

FIRST QUARTER REPORT June 30, 2024

Incorporated under the Laws of Canada



THE PERIOD AT A GLANCE (Unaudited)

	As	As at March 31 2024				
Net equity value per Common Share ¹	\$	201.13	\$	195.51		
Net assets ²	\$	2,271,720	\$	2,208,506		
Number of Common Shares outstanding at period end		11,256,465		11,256,465		

Three months ended

	June 30								
		2023							
Net Investment Income per Common Share ¹	\$	0.74	\$	0.66					
Dividends per Common Share									
Quarterly	\$	0.30	\$	0.30					
Additional ³	\$	0.40	\$	0.25					
Net income per Common Share	\$	6.32	\$	6.49					
Net investment income ^{1,2}	\$	8,453	\$	7,704					

¹ See Management's Discussion and Analysis for Use of Non-GAAP Measures.

The accompanying financial statements have been prepared under International Financial Reporting Standards.

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

The Company's external auditors, PricewaterhouseCoopers LLP, have not performed a review of these interim financial statements of United Corporations Limited.

² In thousands of Canadian dollars.

³ This additional dividend represents the annual distribution of the prior year's annual net investment income, after payment of Preferred Share dividends and after payment of quarterly Common Share dividends.

MANAGEMENT'S DISCUSSION & ANALYSIS

The following Management's Discussion and Analysis ("MD&A") of the unaudited interim condensed financial performance and financial condition of United Corporations Limited ("United" or the "Company") for the first quarter of fiscal 2025 should be read in conjunction with: the March 31, 2024 Annual Report, including the MD&A, the Company's audited annual financial statements and the notes and supplementary financial information; and the unaudited quarterly condensed interim condensed financial statements and notes contained in this report. These financial statements have been prepared in compliance with International Financial Reporting Standards, as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). The reporting currency for the Company is the Canadian dollar, and all amounts in the following discussion are in Canadian dollars. This MD&A is dated as of August 1, 2024.

This MD&A may contain certain forward-looking statements that are subject to risks and uncertainties that may cause the results or events mentioned in this discussion to differ materially from actual results or events. No assurance can be given that results, performance or achievement expressed in, or implied by, any forward-looking statements within this disclosure will occur, or if they do, that any benefits may be derived from them.

The Company

United is a closed-end investment corporation that trades on the Toronto Stock Exchange. United is an investment vehicle for long-term growth through investments in common equities, as management believes that over long periods of time, common equities, as an asset class, will outperform fixed-income instruments or balanced funds. From time to time, however, assets of the Company may be invested in interest-bearing short-term securities pending the selection of suitable equity investments.

The Company has been a closed-end investment corporation since 1929. The Common Shares have persistently traded at a discount to their net asset value, ranging from approximately a 20% discount to a 42% discount over the past 10 years. Management believes that shareholders who have invested in the Common Shares of the Company recognize that the Common Shares of the Company usually trade at a discount to their net asset value.

Closed-end investment corporations have the following benefits: they often allow investors the opportunity to purchase assets at a discounted price; they have management expense ratios which are generally much lower than those for actively-managed open-ended funds; and the management of a closed-end investment corporation's portfolio is not impacted by shareholder subscription or redemption activities.

United has no plans to become an open-ended investment fund.

The majority of the Company's investment portfolio is actively managed by Comgest Asset Management International Limited ("Comgest"), Causeway Capital Management LLC ("Causeway"), and Neuberger Berman Canada ULC ("Neuberger Berman Canada"). Each of these managers has a global equity mandate. As of June 30, 2024, \$598,399,000 (March 31, 2024 - \$565,456,000), \$572,643,000 (March 31, 2024 - \$554,505,000), \$518,699,000 (March 31, 2024 - \$497,279,000), and \$585,743,000 (March 31, 2024 - \$559,856,000) of equity investments were managed by Comgest, Causeway, Neuberger Berman Canada Global Equities which tracks the MSCI All Country World Index ("ACWI"), and Neuberger Berman Canada Global Equities Quality Strategy, respectively.

Comgest is part of the Comgest group which is an independent, international asset management group, with headquarters in Paris and offices in Amsterdam, Boston, Brussels, Dublin, Düsseldorf, Hong Kong, Milan, Singapore, Tokyo and a representative office in London. Since inception in 1985, Comgest has pursued a long-term 'Quality Growth' investment style. The portfolio will generally hold between 30 - 40 companies.

MANAGEMENT'S DISCUSSION & ANALYSIS

The Company (continued)

Causeway Capital is a global investment manager and is based out of Los Angeles, California, USA. The investment philosophy emphasizes the merits of value investing and combines both fundamental and quantitative research to identify investment opportunities in equity markets around the world. The portfolio will generally hold between 35 – 55 companies.

Neuberger Berman Canada is an investment management firm headquartered in Toronto. Neuberger Berman Canada manages its portfolio in two separate mandates. The first mandate invests in global equities, with low tracking risk to the MSCI All Country World Index, which expects to hold 600 - 1,000 companies. The new and now second mandate invests in global equities with a quality strategy, which expects to hold 200 - 400 companies. Neuberger Berman Canada is a business of Neuberger Berman. Neuberger Berman, founded in 1939, is a private, independent, employee-owned investment manager headquartered in New York. The firm manages a range of strategies including equity, fixed income, quantitative and multi-asset class, private equity, real estate and hedge funds on behalf of institutions, advisors and individual investors globally. With offices in 26 countries, Neuberger Berman's diverse team has over 2,800 professionals.

The Company also has a long-term investment in Algoma Central Corporation ("Algoma"), a public shipping company. Algoma is a related party and is a reporting issuer which trades on the Toronto Stock Exchange with a profile on SEDAR+. The investment in Algoma is consistent with the Company's investment strategy and contributes to achieving the investment objective of the Company.

Investment Strategy

The objective of the Company is to earn an above-average rate of return, primarily through long-term capital appreciation and dividend income. Short-term volatility is expected and tolerated. Management remains confident that the Company's investment strategy will reward shareholders over the long term.

The investment portfolio of the Company comprises primarily foreign equities. Net equity value and net investment income may vary significantly from period to period depending on the economic environment and market conditions.

Use of Non-GAAP Measures

This MD&A contains references to "net equity value per Common Share", "growth in net equity value per Common Share", "net investment income", and "net investment income per Common Share". These terms do not have any standardized meanings in GAAP (generally accepted accounting principles) and therefore may not be comparable to similar measures presented by other companies. The Company believes that these measures provide information useful to our shareholders in evaluating the Company's financial results.

Net equity value per Common Share is used by investors and management as a comparison to the market price of its Common Shares to determine the discount or premium at which the Company's Common Shares are trading, relative to the net equity value per Common Share. In order to determine its net equity value per Common Share, the Company deducts the cost of redemption of its Preferred Shares from its net assets.

Net investment income per Common Share is used by both investors and management to assess the approximate amount of dividends to be distributed on Common Shares. In order to determine its net investment income per Common Share, the Company deducts the dividends paid and accrued on its Preferred Shares from net investment income.

MANAGEMENT'S DISCUSSION & ANALYSIS Use of Non-GAAP Measures (continued)

Net equity value per Common Share is calculated as follows (in thousands of dollars, except number of Common Shares and per Common Share amounts):

	June 30 2024			March 31 2024	
Net Assets	\$	2,271,720	\$	2,208,506	
Deduct:					
Cost of redemption					
First Preferred Shares		1,567		1,567	
1959 and 1963 Series Second Preferred Shares		6,180		6,180	
		7,747		7,747	
Net equity value	\$	2,263,973	\$	2,200,759	
Common Shares outstanding		11,256,465		11,256,465	
Net Equity Value per Common Share	\$	201.13	\$	195.51	

Net investment income per Common Share is calculated as follows (in thousands of dollars, except number of Common Shares and per Common Share amounts):

Three months ended June 30

	2024	2023
Net income	\$ 71,188	\$ 75,355
Add (deduct):		
Other net fair value changes in investments	(72,316)	(77,984)
Tax on other net fair value changes in investments	 9,581	10,333
Net investment income ¹	8,453	7,704
Deduct:		
Dividends paid on Preferred Shares	94	 94
Net investment income, net of dividends paid on Preferred Shares ¹	\$ 8,359	\$ 7,610
Weighted Average Common Shares Outstanding	11,256,465	11,598,283
Net Investment income per Common Share ¹	\$ 0.74	\$ 0.66

¹ On an after-tax basis.

MANAGEMENT'S DISCUSSION & ANALYSIS

Net Equity Value per Common Share

The Company's net equity value per Common Share increased to \$201.13 at June 30, 2024 from \$195.51 at March 31, 2024.

With dividends reinvested at month-end net equity values, the Company's net equity value return for the quarter was 3.2% compared to 4.0% for the same period in the prior fiscal year.

During the quarter, investments managed by Comgest had a pre-tax total return of 4.7% (2024 -6.6%), Causeway 2.4% (2024 -2.8%), Neuberger Berman Canada Global Equities Quality Strategy 4.8% (mandated commenced September 2023) and Neuberger Berman Canada Global Equities ACWI 4.5% (2024 -4.1%).

As the Company is a taxable Canadian corporation, the Company's net equity value is net of a current income tax provision on net investment income and net realized gains (losses) on investments, and net of a deferred income tax provision on its unrealized appreciation of investments.

In Canadian dollar terms, total returns (capital gains (losses) plus dividends) for stock market indices, were as follows:

	Three Months ended
	June 30, 2024
	(%)
MSCI All Country World Index	3.6
S&P 500 Index	5.3
S&P/TSX Composite Index	(0.5)
MSCI Emerging Markets	6.1

Growth in Net Equity Value ("NAV")

Set out below is a table that shows annual growth in NAV in each of the past 10 fiscal years:

Annual growth in NAV*

	NAV per Common Share \$	Annual Growth %
2015	117.86	20.2
2016	120.66	4.0
2017	132.32	11.6
2018	138.40	6.4
2019	146.99	7.7
2020	137.95	(4.7)
2021	170.66	25.5
2022	166.49	(1.2)
2023	164.13	2.5
2024	195.51	20.1

Compound annual growth*

2015 - 2024 - 10 years	8.8
2010 2021 10 yourd	0.0

^{*}Growth in NAV is determined by the percentage change in NAVs for the period with dividends paid by the Company reinvested at month-end NAVs.

MANAGEMENT'S DISCUSSION & ANALYSIS Operating Results - Fiscal 2024

Net income

The Company's net income for the first quarter of fiscal 2025 was \$71,188,000 compared to \$75,355,000 for the first quarter of fiscal 2024. On a per Common Share basis, net income for the quarter was \$6.32 in the first quarter of fiscal 2025 compared to \$6.49 for the same quarter in fiscal 2024.

Other net fair value changes in investments increased to a net gain of \$72,316,000 during the first quarter of fiscal 2025 compared to a \$77,984,000 for the same period in the prior year. During the quarter, there was positive performance of \$60,332,000 in North America and \$13,009,000 in Emerging Markets.

The net realized gain was \$13,055,000 for the first fiscal quarter of 2025 compared to \$3,824,000 for the same period in the prior fiscal year. The largest year-to-date contributors to the net realized gain in fiscal 2025 were from the sales of securities of \$6,197,000 in North America, \$4,806,000 in the United Kingdom and \$2,255,000 in Europe.

Net Investment Income

The Company's net investment income for the first quarter of fiscal 2025 increased to \$8,453,000 compared to \$7,704,000 for the first quarter of fiscal 2024. On a per Common Share basis, net investment income increased to \$0.74 compared to \$0.66 for the same quarter in fiscal 2024.

Foreign dividend income in the first quarter increased to \$12,872,000 from \$11,794,000 for the first quarter in the prior year. In general, foreign dividend income is also impacted by changes in the composition of the investment portfolio, variability in foreign exchange rates and dividend yields.

Canadian dividend income in the first guarter increased to \$878,000 from \$844,000 in the prior year.

Interest and securities lending income in the first quarter decreased to \$689,000 compared to \$767,000 in the prior year. The decrease relates primarily to lower securities lending income.

Expenses of the Company during the quarter decreased to \$2,986,000 compared to \$3,223,000 for the same period in the prior year. The majority of the decrease relates to lower investment management expenses associated with the investment manager change completed during fiscal 2024.

MANAGEMENT'S DISCUSSION & ANALYSIS Quarterly Results

The following table summarizes various financial results on a quarterly basis for the most recent quarters (in thousands of dollars, except per share amounts):

		June 30	March 31	Dec. 31	,	Sept. 30	June 30	ı	March 31	Dec. 31	;	Sept. 30
		2024	2024	2023		2023	2023		2023	2022		2022
Investments	\$ 2	2,326,969	\$ 2,230,828	\$ 2,098,679	\$	1,925,220	\$ 1,949,096	\$	1,861,226	\$ 1,772,619	\$	1,612,041
Net Investment Income	\$	8,453	\$ 4,684	\$ 3,520	\$	2,908	\$ 7,704	\$	8,305	\$ 2,268	\$	1,802
Net income (loss)	\$	71,188	\$ 172,923	\$ 155,887	\$	(49,918)	\$ 75,355	\$	135,679	\$ 141,689	\$	(23,119)
Per Common Share:												
Net investment income) 1	\$	0.74	\$ 0.41	\$ 0.30	\$	0.24	\$ 0.66	\$	0.70	\$ 0.19	\$	0.14
Net income (loss)	\$	6.32	\$ 15.35	\$ 13.52	\$	(4.30)	\$ 6.49	\$	11.69	\$ 12.20	\$	(1.96)
NAV	\$	201.13	\$ 195.51	\$ 180.46	\$	165.49	\$ 170.10	\$	164.13	\$ 152.74	\$	140.83

¹ On an after-tax basis.

Investment income is derived primarily from dividend income that is earned by the Company. While North American investments usually pay regular quarterly dividends, investments outside of North America often pay less frequently.

In general, dividends earned on investments outside of North America peak in the first quarter of the fiscal year. From time to time, the Company receives additional one-time dividends arising from significant corporate transactions.

Dividend income, commencing with the first fiscal quarter of 2023, increased as a result of changes in the global investment portfolio as a result of the changes made to the investment portfolio managers, completed during the fourth quarter of fiscal 2022. During the fourth fiscal quarter of 2023, the Company recorded a special dividend of \$4,895,000 from its investment in Algoma. At the end of the second fiscal quarter of 2024, the Company appointed Neuberger Canada to provide portfolio management services for a greater portion of its assets, replacing Harding Loevner LP. There is no guarantee that the Company will receive dividend income on its investments at current dividend payout levels.

Overall returns are determined by the performance of the investment managers of the portfolio and may fluctuate significantly as illustrated by the past eight quarters. The returns generated by the investment managers may not correlate with benchmark returns.

Share Data

As at June 30, 2024, the following shares were issued and outstanding: 52,237 First Preferred Shares, 80,290 1959 Series Second Preferred Shares, 119,710 1963 Series Second Preferred Shares and 11,256,465 (March 31, 2024 - 11,256,465) Common Shares.

Normal Course Issuer Bid

On March 7, 2024, the Company obtained approval from the TSX to renew its normal course issuer bid ("NCIB") to purchase up to 562,823 Common Shares between March 12, 2024 and ending March 11, 2025. Daily purchases (other than pursuant to a block purchase exemption) on the TSX under the NCIB were limited to 1,000 Common Shares. The price that the Company will pay for Common Shares in open market transactions will be the market price at the time of purchase.

MANAGEMENT'S DISCUSSION & ANALYSIS

Normal Course Issuer Bid (continued)

For the three-month period ended June 30, 2024, no Common Shares were purchased under the NCIB. For the three-month period ended June 30, 2023 4,900 Common Shares were purchased at an average price of \$102.24 per share for a total consideration of \$501,000.

Liquidity and Capital Resources

The Company's dividend policy is to distribute quarterly Preferred Share dividends of \$0.375 per share and quarterly Common Share dividends of \$0.30 per share. If the annual net investment income is in excess of the quarterly dividends paid, an additional Common Share dividend equal to the excess will be paid following the end of the fiscal year.

An additional Common Share dividend of \$0.40 (fiscal 2024 - \$0.25) per Common Share was paid in the first quarter of fiscal 2025 as net investment income per Common Share for fiscal 2024 was greater than quarterly Common Share dividends paid. Net investment income is dependent on the investment decisions that are made by the investment managers.

The Company's dividend policy is established by the Board of Directors at its discretion and is subject to change.

The Company has a \$50,000,000 operating credit facility with a Canadian chartered bank. The credit facility is pledged with equity investments from the Company's investment portfolio. The Company is able to borrow funds in an amount up to 50% of the fair value of investments pledged. As of June 30, 2024 no funds were drawn on this facility.

Significant Development

On April 16, 2024, the 2024 Canadian Federal budget was presented in the House of Commons. This budget will increase the inclusion rate on capital gains for income tax purposes from 1/2 to 2/3 on gains realized on or after June 25, 2024. The Company records income taxes payable on realized investment gains and deferred income tax liabilities on the unrealized appreciation of its investments. Once this change is approved and becomes substantively enacted, the impact of these changes will be reflected in the Company's financial statements and will reduce the net assets of United. As of the current quarter end, this change in the Federal budget has not yet been substantively enacted.

Additional Information

Additional information relating to United, including the Company's Annual Information Form, is available at www.sedarplus.ca.

United's website, www.ucorp.ca, also provides further information on the Company, including historical information on the net equity value per Common Share which is updated weekly.

STATEMENTS OF FINANCIAL POSITION (Unaudited)

(in thousands of Canadian dollars)

	June 30 2024	March 31 2024	
ASSETS			
Cash and cash equivalents	\$ 22,331	\$ 55,044	
Investments (Note 4)	2,326,969	2,230,828	
Receivable in respect of investments sold	4,162	3,022	
Dividends and interest receivable	2,494	3,442	
Income taxes receivable	1,618	_	
Other assets	2,761	2,783	
Total assets	2,360,335	2,295,119	
LIABILITIES			
Accrued expenses	3,118	2,634	
Payable in respect to investments purchased	4,148	1,668	
Income taxes payable	_	8,665	
Dividends payable	3,472	3,472	
Deferred tax liabilities	77,877	 70,174	
Total liabilities	88,615	86,613	
NET ASSETS	\$ 2,271,720	\$ 2,208,506	
SHAREHOLDERS' EQUITY			
Share capital (Note 5)	\$ 499,868	\$ 499,868	
Retained earnings	1,771,852	1,708,638	
TOTAL SHAREHOLDERS' EQUITY	\$ 2,271,720	\$ 2,208,506	

STATEMENTS OF COMPREHENSIVE INCOME

(Unaudited)

(in thousands of Canadian dollars)

	Three mor	nths e	ended		
	June 30				
	2024		2023		
INCOME					
Dividends					
Foreign	\$ 12,872	\$	11,794		
Canadian	878		844		
	13,750		12,638		
Interest and securities lending income	689		767		
Other net fair value changes in investments (Note 6)	72,316		77,984		
	86,755		91,389		
EXPENSES	_				
Investment management and administrative costs (Note 7)	2,417		2,655		
Transfer, registrar and custody fees	246		212		
Directors' and officer's remuneration	179		185		
Office and miscellaneous	116		142		
Professional fees	28		29		
	2,986		3,223		
INCOME BEFORE INCOME TAXES	83,769		88,166		
Provision for income taxes	12,581		12,811		
NET INCOME	\$ 71,188	\$	75,355		
EARNINGS PER COMMON SHARE -	 				
BASIC AND DILUTED	\$ 6.32	\$	6.49		

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (Unaudited)

(in thousands of Canadian dollars)

	Share Capital			Retained Earnings	Total	
At April 1, 2024	\$	499,868	\$	1,708,638	\$ 2,208,506	
Net income for the period		_		71,188	71,188	
Dividends				(7,974)	(7,974)	
At June 30, 2024	\$	\$ 499,868		1,771,852	\$ 2,271,720	
At April 1, 2023	\$	514,966	\$	1,396,813	\$ 1,911,779	
Net income for the period		_		75,355	75,355	
Dividends				(6,472)	(6,472)	
Repurchase and cancellation of Common Shares (Note 5)		(215)		(286)	(501)	
At June 30, 2023	\$	514,751	\$	1,465,410	\$ 1,980,161	

STATEMENTS OF CASH FLOWS

(Unaudited)

(in thousands of Canadian dollars)

		Three months ended June 30			
		2024		2023	
Net inflow (outflow) of cash related to the following activities:					
Operating					
Net Income	\$	71,188	\$	75,355	
Adjustments for:					
Other net fair value changes in investments		(72,316)		(77,984)	
Purchases of investments		(200,788)		(166,557)	
Proceeds from sale of investments		178,303		160,020	
Dividends and interest receivable		948		1,297	
Deferred taxes		7,703		9,633	
Net change in other assets and liabilities		(9,777)		455	
		(24,739)		2,219	
Financing					
Dividends paid to shareholders		(7,974)		(6,474)	
Repurchase of Common Shares				(501)	
		(7,974)		(6,975)	
Net decrease in cash and cash equivalents		(32,713)		(4,756)	
Cash and cash equivalents at beginning of period		55,044		66,438	
Cash and cash equivalents at end of period	\$	22,331	\$	61,682	
Additional information for operating activities:					
Interest received	\$	575	\$	609	
Dividends received, net of withholding taxes	Ψ	13,248	Ψ	12,034	
Income taxes paid, net of refunds		13,700		1,200	
income taxes paid, het of felulius		13,700		1,200	

NOTES TO FINANCIAL STATEMENTS

(Unaudited, all dollar figures in thousands of Canadian, except per share amounts)

1. Description of business

United Corporations Limited ("United" or the "Company") is a closed-end investment corporation. The head office, principal address and registered office of the Company is located at 165 University Avenue, Toronto, Ontario, M5H 3B8.

United trades on the Toronto Stock Exchange under the symbols UNC, UNC.PR.A, UNC. PR.B and UNC.PR.C. United is an investment vehicle for long-term growth through investments in common equities, as management believes that over long periods of time, common equities, as an asset class, will outperform fixed-income instruments or balanced funds. From time to time, however, assets of the Company may be invested in interest-bearing short-term securities pending the selection of suitable equity investments.

The financial statements are presented in Canadian dollars which is the functional and presentation currency. These financial statements were approved by the Company's Board of Directors on August 1, 2024.

2. Basis of presentation

These unaudited interim condensed financial statements have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting as issued by the International Accounting Standards Board and follow the same accounting policies and methods as the most recent annual financial statements. These unaudited interim condensed financial statements do not include all of the disclosures required under International Financial Reporting Standards for annual financial statements and should be read in conjunction with the notes to the Company's audited financial statements for the year ended March 31, 2024.

3. Critical accounting estimates and judgments

The preparation of financial statements requires management to use judgment 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 Company has made in preparing the financial statements:

Deferred taxes

Estimates and assumptions are used primarily in the determination of the Company's deferred tax liabilities, as the income tax rates used in determining the liability is dependent on an assumption as to when a deferred tax liability is expected to be realized.

4. Financial instruments

The Company classifies fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Quoted unadjusted prices in active markets for identical assets or liabilities (Level 1);
- Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly (Level 2); and
- Inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

At June 30, 2024, the Company had \$2,326,969 (March 31, 2024 - \$2,230,828) of Level 1 equity investments. There were no year-to-date transfers between Level 1, 2 or 3 equity investments.

NOTES TO FINANCIAL STATEMENTS

(Unaudited, all dollar figures in thousands of Canadian, except per share amounts)

5. Share capital

The share capital of the Company is as follows:

		June 30, 2024)24	March 3	31, 2	024
	Authorized	Issued and outstanding			Issued and outstanding		
First Preferred Shares	52,237	52,237	\$	119	52,237	\$	119
Second Preferred Shares	200,000	200,000		6,000	200,000		6,000
Common Shares	unlimited	11,256,465		493,749	11,256,465		493,749
Total			\$	499,868		\$	499,868

On November 7, 2023, the Company announced its intention to commence a substantial issuer bid ("SIB") pursuant to which the Company offered to purchase up to \$40,000 of its outstanding Common Shares for cash. As of December 31, 2023 the Company had taken up and paid for 338,983 Common Shares at a price of \$118.00 per Common Share. The Common Shares acquired under the SIB represent an aggregate purchase price of approximately \$40,000. As required by securities legislation, the Company's normal course issuer bid ("NCIB") was suspended during the SIB.

On March 7, 2024, the Company renewed its NCIB. The NCIB provided the Company may, during the 12-month period commencing March 12, 2024 and ending March 11, 2025, purchase up to 562,823 Common Shares. The price which the Company will pay for Common Shares will be the market price at the time of acquisition.

For the three-month period ended June 30, 2024, no Common Shares were purchased under the NCIB. For the three-month period ended June 30, 2023 4,900 Common Shares were purchased at an average price of \$102.24 per share for a total consideration of \$501.

The total amounts paid to purchase shares under the SIB and NCIB were allocated to share capital and retained earnings in the statements of changes in equity. The amount allocated to share capital is based on the average cost per Common Share and amounts paid above the average cost are allocated to retained earnings.

Changes in Common Share Capital is as follows:

	June 30, 2024		March 31, 2024		2024	
	3-Month	ı Pe	eriod	12-Month Period		eriod
Common Shares	Number of Shares		Share Capital	Number of Shares		Share Capital
Balance, beginning of the period	11,256,465	\$	493,749	11,600,648	\$	508,847
Repurchase and cancellation of Common Shares				(344,183)		(15,098)
Balance, end of the period	11,256,465	\$	493,749	11,256,465	\$	493,749

NOTES TO FINANCIAL STATEMENTS

(Unaudited, all dollar figures in thousands of Canadian, except per share amounts)

6. Other net fair value changes in investments

The other net fair value changes in investments is comprised as follows:

	Three months ended June 30					
	2024		2023			
Net realized gain	\$	13,055	\$	3,824		
Net change in unrealized appreciation		59,261		74,160		
	\$	72,316	\$	77,984		

7. Related party information

Included in the Company's Schedule of Investment Portfolio is Algoma Central Corporation ("Algoma"), a related party, with a fair value at June 30, 2024 of \$51,485 (March 31, 2024 - \$53,733). Dividend income from Algoma for the three months ended June 30, 2024 amounted to \$689 (2024 - \$653).

E-L Financial holds a 56.6% interest in the Company. Included in investment management and administrative costs are fees for administrative services paid to E-L Financial. These fees are calculated at 0.1% per annum of the fair value of the investments managed by the external investment managers and are paid monthly. The total fees for the three months ended June 30, 2024 amounted to \$631 (2024 - \$542).

The ultimate controlling party of the Company and of these related parties is The Honourable Henry N. R Jackman together with a trust created in 1969 by his father, Henry R. Jackman.

8. Subsequent event

Common Share dividends of \$0.30 per Common Share, and \$0.375 per Preferred Share for First Preferred Shares, Second Preferred Shares, 1959 Series and Second Preferred Shares, 1963 Series, were declared by the Board of Directors at its meeting on August 1, 2024, with a record and payable date of November 1, 2024 and November 15, 2024, respectively.

The Company's dividend policy is established by the Board of Directors at its discretion and is subject to change.

Name	Number			Correina	% of
United States 6.218 3M CC. \$ 834 \$ 870 14,682 Abbott Laboratories 2.084 43,451 AbbVle Inc. 5.611 10,200 15,633 Adobe Inc 9,727 12,533 13,054 Advanced Micro Devices, Inc. 13,49 2.898 43,261 Advanced Micro Devices, Inc. 13,49 2.898 43,202 Advanced Micro Devices, Inc. 13,90 444 1,590 Air Products and Chemicals, Inc. 4778 561 4,804 Airbra Inc. Class A 878 997 918 Alexandria Real Estate Equities, Inc. 146 147 1,179 Align Technology, Inc. 566 390 881 Alistate Corporation (The) 128 193 237,613 Alphabet Inc. Class A 24,983 59,239 104,430 Alphabet Inc. Class A 24,983 59,239 104,530 Alphabet Inc. Class A 24,983 59,239 104,530 Alphabet Inc. Class C 14,438 25,213 91,091 Altria Group, Inc. 5,033 5,679 119,970 American Electric Power Company, Inc. 379 430 9,998 American Electric Power Company, Inc. 379 430 9,998 American Electric Power Company, Inc. 19,100 1,113 American International Group, Inc. 121 174 604 American Tower Corporation 152 161 1,334 American Electric Power Company, Inc. 121 174 604 American Tower Corporation 152 161 1,334 American Electric Power Company, Inc. 143 330 AMETEK, Inc. 518 757 2,0498 Almore Alphabet Inc. 144 3 330 476 Analog Devices, Inc. 143 330 Amplican Expression Inc. 143 330 Amplican Expression Inc. 143 330 Amplican Expression Inc. 144 3 330 20,998 Applie Inc. 144,32 330 20,998 Applie Inc. 144,33 330 20,998 Applie Inc. 144,	Number		Coot	Carrying	Carrying
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1,882 Ball Corporation 132 155 34,694 Bank of America Corporation (The) 1,337 1,889 4,191 Bank of New York Mellon Corporation (The) 250 344 9,719 Berkshire Hathaway Inc. 4,365 5,411 84,045 Berry Global Group, Inc. 6,601 6,770 1,936 Biogen Inc. 610 614 547 BlackRock, Inc. 487 589 2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150				138	
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4,191 Bank of New York Mellon Corporation (The) 250 344 9,719 Berkshire Hathaway Inc. 4,365 5,411 84,045 Berry Global Group, Inc. 6,601 6,770 1,936 Biogen Inc. 610 614 547 BlackRock, Inc. 487 589 2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150	1,882	Ball Corporation	132	155	
9,719 Berkshire Hathaway Inc. 4,365 5,411 84,045 Berry Global Group, Inc. 6,601 6,770 1,936 Biogen Inc. 610 614 547 BlackRock, Inc. 487 589 2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150	34,694	Bank of America Corporation (The)	1,337	1,889	
84,045 Berry Global Group, Inc. 6,601 6,770 1,936 Biogen Inc. 610 614 547 BlackRock, Inc. 487 589 2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150	4,191	Bank of New York Mellon Corporation (The)	250	344	
1,936 Biogen Inc. 610 614 547 BlackRock, Inc. 487 589 2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150	9,719	Berkshire Hathaway Inc.	4,365	5,411	
547 BlackRock, Inc. 487 589 2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150	84,045	Berry Global Group, Inc.	6,601	6,770	
2,886 Blackstone Inc. 344 489 1,702 Block Inc. 136 150	1,936	Biogen Inc.	610	614	
1,702 Block Inc. 136 150	547	BlackRock, Inc.	487	589	
	2,886	Blackstone Inc.	344	489	
3,193 Boeing Company (The) 673 795	1,702	Block Inc.	136	150	
	3,193	Boeing Company (The)	673	795	

lumber			Carrying	% of Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(1	000's)	
	United States (continued)			
1,710	Booking Holdings Inc.	\$ 6,756	\$ 9,272	
	Booz Allen Hamilton Holding Corporation		393	
	Boston Properties, Inc.		475	
	Boston Scientific Corporation		1,274	
	Bristol-Myers Squibb Company (The)		5,473	
	Broadcom Inc.		10,330	
	Brown & Brown, Inc.		486	
	Cadence Design Systems, Inc.		4,700	
	Capital One Financial Corporation		165	
	Cardinal Health, Inc.		149	
	Carlyle Group Inc. (The)		185	
	Caterpillar Inc.		1,463	
	CDW Corporation of Delaware		339	
	Celanese Corporation		320	
	Cencora, Inc.		167	
			590	
	Centere Corporation CenterPoint Energy, Inc.		134	
			137	
	CF Industries Holdings, Inc.		149	
	Charles River Laboratories International, Inc.			
	Charles Schwab Corporation (The)		881	
	Charian Farmulas		2,634	
	Cheniere Energy, Inc.		2,291	
	Chesapeake Energy Corporation		131	
•	Chevron Corporation	•	1,640	
	China Resources Gas Group Limited		165	
-	Chipotle Mexican Grill, Inc.	•	6,881	
	Cigna Corporation		923	
	Cintas Corporation		3,738	
	Cisco Systems, Inc.		1,345	
•	Citigroup Inc.	•	13,529	
175,610	Citizens Financial Group, Inc.	6,302	8,660	
5,927	Cleveland-Cliffs Inc.	125	125	
•	Cloudflare, Inc.		180	
•	CME Group Inc.	•	1,209	
67,535	Coca-Cola Co. (The)	5,284	5,883	
2,587	Cognex Corporation	128	165	
· ·	Cognizant Technology Solutions Corporation	· ·	11,387	
4,787	Coinbase Global, Inc.	244	1,456	
41,144	Colgate-Palmolive Company	3,982	5,465	
24,224	Comcast Corporation Class A	1,357	1,298	
73,245	Concentrix Corporation	7,960	6,344	
7,023	ConocoPhillips	1,115	1,099	
1,148	Constellation Brands, Inc.	368	404	
	Constellation Energy Corporation		1,062	
8,172	Copart, Inc.	299	606	
	Corning Incorporated		655	
	CoStar Group, Inc.		391	
182,000	COSCO SHIPPING Ports Limited	154	172	
15.135	Costco Wholesale Corporation	7,983	17,608	

				% of
Number			Carrying	Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0	00's)	
	United States (continued)			
10.239	Coterra Energy Inc.	\$ 341	\$ 374	
	Credicorp Ltd.		140	
	CrowdStrike Holdings, Inc.		181	
	Crown Castle Inc.		534	
	CSX Corporation		3,022	
•	Cummins Inc.	•	373	
	CVS Health Corporation		152	
	D.R. Horton, Inc.		654	
	Danaher Corporation		908	
	Datadog Inc.		206	
•	Davita Inc.		286	
	Dayforce, Inc.		148	
•	Deckers Outdoor Corporation		305	
	Deere & Company		979	
•	DexCom, Inc.		209	
	Digital Realty Trust, Inc.		381	
	Discover Financial Services		187	
	Disney (Walt) Company		18,174	
	Dominion Energy, Inc.	,	294	
	DoorDash, Inc.		812	
	Dover Corporation		216	
	Dow Inc.		324	
	DTE Energy Company		148	
	Duke Energy Corporation		579	
	DuPont de Nemours, Inc.		152	
•	Dynatrace, Inc.		222	
	Eastman Chemical Company		162	
•	eBay Inc.	2,201	2,268	
•	Ecolab Inc.	198	229	
	Edison International		259	
	Edwards Lifesciences Corporation		603	
•	Elanco Animal Health Incorporated	243	425	
	Electronic Arts Inc.	1,551	1,839	
	Elevance Health, Inc.	378	455	
	Eli Lilly and Company		62,001	
	Emerson Electric Co.		163	
	Enphase Energy, INC.		132	
	Entegris, Inc.		198	
	Entergy Corporation		148	
•	EOG Resources, Inc.		1,232	
•	EQT Corporation	•	289	
•	Equinix, Inc.		640	
	Essex Property Trust, Inc.		159	
971			167	
	Expeditors International of Washington		196	
	Extra Space Storage Inc.		168	
	Exxon Mobil Corporation		12,155	
	Factset Research Systems Inc.		172	
	Fair Isaac Corporation	148	589	
	F			

umber Shares		Cost	Carrying value	% of Carrying value
	•		000's)	
	United States (continued)			
1 352	FedEx Corporation	\$ 286	\$ 555	
•	Fidelity National Information Services, Inc.		184	
	Fifth Third Bancorp		182	
•	FirstEnergy Corp.		139	
	First Solar, Inc.		180	
	Fisery, Inc.		12,120	
•	FMC Corporation	•	142	
	Ford Motor Company		298	
			2,532	
	Fortinet, Inc.		•	
•	Fortune Brands Innovations, Inc.	•	1,625	
	Franklin Rescources, Inc.		285	
	Freeport-McMoRan Inc.		687	
,	GE HealthCare Technologies Inc.		222	
	GE Vernova Inc.		366	
9,846	Gen Digital Inc.		337	
	Generac Holdings Inc.		153	
1,301	General Dynamics Corporation	370	517	
6,238	General Electric Company	424	1,357	
5,530	General Mills, Inc.	458	479	
2,501	General Motors Company	147	159	
273,496	Genpact Ltd.	13,638	12,050	
19,669	Gilead Sciences, Inc.	1,832	1,847	
1,813	Globe Life Inc.	158	204	
1,986	Goldman Sachs Group, Inc.	836	1,230	
1,197	Graco Inc.	126	130	
3,100	Halliburton Company	116	143	
4,300	Hartford Financial Services Group, Inc. (The)	386	592	
2,080	HCA Healthcare, Inc.	636	915	
9,293	Hershey Company (The)	2,405	2,338	
	Hess Corporation	·	184	
	Hewlett Packard Enterprise Company		452	
	Hilton Worldwide Holdings Inc.		1,052	
	Home Depot, Inc. (The)		9,078	
	Honeywell International Inc.		3,016	
•	Howmet Aerospace Inc.	•	356	
•	·		304	
	HubSpot, Inc.			
	Humana Inc.		726	
•	Huntington Ingalls Industries, Inc.		462	
	IDEXX Laboratories, Inc.		622	
	Illinois Tool Works Inc.	·	3,115	
	Intel Corporation		472	
	International Business Machines Corporation (The)		1,292	
	Intercontinental Exchange, Inc.		626	
	International Flavors & Fragrances Inc.		6,398	
2,924	International Paper Company (The)		173	
31,562	Intuit Inc.	17,950	28,391	
2,394	Intuitive Surgical, Inc.	770	1,458	
1,864	IQVIA Holdings Inc.	451	539	
1,694	Iron Mountain Inc.	121	208	

				% of
Number			Carrying	Carrying
Shares		Cost	value	value
			000's)	
	United States (continued)			
116 090	Johnson & Johnson	\$ 24,733	\$ 23,224	
	Jones Lang LaSalle Incorporated		10,415	
	JPMorgan Chase & Co.	•	•	
•	•	•	4,489	
•	Juniper Networks, Inc.		387	
	Kenvue Inc.		152	
	Keurig Dr Pepper Inc.		295	
	KeyCorp		168	
	Kimberly-Clark Corporation		552	
-	Kinder Morgan, Inc.		754	
	KKR & Co. Inc.		968	
•	KLA Corporation	•	4,617	
	Kraft Heinz Company (The)		120	
	Kroger Co. (The)		295	
1,194,000	Kunlun Energy Limited		1,695	
	L3Harris Technologies, Inc.		699	
•	Lam Research Corporation	•	4,869	
2,729	Las Vegas Sands Corporation	156	165	
1,070	Leidos Holdings, Inc.		214	
3,710	Liberty Media Corp-Formula One	283	365	
7,764	Lockheed Martin Corporation	4,335	4,964	
13,438	Lowe's Companies, Inc.	3,847	4,055	
1,058	LPL Financial Holdings, Inc.	264	404	
1,335	Lululemon Athletica Inc.	625	546	
737	M&T Bank Corporation	146	153	
7,316	Marathon Petroleum Corporation	1,116	1,737	
2,230	Marriott International, Inc. Class A	476	738	
6,969	Marsh & McLennan Companies, Inc.	1,648	2,010	
3,201	Marvell Technology, Inc.	301	306	
1,678	Masco Corporation	162	153	
21,539	MasterCard, Inc. Class A	11,189	13,006	
40,702	Match Group, Inc.	1,804	1,692	
4,460	McDonald's Corporation	1,564	1,556	
1,000	McKesson Corporation	380	799	
461	MercadoLibre, Inc.	654	1,037	
24,150	Merck & Co., Inc.	2,854	4,092	
69,177	Meta Platforms, Inc. Class A	21,737	47,741	
	MetLife, Inc.		171	
*	Mettler-Toledo International, Inc.		7,852	
*	Microchip Technology Incorporated	•	4,015	
-	Micron Technology, Inc.	-	817	
	Microsoft Corporation		96,672	
	Moderna, Inc.		352	
	Mohawk Industries, Inc.		167	
· ·	Molina Healthcare, Inc.		272	
	Mondelez International, Inc.		1,013	
-	MongoDB, Inc.		223	
	Monolithic Power Systems, Inc.		218	
	Monster Beverage Corporation		161	
	Moody's Corporation		393	
003	Nioudy 3 Outpuration	214	393	

Carrying value	% of Carryin value
value 000's)	value
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¢ 470	1
\$ 479	
660	
3,592	
192	
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410)
775	;
398	3
1,897	
10,657	
13,530	
1,456	
690	
691	
491	
389	
12,937	
1,332	
•	
1,066	
166	
335	
160	
•	
•	
3 4 5	5 560 3 2,966 4 11,640 2 646 5 261 7 1,079

Number Shares		Cost	Carrying value	% of Carrying value
Onarco			00's)	<u>value</u>
		(-	,	
40.045	United States (continued)		A	
•	Rivian Automotive, Inc.		\$ 225	
	Rockwell Automation Inc.		205	
	Roper Technologies, Inc.		640	
	Ross Stores, Inc.		533	
•	S&P Global Inc.	*	21,096	
•	Salesforce, Inc.		1,465	
	SBA Communications Corporation		291	
10,582	Schlumberger Limited	345	683	
2,089	SEI Investments Company		185	
1,336	Sempra Energy	123	139	
1,072	ServiceNow, Inc.	647	1,154	
763	Sherwin-Williams Company	247	312	
2,799	Simon Property Group, Inc.	386	582	
3,532	Skyworks Solutions, Inc.	442	515	
9,361	Snap Inc.	100	213	
9,173	Southern Company	798	974	
9,105	Southern Copper Corporation	907	1,343	
2,198	Stanley Black & Decker, Inc.	250	240	
16,625	Starbucks Corporation	1,894	1,771	
1,657	State Street Corporation	139	168	
1,480	Steel Dynamics, Inc.	144	262	
2,059	Stryker Corporation	617	959	
1,543	Sun Communities, Inc.	252	254	
165	Super Micro Computer, Inc.	152	185	
2,540	Synopsys, Inc.	608	2,069	
1,386	Sysco Corporation	124	135	
16,101	T. Rowe Price Group, Inc.	2,460	2,541	
	Take-Two Interactive Software, Inc.		170	
5,570	Target Corporation	882	1,129	
82,126	TD Synnex Corporation	11,193	12,972	
2,754	Teradyne, Inc.	294	559	
13,889	Tesla, INC.	2,825	3,762	
20,903	Texas Instruments Incorporated	4,601	5,565	
413	Texas Pacific Land Corporation (The)	334	415	
2,454	Thermo Fisher Scientific Inc.	1,467	1,857	
	TJX Companies, Inc. (The)		2,228	
4,440	T-Mobile US, Inc.	698	1,071	
	Toro Company		141	
	Trade Desk Inc. (The)		602	
	Tradeweb Markets Inc.		115	
	TransDigm Group Incorporated		341	
	Trimble Inc.		170	
	Truist Financial Corporation		516	
	Tyson Foods, Inc. Class A		287	
	U.S. Bancorp		661	
	Uber Technologies, Inc.		603	
	Ulta Beauty, Inc.		508	
	Union Pacific Corporation		5,538	
	United Parcel Service Inc. Class B		1,853	
0,001		1,000	1,000	

umber			Carrying	% of Carrying
<u>hares</u>		Cost	value	<u>value</u>
		(0	000's)	
	United States (continued)			
	United Therapeutics Corporation		\$ 192	
7,676	UnitedHealth Group Incorporated	3,645	5,350	
8,315	Valero Energy Corporation	1,304	1,784	
2,027	VeriSign, Inc.	508	493	
50,805	Verisk Analytics Inc. Class A	10,127	18,744	
16,529	Verizon Communications Inc.	754	933	
4,590	Vertex Pharmaceuticals, Inc.	1,142	2,945	
9,386	Viatris Inc.	121	137	
83,693	Visa Inc.	25,101	30,066	
1,620	Vulcan Materials Company	364	551	
93,627	Walmart Inc.	6,544	8,677	
12,328	Waste Management, Inc.	2,470	3,600	
2,779	Wayfair, Inc. Class A	123	201	
22412	Wells Fargo & Company	1,209	1,822	
5187	Welltower Inc.	432	740	
913	West Pharmaceutical Services, Inc.	282	412	
2003	Western Digital Corporation	124	208	
794	Westlake Corporation	114	157	
6240	WestRock Company	330	429	
3127	Weyerhaeuser Company	131	122	
12000	Whirlpool Corporation	1,456	1,679	
1,461	Workday, Inc.	343	447	
1,912	Wynn Resorts, Limited	158	234	
3,546	Yum China Holdings, Inc.	173	150	
22,257	Yum! Brands, Inc.	3,795	4,035	
19,271	Zebra Technologies Corporation	6,359	8,148	
85,400	Zimmer Biomet Holdings, Inc.		12,686	
49,605	Zoetis Inc.	11,553	11,770	
		850,753	1,234,272	53.0
	Europe, excluding United Kingdom			
225	A.P. Møller-Mærsk A/S	501	536	
24,060	ABB Limited	1,208	1,829	
10,598	ABN AMRO Bank N.V.	138	238	
41,105	Accenture plc Class A	16,444	17,070	
2,848	Adidas AG	540	932	
5,122	Adyen N.V.	10117	8358	
5,391	AerCap Holdings N.V.	290	688	
27,081	Air Liquide S.A.	4,898	6,403	
1,585	Airbus SE	296	298	
138,870	Akzo Nobel N.V.	13,560	11,559	
177,157	Alcon Inc.	17,682	21,639	
2,238	Allegion plc	285	362	
	Allianz SE		448	
1,179			16,783	
	Alstom SA	18,938		
729,245		*	188	
729,245 2,127	Alstom SA Amundi SA Anheuser-Busch InBev SA/NV	146	·	
729,245 2,127 3,144	Amundi SA		188	

				% of
Number			Carrying	Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0	00's)	
	Europe, excluding United Kingdom (continued)			
35.727	ASML Holding N.V.	\$ 29,611	\$ 50,403	
•	Assa Abloy AB	•	164	
	Atlas Copco AB Class A		567	
	Axa S.A.		195	
*	Bâloise Holding AG		276	
	Banco Bilbao Vizcaya Argentaria, S.A.		333	
	Banco Santander, S.A.		293	
*	BASF SE		367	
-	Bayerische Motoren Werke AG		1,850	
	BNP Paribas SA		180	
,	CaixaBank, S.A.		545	
*	Chocoladefabriken Lindt & Sprüngli AG Participation Certificate	915	948	
	Chocoladefabriken Lindt & Sprüngli AG Registered Share		383	
	Chubb Limited		478	
	Cie Financiere Richemont SA		1,065	
*	Coloplast A/S		164	
	Commerzbank AG		364	
*	Crédit Agricole S.A.		231	
•	Daimler Truck Holding AG		238	
•	Danone S.A.		660	
,			294	
•	Danske Bank A/S		457	
	Dassault Systèmes SE Deutsche Bank AG		176	
•	Deutsche Böerse AG			
•			496	
	Deutsche Post AG (DHL Group)		1,779	
	Deutsche Telekom AG		785	
	D'Ileteren Group SA		222	
•	DSM-Firmenich AG		157	
,	DSV A/S		882	
,	E.ON AG		369	
	Eaton Corporation plc		1,503	
•	EQTAB.		196	
	ENEL S.P.A.		8,972	
	Engle SA		432	
	Erste Group Bank AG		300	
-	EssilorLuxottica	=	21,705	
	Eurazeo SE		214	
	Evolution AB (publ)		803	
	Fastighets AB Balder Class B		277	
*	Ferrari N.V.	,	2,515	
	Fresenius Medical Care AG & Co. KGaA		270	
•	Geberit AG	•	1,578	
- /	Getlink S.E.		146	
	Givaudan SA		357	
	Groupe Bruxelles Lambert S.A.		144	
	Hannover Rueck SE		555	
•	Heineken N.V.		276	
,	Hermès International S.A.	,	4,499	
2,750	Holcim Limited	229	333	

Number		01	Carrying	% of Carrying
<u>Shares</u>	•	Cost	value	<u>value</u>
		(0	00's)	
	Europe, excluding United Kingdom (continued)			
49,359	Iberdrola, S.A.	\$ 655	\$ 877	
53,490	Industria de Diseño Textil, S.A.	2,462	3,635	
6,612	Indutrade AB	139	232	
245,279	Infineon Technologies AG	11,926	12,297	
11,833	Infrastrutture Wireless Italiane S.p.A.	149	169	
44,414	ING Groep N.V.	739	1,039	
20,988	InPost S.A.	156	506	
	Intesa Sanpaolo S.p.A.		331	
14,410	Investor AB - Class B Shares	279	540	
4,689	James Hardie Industries plc	117	203	
5,990	Johnson Controls International plc	434	545	
2,260	Julius Baer Group Ltd.	149	173	
•	KBC Group NV		214	
•	Kering SA		16,130	
•	Kone Oyj	•	512	
	Koninklijke Ahold Delhaize N.V.		680	
•	Koninklijke Philips N.V.		4,725	
	Kuehne + Nagel International AG		487	
•	Legrand SA		412	
•	Linde plc		30,927	
	Logitech International-REG		391	
•	Lonza Group AG		8,262	
-	L'Oréal S.A.	·	24,079	
	LVMH Moet Hennessy Louis Vuitton SA		22,017	
	LyondellBasell Industries N.V. CI A		1,042	
•	Mandatum Oyj		1,042	
-	Medtronic plc		958	
	Mercedes-Benz Group AG		427	
•	Mowi ASA		179	
	Muenchener Rueckversicherungs-Gesellschaft AG			
	G		675 291	
•	Nemetschek SE			
	Nestlé S.A.		1,603	
-	Nokia Oyj		283	
	Novartis AG		9,937	
,	Nordea Bank AB		692	
•	Novo Nordisk A/S	·	16,368	
•	NXP Semiconductors N.V.	•	1,555	
•	OCI N.V.		112	
•	Orange S.A.		312	
	Orkla ASA		280	
	Partners Group Holding AG		2,061	
•	Prosus N.V		477	
•	Publicis Groupe		330	
•	QIAGEN N.V.		126	
1,328	Rémy Cointreau S.A.	154	152	
•	Roche Holding AG	•	13,545	
	Rockwool A/S-B SHS		698	
103,059	RWE AG	5,212	4,830	
2,940	Safran SA	422	851	

Number	7		Carrying	% of Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0)	00's)	
	Europe, excluding United Kingdom (continued)			
4,942	Sagax AB-B	\$ 128	\$ 173	
9,470	Sandoz Group AG	320	469	
15,222	Sandvik AB (publ)	292	417	
16,331	Sanofi S.A.	2,135	2,153	
4,748	SAP ADR	537	1,311	
46,082	SAP SE	7,328	12,752	
3,560	Schneider Electric SE	656	1,171	
1,124	Scout24 SE	103	117	
50,775	Seagate Technology Holdings plc	5,164	7,177	
2,139	SalMar ASA	115	154	
6,226	Siemens AG	937	1,586	
4,526	Siemens Healthineers AG	297	356	
•	Sika AG		11,621	
	Skandinaviska Enskilda Banken AB		212	
*	Société Générale S.A.		171	
•	Sonova Holding AG		2,074	
	Steris Corporation	*	142	
	STMicroelectronics N.V.		1,285	
-,	Svenska Handelsbanken AB - Class A	•	339	
.,	Svitzer A/S		9	
	Swedbank AB Series A		245	
,	Swiss Life Holding AG		303	
	Swiss Prime Site AG		419	
,	Swiss Re AG		403	
•	Teleperformance SE		162	
	Temenos AG		120	
,	Tenaris S.A.		366	
•	Terna - Rete Elettrica Nazionale S.p.A.		130	
	TotalEnergies SE		7,209	
			•	
	Trane Technologies plc		1,022	
	UBS Group AG		861	
	UniCredit S.p.A.		6,712	
	UPM-Kymmene Oyj		176	
•	VAT Group AG	•	2,383	
	Vinci SA		613	
*	Vivendi SE		183	
	Vonovia SE		165	
*	Wendel SE		169	
	Willis Towers Watson plc		138	
	Wolters Kluwer N.V.		3,053	
1,298	Zurich Insurance Group AG		947	
		372,545	455,419	19.6
	Emerging Markets			
· ·	Absa Group Limited		166	
549,000	Agricultural Bank of China	273	321	
888,666	AIA Group Limited	12,017	8,257	
367,400	Alibaba Group Holding Limited	4,963	4,541	
52,700	Ambev SA	155	148	

Number			Carrying	% of Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(00	00's)	
	Emerging Markets (continued)			
119,000	Anta Sports Products Limited	\$ 1,516	\$ 1,565	
388,000	ASE Technology Holding Co., Ltd.	1,883	2,756	
	Aspen Pharmacare Holdings Limited		158	
	ASUSTeK Computer Inc.		336	
•	AUO Corporation		296	
•	Autohome Inc. ADR		154	
*	B3 S.A.		664	
•	BOC Aviation Limited		135	
•	Chimei InnoLux Corporation		151	
•	China CITIC Bank Corporation Limited		385	
	China Construction Bank Corp		505	
•	China Hongqiao Group Limited		288	
	China Life Insurance Company Limited		176	
•			546	
•	China Petroleum & Chemical Corporation China Resources Mixc Lifestyle Services Limited		171	
	China Resources Power Holdings Company Limited			
•			210	
	China Shenhua Energy Company Limited		3,019	
•	China State Construction International Holdings Limited		179	
•	China Tower Corporation Limited		163	
•	CTBC Financial Holding Co., Ltd.		361	
•	Chunghwa Telecom Company, Ltd.	•	2,577	
•	CPFL Energia S.A.		154	
	CSPC Pharmaceutical Group Ltd.		1,481	
•	CyberArk Software Ltd.		378	
	Delta Electronics, Inc.		1291	
	Doosan Heavy Industries & Construction Co., Ltd.		329	
· ·	E.SUN Financial Holding Co., Ltd.		155	
	Ecopro Co., Ltd.		160	
78,300	ENN Energy Holdings Limited	814	883	
	Evergreen Marine Corp. (Taiwan) Ltd.		163	
	First Financial Holding Co., Ltd.		143	
14,348	Fisher & Paykel Healthcare Corporation Limited	257	360	
72,000	Formosa Chemicals & Fibre Corporation	152	153	
3,876	Futu Holdings Ltd. ADR	159	348	
405,900	GDS Holdings Limited	487	664	
306,000	Geely Automobile Holding Limited	421	472	
35,000	Gerdau S/A Pref	159	158	
16,279	Gold Fields Limited	292	335	
44,684	Grab Holdings Limited Class A	155	217	
16,800	Gruma, S.A.B. de C.V	416	420	
7,425	Grupo Aeroportuario del Sureste, S.A.B. de C.V Class B	279	306	
	Grupo México S.A.B. de C.V.		984	
	Hana Financial Group Inc.		562	
•	Hang Seng Bank Limited		178	
•	Hanjin Kal Corporation		159	
•	Hanmi Semiconductor Co., Ltd.		408	
	Harmony Gold Mining Company Limited		177	
	HDFC Bank Ltd. ADR		8,855	
	HKT Trust and HKT Ltd.		137	
23,000		110	101	

				% of
Number			Carrying	Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0	000's)	
	Emerging Markets (continued)			
21.000	Hon Hai Precision Industry Co. Ltd.	\$ 153	\$ 189	
	Hong Kong and China Gas Company Limited (The)		152	
	Hua Nan Financial Holdings Co., Ltd.		167	
	Hyundai Motor Co. Ltd. Pfd. Series 2		215	
•	Impala Platinum Holdings Limited		179	
•	Industrial Bank of Korea		163	
•	Inner Mongolia Yili Industrial Group Co., Ltd.		12,345	
	iShares MSCI India ETF	•	10,899	
•	JD.com, Inc. Class A	•	618	
•	Kanzhun Ltd. ADR		143	
•	Kia Motors Corporation		3,111	
	Kingboard Holdings Limited		314	
	Korea Kumho Petrochemical Co., Ltd.		172	
•	KT&G Corporation		1,589	
=	Kuaishou Technology	•	152	
	L&F Co., Ltd.		137	
=	Largan Precision Company Limited		1,157	
	Lenovo Group Limited		352	
,	LG Corporation		173	
•	LG Display Co., Ltd.		154	
	LG Household & Healthcare Ltd.		167	
	Li-Ning Company Limited	264	265	
	Link Real Estate Investment Trust		2,617	
•	Lufax Holding Ltd. ADR	•	146	
•	MediaTek Inc.		2,007	
•	Meituan - Class B	•	166	
•	Melco Resorts & Entertainment Limited ADR		255	
•	Meridian Energy Limited		201	
	Meritz Financial Group Inc.		175	
	MTN Group Limited		1,086	
	Nanya Technology Corporation		153	
	NCSoft Corporation		157	
	Nedbank Group Ltd.		176	
	Netease, Inc.		9,394	
	NIO Inc. ADR	•	149	
	Nongfu Spring Co. Ltd.		895	
•	Orient Overseas (International) Limited		366	
•	Oversea-Chinese Banking Corporation Limited		520	
•	PDD Holdings Inc. ADR		1,882	
•	Pegatron Corporation	·	172	
	Petróleo Brasileiro S.A Petrobras Prf NVP		3,019	
•	PetroChina Company Limited	·	651	
	Petróleo Brasileiro S.A Petrobras		264	
· ·	POSCO Future M Co., Ltd.		149	
	President Chain Store Corporation		150	
	Promotora y Operadora de Infraestructura, S.A.B. de C.V.		126	
	PT Bank Central Asia Tbk		924	
	Raia Drogasil SA		454	
	Ruentex Development Co.,Ltd.		186	
,		.50		

Number	7		Carrying	% of Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0	00's)	
	Emerging Markets (continued)			
62,000	Rumo S.A.	\$ 319	\$ 316	
7,100	SABESP Cia de Saneamento Basico do Sao Paulo	139	131	
1,970	Samsung Electro-Mechanics Co., Ltd.	298	309	
370,034	Samsung Electronics Co., Ltd.	26,415	29,636	
2,232	Samsung Life Insurance Co., Ltd.	136	196	
356	Samsung SDI Co., Ltd.	135	125	
72,000	Shanghai Commercial & Savings Bank, Ltd. (The)	138	140	
35,700	Shenzhou International Group Holdings Limited	438	478	
19,400	Singapore Airlines Ltd.	124	135	
68,900	Singapore Technologies Engineering Ltd.	259	301	
985	SK Hynix Inc.	102	231	
2,321	SK Square Co., Ltd.	147	230	
170,000	Smoore International Holdings Limited	151	282	
2,067	S-Oil Corporation	138	137	
13,000	Swire Pacific Limited	152	157	
126,000	Taiwan Cooperative Financial Holding Co.,Ltd.	137	138	
351,000	Taiwan Mobile Co., Ltd.	1,445	1,583	
239,000	Taiwan Semiconductor Manufacturing Company Limited	6,068	9,734	
134,191	Taiwan Semiconductor ADR	20,282	31,923	
27,500	Techtronic Industries Company Limited	511	430	
	Tencent Holdings Limited		12,351	
20,599	Teva Pharmaceutical Industries Ltd. ADR	253	458	
39,600	TIM S.A.	156	155	
90,000	Tingyi (Cayman Islands) Holding Corp.	140	148	
	TOTVS S.A.		159	
5,800	Trip.com Group Limited	286	381	
	Uni-President Enterprises Corporation		2,389	
	United Microelectronics Corporation	855	1,017	
•	United Overseas Bank Limited	298	373	
36,000	Vinda International Holdings Limited	146	148	
	Vipshop Holdings Ltd. ADR		117	
•	Walsin Lihwa Corp.		141	
,	WEG S.A.		925	
	WH Group Limited		162	
	XPENG INC - CLASS A SHARES		142	
•	Yageo Corporation		369	
•	Zijin Mining Group Co., Limited		191	
	ZTO Express (Cayman) Inc.		149	
-,		186,857	203,898	8.8
	United Kingdom			
8.065	3I Group plc	145	428	
,	Anglo American plc		682	
	AngloGold Ashanti plc		414	
	Antofagasta plc		314	
•	Aptiv plc		5,079	
•	Ashtead Group plc	•	430	
	Associated British Foods plc		151	
•	AstraZeneca plc		3,397	
•	Auto Trader Group plc	· ·	229	
10,430	Tate Trader Group pro	143	223	

Number	•,		Carrying	% of Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0)	00's)	
	United Kingdom (continued)			
87,041	BAE Systems plc	\$ 1,386	\$ 1,988	
5,394,392	Barclays plc	13,929	19,496	
1,655,353	BP plc	13,298	13,609	
89,093	British American Tobacco plc	3,629	3,746	
3,513	Bunzl plc	149	183	
14,800	Compass Group plc	412	553	
258,179	Diageo plc	12,514	11,120	
354,756	Experian plc	16,409	22,623	
	Ferguson plc		505	
	GSK plc		2,525	
4,580	Halma plc	146	214	
	Hargreaves Lansdown plc		624	
4,030	Hikma Pharmaceuticals plc	122	132	
	HSBC Holdings plc		1,129	
	London Stock Exchange Group plc		451	
	National Grid plc		577	
-	Next plc		1,010	
,	Persimmon plc	•	158	
•	Prudential plc		12,983	
	Reckitt Benckiser Group plc		12,568	
	RELX plc	•	4,514	
•	Rio Tinto plc	·	2,480	
	Rolls-Royce Group plc		28,788	
	Sage Group plc (The)	•	249	
	Schroders plc		153	
-	SSE plc		167	
•	Segro plc		194	
	Shell plc		22,102	
•	SSP Group plc	•	10,604	
	Standard Chartered plc	•	412	
,	Taylor Wimpey plc		254	
	Tesco plc		156	
•	Unilever plc		2,747	
,	•	· · · · · · · · · · · · · · · · · · ·	•	
122,910	Vodafone Group Plc	<u>144</u> 163,310	148 190,286	8.2
	Japan	103,310	190,200	0.2
8 000	Advantest Corporation	142	438	
	Aeon Co., Ltd.		135	
-	Ajinomoto Co., Inc.		250	
•	Asahi Group Holdings, Ltd.		358	
	Bridgestone Corporation		1,244	
-	Canon Inc.	•	479	
-	Capcom Co., Ltd.		253	
-	Chubu Electric Power Co., Inc.		138	
-	Concordia Financial Group, Ltd.		287	
•	Dai Nippon Printing Co., Ltd.		263	
	Dai-ichi Life Holdings, Inc.		263 494	
	Daiichi Sankyo Company, Limited		795	
	Daito Trust Construction Co., Ltd.		198	
1,400	Daito Trust Constituction Co., Ltd.	132	190	

				% of
Number			Carrying	Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(00	00's)	
	Japan (continued)			
1.500	DISCO Corporation	\$ 144	\$ 780	
-	Fanuc Corporation	•	11,784	
-	Fast Retailing Co., Ltd.	1,373	1,728	
•	Hitachi, Ltd.		2,608	
	Honda Motor Co., Ltd.	-	470	
•	HOYA Corporation	12,297	11,688	
•	Isuzu Motors Limited	150	174	
	ITOCHU Corporation	1,730	2,416	
•	Japan Exchange Group, Inc.	•	182	
	Japan Post Bank Co., Ltd.		185	
	Japan Post Holdings Company, Ltd.		224	
	Japan Post Insurance Company, Ltd.		194	
-	Japan Tobacco Inc.	1,824	2,152	
-	•	-	2,132	
-	JFE Holdings, Inc.		196	
-	Kansai Paint Co., Ltd.			
•	Kao Corporation	721	817	
	Keyence Corporation	6,830	7,536	
-	Kikkoman Corporation	124	135	
-	Komatsu Ltd.	151	219	
-	Lasertec Corporation	296	554	
•	Mitsubishi Corporation	1,494	1,891	
	Mitsubishi Electric Corporation		899	
	Mitsubishi Heavy Industries, Ltd.		1,057	
-	Mitsubishi UFJ Financial Group, Inc.	290	660	
45,200	Mitsui & Co., Ltd.	1,017	1,406	
414,500	Murata Manufacturing Co., Ltd.	•	11,732	
52,300	Nintendo Co., Ltd.	2,998	3,813	
5,700	Nippon Yusen Kabushiki Kaisha	148	227	
1,400	Nitto Denko Corporation	120	152	
32,100	Nomura Holdings, Inc.	139	252	
3,400	Nomura Research Institute, Ltd.	120	131	
6,900	Olympus Corporation	121	153	
13,500	ORIX Corporation	273	409	
212,203	Recruit Holdings Co., Ltd.	11,582	15,561	
551,600	Renesas Electronics Corporation	13,234	14,141	
30,600	Resona Holdings, Inc.	150	278	
16,700	Ricoh Company, Ltd.	156	196	
6,300	Sekisui House, Ltd.	146	191	
503,700	Seven & i Holdings Co., Ltd.	8,873	8,411	
3,200	Shimano, Inc.	602	677	
204,165	Shin-Etsu Chemical Co., Ltd.	8,978	10,851	
1,600	SMC Corporation	946	1,041	
21,200	SoftBank Corp.	300	355	
	Sohgo Security Services Co., Ltd.		172	
	Sompo Holdings, Inc.	305	518	
	Sony Corporation	724	697	
	Stanley Electric Co., Ltd.	149	161	
	Sumitomo Corporation	150	284	
	Sumitomo Mitsui Financial Group, Inc.	658	1,416	
	-			

Number			Carrying	% of Carrying
<u>Shares</u>		Cost	<u>value</u>	<u>value</u>
		(0	00's)	
	Japan (continued)			
7,400	Sumitomo Mitsui Trust Holdings, Inc.	\$ 146	\$ 231	
	Suzuki Motor Corporation		158	
2,700	TDK Corporation	126	227	
•	Terumo Corporation		285	
	Tokio Marine Holdings, Inc.		2,635	
	Tokyo Electric Power Company Holdings, Incorporated		250	
•	Tokyo Electron Limited		3,241	
•	Tokyo Gas Co., Ltd.	,	394	
•	Toppan Inc.		151	
	Toyota Industries Corporation		243	
	Toyota Motor Corporation		1,587	
	Yokogawa Electric Corporation	·	159	
•	ZOZO, Inc.		415	
12,100	2020, 1110.	117,965	137,287	5.9
	Canada	111,000	107,207	0.0
3.625.680	Algoma Central Corporation ¹	6,201	51,485	
	Agnico Eagle Mines Limited		156	
•	Alimentation Couche-Tard Inc.		1,900	
•	Bank of Montreal	•	264	
•	Bank of Nova Scotia		134	
	Barrick Gold Corporation		158	
	Brookfield Asset Management Ltd.		833	
*	Cameco Corporation		353	
-	Canadian National Railway Company		2,715	
	Canadian Natural Resources Limited		6,461	
*	Canadian Pacific Kansas City Limited	·	12,240	
•	Constellation Software Inc.	•	962	
	Dollarama Inc.		262	
	Emera Incorporated		351	
,	Enbridge Inc.		973	
•	FirstService Corporation		200	
	George Weston Limited	148	191	
	GFL Environmental Inc. Subordinate Voting Shares	139	220	
	Great-West Lifeco Inc.		134	
	iA Financial Corporation Inc.		131	
	Imperial Oil Limited		2,619	
,	Ivanhoe Mines Ltd.	*	567	
	Lumine Group Inc.		27	
	Lundin Mining Corporation		283	
	Manulife Financial Corporation		384	
	Metro Inc.		133	
	National Bank of Canada (The)		351	
	Nutrien Ltd.		302	
	Rogers Communications Inc. Class B		119	
	Royal Bank of Canada		645	
•	Shopify Inc. Class A		725	
	Stantec Inc.		158	
	Suncor Energy, Inc.		914	
5,375	TC Energy Corporation	269	279	

Number Shares			Cost		arrying value	% of Carrying value
	•			00's)		
	Canada (continued)					
1.162	TFI International Inc.	\$	144	\$	231	
*	Thomson Reuters Corporation	······	439	Ψ	649	
	TMX Group Limited		139		209	
•	Toronto-Dominion Bank		312		313	
, -	Waste Connections, Inc.		146		217	
	WSP Global Inc.		149		216	
1,010			40,218		89,464	3.8
	Australia					
21,671	Australia and New Zealand Banking Group Limited		446		559	
196,711	BHP Group Limited		7,450		7,666	
10,664	BlueScope Steel Limited		144		199	
1,151	Cochlear Limited		236		349	
10,082	Commonwealth Bank of Australia		890		1,173	
3,405	CSL Limited		773		918	
55,168	Fortescue Metals Group Limited		932		1,079	
27,043	Goodman Group		438		858	
38,842	Insurance Australia Group Limited		152		253	
1,763	Macquarie Group Limited		256		330	
3,579	Mineral Resources Limited		140		176	
5,154	National Australia Bank Limited		125		171	
27,800	Northern Star Resources Limited		254		330	
11,113	Orica Limited		145		181	
22,510	Origin Energy Limited		151		223	
14,130	QBE Insurance Group Limited		155		224	
1,275	Rio Tinto Group		120		139	
57,683	Scentre Group Limited		124		164	
7,371	Seek Limited		142		144	
15,270	Suncorp Group Limited		154		243	
41,559	Telstra Corporation Limited		139		137	
2,694	Wesfarmers Limited		116		160	
20,482	Westpac Banking Corporation		381		509	
1,272	Xero Limited		125		158	
			13,988		16,343	0.7
	Total Investments	\$	1,745,636	\$	2,326,969	100.0

¹This company and United are are related parties

CORPORATE INFORMATION

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AUDITOR

PricewaterhouseCoopers LLP, Toronto

CUSTODIAN

RBC Investor & Treasury Services

TRANSFER AGENT AND REGISTRAR

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TORONTO STOCK EXCHANGE LISTING

Ticker Symbol

Common UNC
First Preferred UNC.PR.A
Second Preferred, 1959 Series UNC.PR.B
Second Preferred, 1963 Series UNC.PR.C

NET EQUITY VALUE

The Company's Net Equity Value per Common Share is published on the Company's website.

REPORTING PROCEDURE FOR ACCOUNTING AND AUDITING MATTERS

If you have a complaint regarding accounting, internal controls or auditing matters or a concern regarding questionable accounting or auditing matters, you should submit your written complaint or concern to:

Mr. David J. Dawson Chairman of the Audit Committee United Corporations Limited 165 University Avenue, 10th Floor Toronto, Ontario M5H 3B8 Email:ddawson@gmail.com Phone: (416) 318-3645

You may submit your complaint or concern anonymously. Your submission will be kept confidential and will be treated in accordance with the Company's policy for reporting accounting or auditing matters.

WEBSITE www.ucorp.ca

