



LetkoBrosseau

Letko Brosseau Infrastructure Equity Fund
Letko Brosseau Fonds d'actions d'infrastructures

ANNUAL FINANCIAL STATEMENTS

DECEMBER 31, 2021

(Expressed in Canadian Dollars)



Table of Contents

Independent Auditors' Report	1
Statement of Financial Position	3
Statement of Changes in Net Assets Attributable to Holders of Redeemable Units	4
Statement of Comprehensive Income	5
Statement of Cash Flows	6
Schedule of Investment Portfolio	7
Notes to Annual Financial Statements	9

INDEPENDENT AUDITORS' REPORT

To the Unitholders of
LETKO BROUSSEAU INFRASTRUCTURE EQUITY FUND
LETKO BROUSSEAU FONDS D' ACTIONS D' INFRASTRUCTURES

Opinion

We have audited the financial statements of **LETKO BROUSSEAU INFRASTRUCTURE EQUITY FUND / LETKO BROUSSEAU FONDS D' ACTIONS D' INFRASTRUCTURES** (the "Fund"), which comprise the statement of financial position as at December 31, 2021, and the statement of changes in net assets attributable to holders of redeemable units, statement of comprehensive income and statement of cash flows for the 183 day period ended December 31, 2021, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2021, and its financial performance and its cash flows for the 183 day period ended December 31, 2021 in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Fund 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 audit opinion.

Responsibilities of the Fund Manager and Those Charged with Governance for the Financial Statements

The Fund Manager is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as the Fund Manager 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, the Fund Manager is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the Fund Manager either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

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

Auditors' 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 auditors' 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 generally accepted auditing standards 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.

INDEPENDENT AUDITORS' REPORT (CONTINUED)

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with Canadian generally accepted auditing standards 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 over-ride 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 Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Fund Manager.
- Conclude on the appropriateness of the Fund Manager'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 Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Fund to cease to continue as 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.



	2021
	\$
Current assets	
Cash	47,699
Investments	11,611,970
Interest, dividends and other receivables	49,426
	<u>11,709,095</u>
Current liabilities	
Accrued expenses	9,610
	<u>11,699,485</u>

Supplementary information

Number of redeemable units in circulation (note 5)	<u>1,123,237</u>
Net assets per unit attributable to holders of redeemable units (note 6)	<u>\$ 10.4159</u>

Approved by the Board of Directors of Letko, Brosseau & Associates Inc., Fund Manager

Daniel Brosseau, Director

Peter Letko, Director

The accompanying notes are an integral part of the financial statements.



	2021 (183 days) \$
Net assets attributable to holders of redeemable units, beginning of period	-
Change in net assets attributable to holders of redeemable units	599,485
Redeemable unit transactions	
Proceeds from issuance	11,100,000
Reinvestment of distributions	167,793
	11,267,793
Distributions to holders of redeemable units (note 6)	
Net investment income	(153,138)
Net realized gain on sale of investments	(14,655)
	(167,793)
Net assets attributable to holders of redeemable units, end of period	11,699,485

The accompanying notes are an integral part of the financial statements.



	2021 (183 days) \$
Investment income	
Net interest income for distribution purposes	(536)
Dividend income	228,987
Net securities lending income (note 9)	527
Foreign exchange gain (loss) on cash	(12,903)
Net realized gain (loss) on sale of investments	14,674
Net changes in unrealized appreciation (depreciation) of investments	419,707
	<u>650,456</u>
Expenses	
Trustee fees (note 10)	4,170
Professional fees	8,048
Filing fees	318
Withholding taxes	15,230
Portfolio transaction costs	23,205
	<u>50,971</u>
Change in net assets attributable to holders of redeemable units	<u>599,485</u>
Change in net assets per unit attributable to holders of redeemable units (note 3)	<u>0.5868</u>

The accompanying notes are an integral part of the financial statements.



	2021 (183 days) \$
Cash flows from (used in) operating activities	
Change in net assets attributable to holders of redeemable units	599,485
Adjustments or variations for:	
Foreign exchange (gain) loss on cash	12,903
Net realized (gain) loss on sale of investments	(14,674)
Net changes in unrealized (appreciation) depreciation of investments	(419,707)
Proceeds from sale or maturity of investments	3,458,619
Investments purchased	(14,635,924)
Interest, dividends and other receivables	(49,426)
Accrued expenses	9,610
	(11,039,114)
Cash flows from (used in) financing activities	
Proceeds from issuance of redeemable units	11,100,000
Change in cash	60,886
Cash, beginning of period	-
Effect of exchange rate changes on foreign cash	(13,187)
Cash, end of period	47,699

Supplementary information

Cash flows relating to operating activities:

Dividends received, net of withholding taxes	\$ 164,446
Interest paid	\$ 7



	Quantity	Cost \$	Fair Value \$
Equities			
Energy			
Koninklijke Vopak	3,825	215,023	169,228
Pembina Pipeline Corporation	5,125	200,945	196,646
Reliance Industries	3,525	246,613	284,745
TC Energy Corporation	6,425	399,609	377,983
		1,062,190	1,028,602
Industrial Products			
Fraport AG Frankfurt Airport Services Worldwide	2,500	197,275	212,523
Globaltrans Investment	11,350	99,811	122,149
Grupo Aeroportuario del Centro Norte S.A.B. de C.V.	48,400	387,359	410,794
Sinotrans	449,000	225,231	181,867
		909,676	927,333
Consumer Staples			
First Pacific	863,000	380,402	401,291
Real Estate			
Atrium European Real Estate	68,650	303,469	354,512
Cominar Real Estate Investment Trust	30,350	333,038	354,792
Concentradora Fibra Danhos S.A. de C.V.	219,275	306,326	312,640
Macerich Company	10,100	216,914	220,455
		1,159,747	1,242,399
Communication Services			
AT&T	13,050	466,255	405,510
BCE	4,075	252,470	268,176
Comcast Corporation	5,300	376,970	336,945
Rogers Communications	7,650	494,521	460,760
Telefonica	54,050	300,315	299,070
TELUS Corporation	7,575	211,532	225,659
Verizon Communications	6,225	437,538	410,646
Vodafone Group, ADR	172,350	349,106	331,018
		2,888,707	2,737,784
Utilities			
AltaGas	7,625	199,737	208,239
Beijing Enterprises Holdings	75,500	315,090	329,053
Canadian Utilities	5,775	200,219	211,885
Capital Power Corporation	4,825	198,966	190,395
China Water Affairs Group	310,000	308,663	561,527
Companhia de Saneamento Básico do Estado de São Paulo, ADR	46,775	397,658	433,676
Companhia Paranaense de Energia, ADR	56,400	391,514	401,091
EDP - Energias de Portugal	35,825	250,164	248,658
Endesa	6,325	199,234	183,528
Enel SpA	28,850	326,958	291,998
Engie	17,425	298,936	325,743

The accompanying notes are an integral part of the financial statements.



	Quantity	Cost \$	Fair Value \$
Equities (continued)			
Utilities (continued)			
Manila Water	722,200	324,461	442,774
Snam SpA	13,725	98,995	104,491
Superior Plus Corporation	9,825	149,961	127,725
Veolia Environnement	7,750	299,194	359,134
		3,959,750	4,419,917
Total Equities		10,360,472	10,757,326
	Par Value	Cost \$	Fair Value \$
Money Market Securities			
Newfoundland Treasury Bills 2022-03-03	585,000	584,778	584,778
Nova Scotia Treasury Bills 2022-01-20	20,000	19,998	19,998
Quebec Treasury Bills 2022-02-11	250,000	249,868	249,868
Total Money Market Securities		854,644	854,644
Portfolio Transaction Costs Included in the Securities' Cost		(22,853)	
Total Investments		11,192,263	11,611,970

The accompanying notes are an integral part of the financial statements.



1. Establishment of the fund

The Letko Brosseau Infrastructure Equity Fund / Letko Brosseau Fonds d'actions d'infrastructures (the "Fund") is a private unit investment trust created under a trust agreement established on November 30, 2004 under the laws of the province of Ontario. The registered office is located at 155 Wellington Street West, Toronto, Ontario, Canada, M5V 3L3. The Fund's operations began on July 2, 2021.

The trust agreement designates RBC Investor Services Trust as the trustee, custodian and accountant of the Fund (the "Trustee") and Letko, Brosseau & Associates Inc. as the manager of the Fund (the "Manager").

2. Basis of presentation

These financial statements, for which the functional and presentation currency is the Canadian dollar, have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as published by the International Accounting Standards Board ("IASB") and comply with the requirements of the Canadian Securities Administrators ("CSA").

The financial statements were authorized for issue by the Manager's Board of Directors on March 23, 2022.

These financial statements have been prepared on a historical cost basis with the exception of cash and investments which are measured at fair value.

3. Significant accounting policies

Financial instruments

Classification

The Fund classifies its financial assets based on both the Fund's business model for managing those financial assets and the associated contractual cash flow characteristics. Based on the Fund's objective of achieving long-term capital appreciation and the management and evaluation of the portfolio's performance on a fair value basis, the Fund applies the business model which requires that its portfolio, which includes cash and investments, be classified at fair value through profit or loss. All other financial assets and liabilities, with the exception of the Fund's obligation for net assets attributable to holders of redeemable units, are classified at amortized cost. The Fund's obligation for net assets attributable to holders of redeemable units is presented at the redemption amount as described in note 6.

Recognition and measurement

The Fund recognizes financial instruments at fair value upon initial recognition. Purchases and sales of investments are recognized on the trade date. Subsequent to initial recognition, cash and investments are measured at fair value and gains and losses arising from changes in the fair value are recognized in the statement of comprehensive income. All other financial assets and financial liabilities are initially recognized on the date on which they originated and are subsequently measured at amortized cost.

Portfolio transaction costs incurred by the Fund for the sale and purchase of investments are expensed as incurred.



3. Significant accounting policies (continued)

Financial instruments (continued)

Fair value

The fair value of the Fund's investments traded in active markets is determined using the quoted market prices at the close of trading on the date of the financial statements. The closing market price is either obtained from an accredited stock exchange where the security has the highest trading volume or from independent and renowned brokerage houses. In the event where the last closing market price does not fall within the bid-ask spread on the date of the financial statements, the Manager and the Trustee determine the point within the bid-ask spread that is most representative of fair value based on the facts and circumstances. Investment fund units held for trading that are not traded in active markets are measured at fair value based on their net asset value as determined by their trustee.

The Fund's accounting policies for measuring the fair value of its investments are consistent with those used to determine the net asset value for transactions with unitholders.

Information on the reliability of the fair value measurement of financial assets is disclosed in note 13. The transfer of a financial asset from one fair value hierarchy level to another is performed at the date of the event or change in circumstances which would justify a change in level.

Revenue recognition

Investment income is accounted for using the accrual method of accounting. Interest income for distribution purposes is recognized when it is earned. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities, except for zero coupon bonds which are amortized using the effective interest rate method. Dividends are recognized on the ex-dividend date and distributions on investment fund units are recorded at the ex-distribution date. Income from securities lending is recorded when earned. Realized gains and losses upon sale of investments are recognized on the trade date and are calculated using the average cost method.

Foreign currency translation

Foreign currency transactions are translated into Canadian dollars using the exchange rates prevailing at the dates the transactions occur. Assets and liabilities denominated in a foreign currency are translated into Canadian dollars using the exchange rate prevailing at the date of the financial statements. Foreign exchange gains and losses are presented in the statement of comprehensive income.

Change in net assets per unit attributable to holders of redeemable units

This change, presented in the statement of comprehensive income, represents the variation in net assets per unit attributable to holders of redeemable units based on the average number of redeemable units that were in circulation during the period.

Use of estimates, judgments, and assumptions

The preparation of these financial statements in accordance with IFRS requires the Manager to make judgments in applying its accounting policies and to make estimates and assumptions about the future. The following discusses the most significant accounting judgments and estimates that the Manager has made in preparing the financial statements.

Investment entity

The Manager has determined that the Fund meets the definition of an investment entity in accordance with IFRS 10 Consolidated Financial Statements. As a result, in the event the Fund holds an investment in a subsidiary, the Fund would account for this investment at fair value through profit or loss.



4. Future accounting standards

There are currently no new accounting standards, amendments to current standards or new interpretations that are effective for annual periods beginning on or after January 1, 2022 which would have a material effect on the Fund's financial statements.

5. Redeemable units in circulation

The Fund is authorized to issue an unlimited number of series of units each of which can contain an unlimited number of units, without par value. All units are voting, participating and redeemable by the unitholders at the net asset value.

Since its inception, the Fund has issued only one series of redeemable units.

	2021
Number of redeemable units in circulation, beginning of period	-
Number of redeemable units issued and redeemed during the period	
Issued for cash and other consideration	1,106,928
Issued on reinvestment of distributions	16,309
Redeemed	-
Number of redeemable units in circulation, end of period	1,123,237

6. Valuation of redeemable units and distributions

The net asset value per unit, which represents the redemption amount, is determined by dividing the Fund's net assets at fair value by the number of redeemable units in circulation at the end of each valuation date.

Income from dividends, interest and securities lending, net of expenses of the Fund, is accounted for in the net assets attributable to holders of redeemable units. At the end of each month, income received, net of expenses paid, is distributed and reinvested as additional redeemable units or, at the discretion of the unitholders, is paid in cash. Realized gains and losses resulting from the sale of investments are accounted for in the net assets attributable to holders of redeemable units and net realized gains are distributed and reinvested at the end of the fiscal year as additional redeemable units or, at the discretion of the unitholders, are paid in cash. Upon request from the Manager, additional income and capital gain distributions may occur at different times during the fiscal year under exceptional circumstances.

7. Capital management

The capital of the Fund is represented by redeemable units issued and in circulation. According to its mission, substantially all of the Fund's capital is invested in securities. Information about the Fund's objectives, policies and procedures for managing its capital is disclosed in note 12. The Fund is not subject to any particular external requirement for managing its capital.



8. Related party transactions

The following table presents a summary of the transactions during the period between the Fund and related parties. Related parties are represented by the Manager and the investment funds it manages, directors of the Manager, corporations controlled by the directors of the Manager, family members of the directors and a deferred profit-sharing plan for the benefit of the Manager's employees.

2021	Manager \$	Other related parties \$
Redeemable units issued and redeemed		
Issued for cash and other consideration	10,000,000	-
Issued on reinvestment of distributions	159,625	-
Redeemed	-	-
	10,159,625	-

These transactions took place in the normal course of operations and are measured at the net asset value at the date of the transactions.

As at December 31, related parties held units of the Fund with an aggregate fair market value of the following:

	2021 \$
Manager	10,577,582
Other related parties	-
	10,577,582

9. Net securities lending income

The Fund takes part in a securities lending program with the Trustee. Securities lending transactions involve the temporary exchange of securities for collateral with a commitment to return the same securities to the Fund on a future date. In accordance with the terms of the program, the Fund receives collateral of at least 102% of the fair value of the securities on loan. The collateral consists primarily of debt securities with high credit ratings. The fair value of the securities loaned is determined in accordance with standard market practices and additional collateral is requested if necessary.

The table below presents the aggregate fair value of the securities on loan and collateral held under securities lending transactions as at December 31. The securities on loan continue to be included in the statement of financial position.

	2021 \$
Total fair value of securities on loan	1,709,561
Total collateral held	1,743,916



9. Net securities lending income (continued)

Securities lending income reported in the statement of comprehensive income is net of securities lending charges which the Fund's Trustee is entitled to receive as per the terms of the program. For the period ended December 31, securities lending income was as follows:

	2021 (183 days) \$
Gross securities lending income	878
Securities lending charges	(351)
Net securities lending income	527
Securities lending charges as a % of the gross securities lending income	40.0%

10. Fees

Trustee fees are calculated according to an agreement between the Manager and the Trustee.

Management fees of the Manager are invoiced directly to the unitholders.

11. Income taxes

In accordance with provisions of the Income Tax Act (Canada) and the Quebec Taxation Act, the Fund qualifies as a unit trust and is taxed on its income received and not distributed to unitholders. The Fund distributes to unitholders the total income from dividends, interest and securities lending, net of expenses and its net realized taxable capital gains.

12. Risks associated with financial instruments

Analysis of risk management

In accordance with its investment policy, the Fund's investment objective is to optimize returns by building a well-diversified portfolio of publicly traded companies exposed to global infrastructure, without taking undue risk of loss or impairment. The portfolio is comprised primarily of equities, but may also include, on a lesser scale, money market and fixed income securities. In order to minimize the risks associated with financial instruments, the Manager applies a strategy of diversification across issuers, economic regions and industrial sectors.

Credit risk

The credit risk associated with the Fund's investments in money market securities is insignificant given their short-term maturities.

The credit risk associated with securities lending transactions is considered minimal given the nature and the value of the collateral held by the Fund in connection with these transactions.

The risk of default on transactions with counterparties related to investments is considered minimal since the transaction would fail if either party did not fulfill its obligation.

Liquidity risk

The Fund's units are redeemable at the option of the holder thereby exposing the Fund to liquidity risk. Although the Fund is exposed to redemptions of units, liquidity risk is mitigated by the fact that the majority of its assets consists of investments traded on a stock exchange or an organized market, which can be readily liquidated. In addition, at the Manager's discretion, the Fund may pay the redemptions in securities instead of cash.



12. Risks associated with financial instruments (continued)

Market risks

For the disclosure of market risks, IFRS requires that a sensitivity analysis be presented showing the effects of reasonable possible changes in relevant risk variables on the value of net assets attributable to holders of redeemable units.

The Manager considers that this sensitivity analysis, showing the impact on the value of financial instruments from changes in the market, is based on a highly unlikely assumption that all other variables remain constant. Moreover, considering the many interrelationships between the various components of market risk, the Manager is of the opinion that it is not possible to quantify the impact of market fluctuations due to the interdependence of these components. Consequently, in practice, actual results may differ from the sensitivity analyses presented herein and differences could be material.

Price risk

Given the uncertainty regarding the investments' future prices, the Fund is exposed to the inherent risk associated with fluctuations in the market. Consequently, the maximum risk to which the Fund is exposed corresponds to the fair value of its investments.

The Manager's best estimate of the upward or downward impact on the Fund's investments and net assets as a result of reasonable probable changes in benchmark indices, with all other variables being equal, is as follows:

Benchmark indices	Changes in %	2021 Impact \$
FTSE Canada 91 Day TBill Total Return Index	0.25	2,000
MSCI ACWI Infrastructure Total Return Net Index	3.00	322,000

Currency risk

The Fund holds securities of foreign issuers in its investment portfolio. The value of these securities is dependent on fluctuations in currency rates. These fluctuations may increase the short-term volatility of foreign securities in the markets and affect the short-term performance of the Fund.

The Fund holds assets denominated in foreign currencies for which the distribution is as follows:

Foreign currencies	2021 % of net assets
U.S. dollars	22.71
Euros	21.92
Hong Kong dollars	12.67
Mexican peso	6.18
Other currencies representing less than 5% individually	6.62

As at December 31, 2021 an increase or decrease of 3% in the value of Canadian currency compared to foreign currencies, with all other variables being equal, would have resulted in an upward or downward variation of the Fund's investments and net assets of \$246,000.



12. Risks associated with financial instruments (continued)

Market risks (continued)

Interest rate risk

Interest rate fluctuations have an insignificant impact on money market securities given their short-term maturities.

Given that the Fund does not hold investments in bonds, it is not directly exposed to an interest rate risk on debt securities.

The Fund's investments in equities are exposed to interest rate risk. This is due to the fact that their value is dependent on the rate used in discounting future dividends and to the general effect from changes in interest rates on the economy as a whole, the availability of credit and the profitability of companies. The Manager believes that it is not possible to quantify the impact of the variations taking into account the interdependence of these components.

13. Information on fair value of financial instruments

The financial instruments measured at fair value are classified according to a hierarchy which includes three levels, reflecting the reliability of the inputs involved in the fair value determination:

- Level 1: financial instruments for which the fair value is determined using quoted prices in active markets;
- Level 2: financial instruments for which the fair value is determined using pricing models based on market observable inputs;
- Level 3: financial instruments for which the fair value is determined using pricing models based on market unobservable inputs.

The investments held by the Fund and measured at fair value are classified as follows:

	Level 1	Level 2	Level 3	Total
2021	\$	\$	\$	\$
Equities	10,757,326	-	-	10,757,326
Money market securities	854,644	-	-	854,644
	11,611,970	-	-	11,611,970

During the period ended December 31, 2021, there were no transfers between the levels.

The financial instruments not measured at fair value through profit or loss are short term financial assets and liabilities whose carrying amounts approximate fair value.

14. Filing exemption for financial statements

The Fund has advised the CSA that it is exempt under section 2.11 of NI 81-106 from annual filing requirements to the Canadian regulation authorities since all the requirements have been met.