

Independent Review Committee for the HSBC Mutual Funds and HSBC Pooled Funds  
% HSBC Global Asset Management (Canada) Limited  
3<sup>rd</sup> floor, 885 West Georgia Street  
Vancouver, B.C. V6C 3E8

December 31, 2021

**IRC REPORT TO SECURITYHOLDERS FOR 2021  
HSBC MUTUAL FUNDS AND HSBC POOLED FUNDS**

To the Securityholders of the HSBC Mutual Funds and HSBC Pooled Funds (the “Funds”):

As Chair of the Independent Review Committee (“IRC”) for the funds managed by HSBC Global Asset Management (Canada) Limited (the “Manager”), I am pleased to provide you with the IRC’s annual report. The following report covers the fiscal year ended December 31, 2021 and summarizes the IRC’s activities for the year as required by Canadian Securities legislation.

The IRC’s mandate is to review conflict of interest matters identified and referred to it by the Manager, and to give its approval or recommendation as to what should be done to achieve a fair and reasonable result for the Funds. A conflict of interest matter is a situation where the Manager might have, or appear to have, an interest that may conflict with the Manager’s ability to act in good faith and in the best interests of the Funds. Annually, the IRC reviews and assesses the adequacy of the Manager’s policies and procedures relating to conflicts of interest situations, and conducts a review of its independence, effectiveness, succession and compensation.

The members of the IRC, who are named in this report, come from varied backgrounds, with many years of experience in securities law, accounting, mutual funds, investment management and regulation. Together, we have the skills and experience necessary to properly assess the conflict of interest matters referred to us. The IRC has, in conjunction with the Manager and in accordance with securities legislation, developed a succession plan which will result in members’ terms expiring on a staggered basis to ensure continuity and continued independence. To this end, Ms. Sharon Morrisroe joined the IRC on February 18, 2021 replacing Mr. Neil de Gelder. On behalf of the IRC and the Manager, I would like to thank Mr. de Gelder for his many years of service to the IRC and to welcome Ms. Morrisroe.

We have been fully satisfied with the Manager’s cooperation and support this past year and thank them for their service to the committee. The IRC members will continue to work with the Manager to ensure that the best interests of the Funds are protected should any conflict of interest matters arise in the coming year.

*(signed) Lisa Pankratz*

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Lisa Pankratz, FCPA, FCA, CFA  
Chair of the Independent Review Committee

## INDEPENDENT REVIEW COMMITTEE

("IRC")

for the funds managed by  
(see last page for listing)

HSBC Global Asset Management (Canada) Limited  
(the "Manager")

### REPORT TO SECURITYHOLDERS

pursuant to S. 4.4 NI 81-107

(For the period from January 1, 2021 to December 31, 2021)

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#### IRC Members for the HSBC Mutual Funds and HSBC Pooled Funds

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Name	Length of Service (Appointed)	IRC Member for:
Lisa Pankratz, FCPA, FCA, CFA (Chair) Vancouver, BC	6 years (March 3, 2016)	HSBC Mutual Funds and Pooled Funds
Louise Tymocko, CPA, CFA Canmore, AB	1 year (March 25, 2020)	HSBC Mutual Funds and Pooled Funds
Sharon Morrisroe, LL.B/J.D., ICD.D West Vancouver, BC	<1 year (February 18, 2021)	HSBC Mutual Funds and Pooled Funds, North Growth Funds

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#### Composition

Effective February 18, 2021, Ms. Sharon Morrisroe was appointed to the IRC as a member, replacing Mr. Neil de Gelder who left following the expiry of his term on March 5, 2021.

#### Securities Holdings

##### *HSBC Funds*

As at December 31, 2021, the members of the IRC did not beneficially own, directly or indirectly, in aggregate, any units of the Funds.

##### *The Manager*

HSBC Global Asset Management (Canada) Limited is a wholly-owned subsidiary of HSBC Bank (Canada) (the "Bank") whose ultimate parent entity is HSBC Holdings plc. As at December 31, 2021, the members of the IRC did not beneficially own, directly or indirectly, in aggregate, any shares of HSBC Holdings plc.

### *Service providers*

As at December 31, 2021, the members of the IRC did not beneficially own, directly or indirectly, securities in any person or company that provides services to the Funds or the Manager.

### **Compensation**

The aggregate compensation paid by the Funds to the IRC for the reporting period was \$139,588.00 (including taxes). No additional expenses were incurred during the 2021 reporting period.

The IRC's aggregate per annum compensation (exclusive of expenses and taxes) is \$134,550.00. At least annually, the IRC reviews its compensation in a manner consistent with good governance practices, giving consideration to the following factors, among any other factors the IRC considers important:

- The best interests of the Funds
- The number, nature and complexity of the Funds
- The nature and extent of the workload of each IRC member, including the commitment of time and energy that is expected from each member
- Industry best practices, including industry averages and surveys on IRC compensation
- The IRC's most recent annual self-assessment, as well as, any recommendations about IRC compensation and expenses made by the Manager

### **Indemnity**

No indemnities were paid to the IRC members by the Funds during the reporting period.

### **Conflict of Interest Matters**

The IRC is not aware of any instance in which the Manager acted in a conflict of interest matter referred to the IRC for which the IRC did not give a positive recommendation.

The IRC is also not aware of any instance in which the Manager acted in a conflict of interest matter during the reporting period but did not meet a condition imposed by the IRC in its recommendation or approval.

The following is a brief summary of the recommendations and approvals the Manager relied upon during the period.

### *Approvals*

In accordance with the requirements of National Instrument 81-102 and 81-107, the IRC has provided approval by way of a standing instruction for each Fund in respect of the following activities. The Manager relied on these standing instructions which required it to comply with their related policies during the reporting period:

1. *Inter-Fund Trading* addresses the potential conflicts of interest that could arise when a Fund purchases securities directly from or sells securities directly to another fund managed by the Manager or by an affiliate of the Manager in the normal course. The policy sets out requirements to ensure that any monetary advantage gained for one fund is not to the detriment of the other fund.

2. *Investments in Related Party Securities* addresses the potential conflicts of interest that could arise regarding the price or other terms where a Fund is purchasing a security issued by an entity that is a related party to the Fund or the Manager.
3. *Mortgage Fund Self-Dealing* addresses the potential conflicts of interest that could arise when the HSBC Mortgage Fund purchases mortgages from or sells mortgages to HSBC Bank Canada or other affiliates of the Manager. It does so by incorporating the requirements set out in the relief orders of securities regulatory authorities with regard to procedures and reporting, and requiring that all such purchases or sales be consistent with or necessary to meet the investment objectives of the Fund.
4. *Principal Trading in Securities* addresses the potential conflicts of interest that could arise regarding the price at which securities are bought or sold in situations where a Fund trades such securities with a related party to the Manager who is acting a principal.
5. *Purchases of Securities Underwritten by a Related Entity* addresses potential conflicts of interest that could arise when making investment decisions for the Fund should the Manager or the portfolio advisor to the Fund favour securities which benefit a related party of the Manager who has underwritten the offering of the security, either in whole or in part.
6. *Trades between Funds and Managed Accounts* addresses the potential conflicts of interest that could arise when the portfolio advisor causes the Fund to purchase securities directly from or sell securities directly to a separate fully managed account (a "Managed Account") also managed by the portfolio advisor. The policy sets out requirements to ensure that any monetary advantage gained for the Managed Account is not to the detriment of the Fund.

During the reporting period the IRC also provided approval to the Manager to carry out inter-fund trades as part of a rebalancing transaction between the HSBC International Equity Pooled Fund, HSBC Emerging Markets Pooled Fund and HSBC Global Equity Fund and the HSBC U.S. Equity Index Fund, HSBC International Equity Index Fund and HSBC Emerging Markets Equity Index Fund.

#### *Recommendations*

The IRC has provided a recommendation by way of a standing instruction in respect of the following policies. The Manager relied on these standing instructions which required it to comply with their related policies during the reporting period:

1. *Anti-Bribery and Corruption* addresses the potential conflict of interest that could arise where employees of the Manager may have a personal economic incentive to accept gifts and entertainment in the performance of their duties as they relate to the Funds which could result in the employee performing their duties and making decisions based on factors other than the best interests of the Funds.
2. *Best Execution* addresses the potential conflict of interest where the Manager could have an economic incentive to execute trades in the Funds at other than the best available price or execution.
3. *Client Brokerage Commissions* addresses potential conflicts of interest which could arise regarding (i) broker selection and (ii) goods and services received from the broker in exchange for commissions paid by the Fund.

4. *Expense Allocation* addresses the potential conflicts of interest that could arise where the Manager has an economic incentive to maximize expenses that the Funds pay directly or allocate expenses amongst the Funds in a manner that unfairly affects one or more Funds.
5. *Fair Allocation* addresses the potential conflicts of interest that could arise where the Manager has an economic interest in favouring one Fund over another or favouring another of its clients over the Funds when allocating investment opportunities.
6. *Net Asset Value (NAV) Error Correction* addresses the potential conflict of interest that could arise where the Manager could derive an economic benefit when correcting any NAV errors that occur in a manner unfavourable to a Fund.
7. *Personal Trading* addresses the situation where the employees of the Manager have access to the Funds' investment programs, giving rise to a potential conflict between the employees' own self-interest and that of the Funds.
8. *Pricing and Valuation* addresses the potential conflict of interest that could arise should the Manager have an economic incentive to value Fund assets in a manner unfavourable to the Fund.
9. *Proxy Voting* addresses the potential conflict of interest where the Manager could have an economic incentive to vote proxies in relation to securities held by the Funds in a manner that favours the interests of the Manager or its affiliates at the expense of the Funds.
10. *Related Party Transactions* addresses the potential conflict of interest that could arise where the Manager has an incentive to contract with a related party for goods and services related to the Funds on terms and conditions that are less favourable than market terms and conditions and to the detriment of the Funds.
11. *Sub-Advisor Oversight* addresses potential conflicts of interest facing sub-advisors to the Funds which could become conflicts of the Manager. This policy also addresses any potential conflict that may arise where the Manager has an economic incentive to appoint, retain or terminate a particular sub-advisor to the detriment of the Fund.

During the reporting period, the IRC also provided a positive recommendation to the Manager to carry out a transfer of a portion of the assets from the HSBC U.S. Equity Pooled Fund on a tax-deferred basis to the HSBC U.S. Equity Index Fund as a "qualifying disposition" for the purposes of section 107.4 of the Income Tax Act (Canada).

## HSBC Funds

### Mutual Funds:

HSBC Canadian Money Market Fund  
HSBC U.S. Dollar Money Market Fund  
HSBC Mortgage Fund  
HSBC Canadian Bond Fund  
HSBC Canadian Short/Mid Bond Fund  
HSBC Global Corporate Bond Fund  
HSBC Emerging Markets Debt Fund  
HSBC Monthly Income Fund  
HSBC U.S. Dollar Monthly Income Fund  
HSBC Canadian Balanced Fund  
HSBC Dividend Fund  
HSBC Equity Fund  
HSBC Small Cap Growth Fund  
HSBC Global Equity Fund  
HSBC Global Equity Volatility Focused Fund  
HSBC U.S. Equity Fund  
HSBC European Fund  
HSBC AsiaPacific Fund  
HSBC Chinese Equity Fund  
HSBC Indian Equity Fund  
HSBC Emerging Markets Fund  
HSBC BRIC Equity Fund  
HSBC U.S. Equity Index Fund  
HSBC International Equity Index Fund  
HSBC Emerging Markets Equity Index Fund

HSBC World Selection Diversified Conservative Fund  
HSBC World Selection Diversified Moderate Conservative Fund  
HSBC World Selection Diversified Balanced Fund  
HSBC World Selection Diversified Growth Fund  
HSBC World Selection Diversified Aggressive Growth Fund

HSBC Wealth Compass Conservative Fund  
HSBC Wealth Compass Moderate Conservative Fund  
HSBC Wealth Compass Balanced Fund  
HSBC Wealth Compass Growth Fund  
HSBC Wealth Compass Aggressive Growth Fund

### Pooled Funds:

HSBC Canadian Money Market Pooled Fund  
HSBC Mortgage Pooled Fund  
HSBC Canadian Bond Pooled Fund  
HSBC Global High Yield Bond Pooled Fund  
HSBC Global Inflation Linked Bond Pooled Fund  
HSBC Emerging Markets Debt Pooled Fund  
HSBC Dividend Pooled Fund  
HSBC Canadian Equity Pooled Fund  
HSBC Canadian Small Cap Equity Pooled Fund  
HSBC U.S. Equity Pooled Fund  
HSBC International Equity Pooled Fund  
HSBC Emerging Markets Pooled Fund  
HSBC Global Real Estate Equity Pooled Fund