.7%
Magna International Inc., Class 'A'	2.3%
Canfor Pulp Products Inc.	1.5%
CI Financial Corporation	1.3%
Methanex Corporation	0.7%
TVA Group Inc.	0.2%
Reitmans (Canada) Limited, Class 'A'	0.1%
<b>Total Equities</b>	<b>55.1%</b>

<b>Fixed Income</b>	
Fortress Global Enterprises Inc., 9.750%, December 31, 2024, Convertible Bonds, Callable	0.0%
<b>Total Fixed Income</b>	<b>0.0%</b>

<b>Total Holdings</b>	<b>58.0%</b>
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The summary of the Fund's investment portfolio may change due to ongoing portfolio transactions of the Fund. The next quarterly update as at March 31, 2024 will be in the Quarterly Portfolio Disclosure and will be posted on our website [www.choufunds.com](http://www.choufunds.com) on or before May 31, 2024.

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