Scotia Private Pools®

Scotia Private Global High Yield Pool

Annual Management Report of Fund Performance

For the period ended December 31, 2018

This annual management report of fund performance contains financial highlights but does not contain the complete annual financial statements of the investment fund. You can get a copy of the annual financial statements at your request, and at no cost, by calling toll-free 1-800-268-9269, by writing to us at 1832 Asset Management L.P., 1 Adelaide Street East, 28th Floor, Toronto, ON, M5C 2V9 or by visiting our website at www.scotiafunds.com/scotiaprivatepools or SEDAR at www.sedar.com.

Securityholders may also contact us using one of these methods to request a copy of the investment fund's interim financial statements, proxy voting policies and procedures, proxy voting disclosure record or quarterly portfolio disclosure.

1832 Asset Management L.P. is the manager (the "Manager") of the fund. In this document, "we", "us", "our" and the "Manager" refer to 1832 Asset Management L.P. and the "Fund" refers to Scotia Private Global High Yield Pool.

The term "net asset value" or "net asset value per unit" in this document refers to the net asset value determined in accordance with Part 14 of National Instrument 81-106 – Investment Fund Continuous Disclosure ("National Instrument 81-106"); while the term "net assets" or "net assets per unit" refers to total equity or net assets attributable to unitholders of the Fund as determined in accordance with International Financial Reporting Standards ("IFRS").

Caution Regarding Forward-Looking Statements

Certain portions of this report, including, but not limited to, "Recent Developments", may contain forward-looking statements about the Fund and the underlying funds, as applicable, including statements with respect to strategies, risks, expected performance events and conditions. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as "expects", "anticipates", "intends", "plans", "believes", "estimates", "projects" and similar forward-looking expressions or negative versions thereof.

In addition, any statement that may be made concerning future performance, strategies or prospects and possible future action by the Fund is also a forward-looking statement. Forward-looking statements are based on current expectations and projections about future general economic, political and relevant market factors, such as interest rates, foreign exchange rates, equity and capital markets, and the general business environment, in each case assuming no changes to applicable tax or other laws or government regulation. Expectations and projections about future events are inherently subject to, among other things, risks and uncertainties, some of which may be unforeseeable. Accordingly, current assumptions concerning future economic and other factors may prove to be incorrect at a future date.

Forward-looking statements are not guarantees of future performance and actual results or events could differ materially from those expressed or implied in any forward-looking statements made by the Fund. Any number of important factors could contribute to these digressions, including, but not limited to, general economic, political and market factors in North America and internationally, such as interest and foreign exchange rates, global equity and capital markets, business competition, technological change, changes in government relations, unexpected judicial or regulatory proceedings and catastrophic events. We stress that the above mentioned list of important factors is not exhaustive. Some of these risks, uncertainties and other factors are described in the Fund's simplified prospectus, under the heading "Specific risks of mutual funds".

We encourage you to consider these and other factors carefully before making any investment decisions. Forward-looking statements should not be unduly relied upon. Further, you should be aware of the fact that the Fund has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise, prior to the release of the next management report of fund performance, and that the forward-looking statements speak only to the date of this management report of fund performance.

Investment Objective and Strategies

The Fund's objective is to achieve long term total returns through income generation and capital growth by investing primarily in non-investment grade fixed income securities around the world.

The Fund seeks to achieve its investment objective by investing in higher yielding non-investment grade fixed income securities, preferred shares, and/or short term money market securities issued by governments, government agencies, and corporations from anywhere around the world.

The Portfolio Advisor invests in securities primarily rated below BBB by Standard & Poor's, or the equivalent rated by other credit rating agencies. In constructing the portfolio, the Portfolio Advisor employs a top-down approach to analyze economic factors including global economic growth, inflation and interest rate changes, along with other factors including geopolitical conditions, credit cycle expectations and trends for corporate default rates. The Portfolio Advisor also uses a bottom-up approach to determine specific risk exposure measured by credit spreads, rating and price.

The Fund can invest up to 100% of its assets in foreign securities.

Risk

The risks associated with investing in the Fund are as described in the simplified prospectus. There were no material changes to the

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Fund over its last completed financial year that affected the overall level of risk of the Fund.

Results of Operations

The Fund was created on January 16, 2018. Investment performance is not provided for a Fund that has been in operations for less than one year.

Credit spreads (the difference in yield between government and corporate bonds with similar maturities) tended to widen throughout the period as market volatility increased from the historically low levels experienced in 2017. Credit spreads started 2018 at 349 basis points ("bps"), reached a low of 311 bps in January, and ended the year at a high of 541 bps. Spreads particularly widened at year-end as a result of concerns about a potential slowdown in global economic growth, the stability of trade agreements reached with China, lack of progress on Brexit and the partial U.S. government shutdown.

A sharp decline in oil prices during the fourth quarter had a large negative impact on credit markets, particularly on U.S. high-yield issuers, as Energy represents about 15% of the total market.

Credit quality selection, specifically the Fund's underweight allocation to bonds rated CCC and below and overweight exposure to B-rated bonds, contributed to performance. Market selection, specifically the Fund's underweight allocation to U.S.-Dollar denominated issues and overweight exposure to issues denominated in the Euro and British Pound, was another top contributor. Overweight exposure to leisure bonds and underweight exposure to homebuilders also contributed.

Top individual contributors to performance included EnQuest PLC (7%, 15/04/2022), Banco do Brazil S.A. (6.25%, 15/10/2067) and Republic of Turkey (4.875%, 16/04/2043). Energy producer EnQuest's bonds gained on the issuance of equity that reduced the company's debt level. Brazilian securities performed well in the second half of 2018 after the election of a new president, who was viewed as being more market-friendly, which benefited Banco do Brazil. The Turkish bonds benefited from the Turkish market recovery in the second half of the year.

Security selection overall detracted from performance. Overweight positions in the Energy sector and the metals & mining sub-sector also detracted. The Energy sector declined as oil prices fell, although the impact was mitigated as the Fund's position in the sector was reduced. The metals & mining sub-sector struggled with declining metals prices in the third quarter, before the Fund's exposure was reduced.

Cooperativa Muratori e Cementisti ("CMC") di Ravenna (6%, 15/02/2023), EP Energy Corp. (6.375%, 15/06/2023) and Digicel Group Ltd. (8.25%, 30/09/2020) were among the top individual detractors from performance. Italian construction firm CMC di Ravenna's bonds declined as a result of the delayed receipt of outstanding payments. The EP Energy bonds were negatively impacted by the substantial decline in oil prices during the fourth quarter. Digicel is a telecommunications company servicing several emerging markets, which struggled as a result of market volatility in emerging markets and poor corporate execution.

During the period, exposure to several emerging markets (including Mexico and Indonesia) was added to the Fund, while exposure to others (including Brazil) was increased. This was in response to the increase in emerging markets volatility in the third quarter, as credit spreads in these markets became more attractive.

In the third quarter, the Fund's exposure to U.S.-Dollar denominated issues was increased, although the Fund maintains underweight exposure to these issues.

In the second half of the year, the Fund's overweight allocation to B-rated bonds relative to BB-rated bonds was slightly reduced in acknowledgement that the credit cycle may have peaked.

The Fund's net asset value increased by 179,050.0% to $358.3 million at December 31, 2018, from $0.2 million at December 31, 2017. This change was composed of net sales of $372.6 million, investment performance of negative $14.2 million and cash distributions of $0.3 million. The investment performance of the Fund includes income and expenses which vary year over year. The Fund's income and expenses changed compared to the previous year mainly as a result of fluctuations in average net assets, portfolio activity and changes in the Fund's income earning investments.

Certain series of the Fund, as applicable, may make distributions at a rate determined by the Manager from time to time. If the aggregate amount of distributions in such series exceeds the portion of net income and net realized capital gains allocated to such series, the excess will constitute a return of capital. The Manager does not believe that the return of capital distributions made by such series of the Fund have a meaningful impact on the Fund's ability to implement its investment strategy or to fulfill its investment objective.

Recent Developments

IFRS 9, Financial Instruments

The Fund has adopted IFRS 9, Financial Instruments in the current reporting period commencing January 1, 2018. The adoption of IFRS 9 has been applied retrospectively and does not result in a change to the classification or measurement of financial instruments, in either the current or prior period.

The impact to the Fund will include additional disclosures related to changes to the classification of certain financial instruments to align with the classifications under IFRS 9. Adoption of the standard does not impact net assets attributable to holders of redeemable units.

Related Party Transactions

The Manager is a wholly-owned subsidiary of The Bank of Nova Scotia ("Scotiabank"). Scotiabank also owns, directly or indirectly, 100% of Scotia Securities Inc. and Tangerine Investment Funds Limited, each a mutual fund dealer, and Scotia Capital Inc. (which includes ScotiaMcLeod and Scotia iTRADE), an investment dealer.

The Manager, on behalf of the Fund, may enter into transactions or arrangements with other members of Scotiabank or certain other companies that are related or connected to the Manager (each a "related party"). All transactions between the Fund and the related parties are in the normal course of business and are carried out at arm's length terms.

The purpose of this section is to provide a brief description of any transaction involving the Fund and a related party.

Management Fees

The Manager is responsible for the day-to-day management and operations of the Fund. Certain series of the Fund pay the Manager a management fee for its services as described in the "Management Fee" section later in this document. The management fee is an annualized rate based on the net asset value of each series of the Fund, accrued daily and paid monthly.

Fixed Administration Fees and Fund Costs

The Manager pays the operating expenses of the Fund, other than Fund Costs, in exchange for the payment by the Fund of a fixed rate administration fee (the "Fixed Administration Fee") to the Manager with respect to each series of the Fund. The expenses charged to the Fund in respect of the Fixed Administration Fee are disclosed in the Fund's financial statements. The Fixed Administration Fee is equal to a specified percentage of the net asset value of a series, calculated and paid in the same manner as the management fees for the Fund. Further details about the Fixed Administration Fee can be found in the Fund's most recent simplified prospectus.

In addition, each series of the Fund is responsible for its proportionate share of certain operating expenses ("Fund Costs"). Further details about Fund Costs can be found in the Fund's most recent simplified prospectus.

The Manager, at its sole discretion, may waive or absorb a portion of a series' expenses. These waivers or absorptions may be terminated at any time without notice.

Other Fees

The Manager, or its affiliates, may earn fees and spreads in connection with various services provided to, or transactions with, the Fund, such as banking, custody, brokerage, foreign exchange or derivatives transactions. The Manager, or its affiliates, may earn a foreign exchange spread when unitholders switch between series of funds denominated in different currencies.

Independent Review Committee

The Manager has established an independent review committee (the "IRC") in accordance with National Instrument 81-107 – Independent Review Committee for Investment Funds ("NI 81-107") with a mandate to review and provide recommendations or approval, as required, on conflict of interest matters referred to it by the Manager on behalf of the Fund. The IRC is responsible for overseeing the Manager's decisions in situations where the Manager is faced with any present or perceived conflicts of interest, all in accordance with NI 81-107.

The IRC may also approve certain mergers between the Fund and other funds, and any change of the auditor of the Fund. Subject to any corporate and securities law requirements, no securityholder approval will be obtained in such circumstances, but you will be sent a written notice at least 60 days before the effective date of any such transaction or change of auditor. In certain circumstances, securityholder approval may be required to approve certain mergers.

The IRC has five members, Carol S. Perry (Chair), Stephen J. Griggs, Simon Hitzig, Heather A. T. Hunter and Jennifer L. Witterick, each of whom is independent of the Manager.

The IRC prepares and files a report to the securityholders each fiscal year that describes the IRC and its activities for securityholders as well as contains a complete list of the standing instructions. These standing instructions enable the Manager to act in a particular conflict of interest matter on a continuing basis provided the Manager complies with its policies and procedures established to address that conflict of interest matter and reports periodically to the IRC on the matter. This report to the securityholders is available on the Manager's website or, at no cost, by contacting the Manager.

The compensation and other reasonable expenses of the IRC will be paid out of the assets of the Fund as well as out of the assets of the other investment funds for which the IRC may act as the independent review committee. The main components of compensation are an annual retainer and a fee for each committee meeting attended. The chair of the IRC is entitled to an additional fee. Expenses of the IRC may include premiums for insurance coverage, travel expenses and reasonable out-of-pocket expenses.

The Fund received the following standing instructions from the IRC with respect to related party transactions:

- Paying brokerage commissions and spreads to a related party for effecting security transactions on an agency and principal basis on behalf of the Fund;
- Purchases or sales of securities of an issuer from or to another investment fund managed by the Manager;
- Investments in the securities of issuers for which a related underwriter acted as an underwriter during the distribution of such securities and the 60-day period following the completion of such distribution;
- Executing foreign exchange transactions with a related party on behalf of the Fund;
- Purchases of securities of a related party;
- Entering into over-the-counter derivatives on behalf of the Fund with a related party;
- Outsourcing products and services to related parties which can be charged to the Fund;

- Acquisition of prohibited securities as defined by securities regulations;
- Trading in mortgages with a related party.

The Manager is required to advise the IRC of any breach of a condition of the standing instructions. The standing instructions require, among other things, that the investment decision in respect to a related party transaction: (a) is made by the Manager free from any influence by an entity related to the Manager and without taking into account any consideration to any associate or affiliate of the Manager; (b) represents the business judgment of the Manager uninfluenced by considerations other than the best interests of the Fund; and (c) is made in compliance with the Manager's written policies and procedures. Transactions made by the Manager under the standing instructions are subsequently reviewed by the IRC to monitor compliance.

The Fund relied on IRC standing instructions regarding related party transactions during the period.

Financial Highlights

The following tables show selected key financial information about each series of the Fund and are intended to help you understand the Fund's financial performance for the periods indicated. The information on the following tables is based on prescribed regulations and as a result, is not expected to add down due to the increase (decrease) in net assets from operations being based on average units outstanding during the period and all other numbers being based on actual units outstanding at the relevant point in time. Footnotes for the tables are found at the end of the Financial Highlights section.

The Fund's Net Assets per Unit ($)(1)

		Increase (decrease) from operations:					Distributions:					
For the period ended	Net Assets, beginning of period	Total revenue	Total expenses	Realized gains (losses) for the period	Unrealized gains (losses) for the period	Total increase (decrease) from operations(2)	From net investment income (excluding dividends)	From dividends	From capital gains	Return of capital	Total distributions(3)	Net Assets, end of period(1)
Pinnacle Series												
Dec. 31, 2018	**10.00**	**0.54**	**(0.02)**	**(0.23)**	**(0.65)**	**(0.36)**	**(0.45)**	**–**	**–**	**–**	**(0.45)**	**9.18**
Dec. 31, 2017*	10.00	0.00	(0.00)	0.00	0.00	0.00	–	–	–	–	–	10.00

* Start date for Series Pinnacle was November 14.

Series F												
Dec. 31, 2018*	**10.00**	**0.11**	**(0.02)**	**(0.07)**	**(0.35)**	**(0.33)**	**(0.12)**	**–**	**–**	**–**	**(0.12)**	**9.57**

* Start date for Series I was October 19.

Series M												
Dec. 31, 2018	**10.00**	**0.54**	**(0.05)**	**(0.50)**	**(0.41)**	**(0.42)**	**(0.41)**	**–**	**–**	**–**	**(0.41)**	**9.18**
Dec. 31, 2017*	10.00	0.00	(0.00)	0.00	0.00	0.00	–	–	–	–	–	10.00

* Start date for Series M was November 14.

(1) This information is derived from the Fund's audited annual financial statements. The net assets per unit presented in the financial statements may differ from the net asset value per unit. An explanation of these differences can be found in note 2 of the Fund's financial statements. The net asset value per unit at the end of the period is disclosed in Ratios and Supplemental Data.

(2) Net assets per unit and distributions per unit are based on the actual number of units outstanding for the relevant series at the relevant time. The increase (decrease) in net assets from operations per unit is based on the weighted average number of units outstanding over the period.

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

Ratios and Supplemental Data

As at	Total net asset value (000's) ($)(1)	Number of units outstanding(1)	Management expense ratio ("MER") (%)(2)	MER before waivers or absorptions (%)(2)	Trading expense ratio (%)(3)	Portfolio turnover rate (%)(4)	Net asset value per unit ($)
Pinnacle Series							
Dec. 31, 2018	**85,918**	**9,361,477**	**0.20**	**0.20**	**0.00**	**90.55**	**9.18**
Dec. 31, 2017	75	7,500	0.00	0.00	0.00	0.00	10.00
Series F							
Dec. 31, 2018	**26**	**2,749**	**0.91**	**0.91**	**0.00**	**90.55**	**9.57**
Series M							
Dec. 31, 2018	**272,316**	**29,664,387**	**0.55**	**0.55**	**0.00**	**90.55**	**9.18**
Dec. 31, 2017	75	7,500	0.00	0.00	0.00	0.00	10.00

(1) This information is provided as at the period end of the years shown.

(2) The management expense ratio is based on the total expenses (including sales tax, and excluding commissions and other portfolio transaction costs) of each series of the Fund and a proportional share of underlying funds' expenses (mutual funds, ETFs and closed-end funds), where applicable, for the stated period and is expressed as an annualized percentage of daily average net asset value during the period.

(3) The trading expense ratio represents total commissions and other portfolio transaction costs of the Fund and the underlying funds, where applicable, expressed as an annualized percentage of daily average net asset value of the Fund during the period.

(4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a fund's portfolio turnover rate in a period, the greater the trading costs payable by the fund in the period, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

Management Fees

The management fee is an annualized rate based on the net asset value of each series of the Fund, accrued daily and paid monthly. The management fees cover the costs of managing the Fund, arranging for investment analysis, recommendations and investment decision making for the Fund, arranging for distribution of the Fund, marketing and promotion of the Fund and providing or arranging for other services.

The breakdown of services received in consideration of management fees for each series, as a percentage of the management fees, are as follows:

	Management fees (%)	Dealer compensation (%)	Other† (%)
Pinnacle Series*	n/a	n/a	n/a
Series F	0.75	n/a	100.0
Series M	0.45	n/a	100.0

* The management fee for this series is negotiated and paid directly by these unitholders and not by the Fund.
† Relates to all services provided by the Manager described above except dealer compensation.

Past Performance

In accordance with National Instrument 81-106, past performance and annual return data is not disclosed as the Fund has been a reporting issuer for less than a year.

Summary of Investment Portfolio

The Summary of Investment Portfolio may change due to ongoing portfolio transactions. A quarterly portfolio update is available to the investor at no cost by calling 1-800-268-9269, or by visiting www.scotiabank.com/scotiaprivatepools, 60 days after quarter end, except for December 31, which is the calendar year end, when they are available after 90 days.

By Country/Region	% of net asset value[1]
United States	70.1
United Kingdom	5.6
Brazil	4.2
Netherlands	3.3
Cash and Cash Equivalents	2.6
Italy	2.1
Canada	1.7
Luxembourg	1.6
Israel	1.5
France	1.3
Germany	1.2
Ireland	1.1
Chile	0.8
Colombia	0.7
Sweden	0.7
Norway	0.6
Turkey	0.6
Australia	0.5
British Virgin Islands	0.5
Mexico	0.5
Portugal	0.5
Switzerland	0.5
Japan	0.4
United Arab Emirates	0.4
Argentina	0.3
Nigeria	0.3
Venezuela	0.1
Other Net Assets (Liabilities)	(3.7)

Top 25 Holdings

Issuer	% of net asset value[(1)]
United States Treasury Bills 0.00% Nov 07, 2019	3.7
Cash and Cash Equivalents	2.6
Hilton Domestic Operating Company Inc. (Callable) 5.13% May 01, 2021	1.3
CSC Holdings LLC (Callable) 10.88% Oct 15, 2020	1.2
Ball Corporation 4.38% Dec 15, 2020	1.2
Sunoco LP / Sunoco Finance Corporation 5.88% Mar 15, 2028	1.1
Petrobras Global Finance BV 4.38% May 20, 2023	1.1
InterXion Holding NV (Callable) 4.75% Jun 15, 2021	1.1
Eldorado Resorts Inc. (Callable) 6.00% Apr 01, 2020	1.1
BWX Technologies Inc. (Callable) 5.38% Jul 15, 2021	1.0
Waste Pro USA Inc. (Callable) 5.50% Feb 15, 2021	1.0
Itron Inc. (Callable) 5.00% Jan 15, 2021	1.0
Teva Pharmaceutical Finance Netherlands II BV (Callable) 3.25% Jan 15, 2022	1.0
Intesa Sanpaolo SpA 6.63% Sep 13, 2023	1.0
Springleaf Finance Corporation 6.88% Mar 15, 2025	1.0
WellCare Health Plans Inc. (Callable) 5.38% Aug 15, 2021	0.9
Grifols SA (Callable) 3.20% May 01, 2020	0.9
Crown European Holdings SA (Callable) 3.38% Nov 15, 2024	0.9
HCA Inc. (Callable) 5.63% Mar 01, 2028	0.9
Tenet Healthcare Corporation 6.00% Oct 01, 2020	0.9
Six Flags Entertainment Corporation (Callable) 4.88% Jul 31, 2019	0.9
Catalent Pharma Solutions Inc. (Callable) 4.75% Dec 15, 2019	0.9
Silgan Holdings Inc. (Callable) 3.25% Mar 15, 2020	0.9
Belden Inc. (Callable) 3.38% Jul 15, 2022	0.9
Genesis Energy LP / Genesis Energy Finance Corporation (Callable) 6.25% Feb 15, 2021	0.9

(1) Based on the net asset value, therefore, weightings presented in the Schedule of Investments may differ from the ones disclosed above.