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Opening Messages

Co-Chairs' Message CEO's Message

It has been an honour to serve as Co-Chairs for the HRM Pension Plan for another successful year. Our combined Pension Committee service is over 30 years (wow!) with half of that service in the Co-Chair role. Our long commitment reflects the satisfaction we have experienced working with a group of like-minded people, dedicated to the common goal of preserving and protecting members' pensions. It is important work that affects the financial well-being of thousands of people, and our Pension Committee takes it very seriously.

We are proud of all we accomplished in 2023. Highlights include completion of an asset-liability study, revisions to benchmarking, a cybersecurity review, and ceasing holdbacks on termination payouts. These highlights and more can be found starting on page 4. The Plan had strong performance in 2023, including a 1-year net return on assets of 9% and a preliminary funded ratio at December 31, 2023 of 105%. Detailed financial results start on page 6.

We have much to celebrate as members of the HRM **Pension Plan.** Celebration was particularly appropriate in 2023 as this marked our 25th anniversary as a pension plan. The Plan has come a long way since its inception, including the development of our exemplary in-house member services team and our cutting-edge investment strategies. We are grateful for the efforts of those who contributed over the past 25 years and developed the HRM Pension Plan into the exceptional plan it is today.

We are pleased to announce that Paula Boyd accepted the role of CEO for the HRM Pension Plan in early 2024. Her experience in regulation and consulting, as well as her clarity and vision give us added faith in the future of the Plan.

We hope you've caught a taste of the enthusiasm we both feel for the HRM Pension Plan and the commitment we have to our membership. We wish you the best in 2024 and beyond.



Dan White, Co-Chair John Traves, K.C., Co-Chair The HRM Pension Plan provides secure, generous retirement income for our city's bus drivers, librarians, police officers, fire fighters, and municipal public servants. Plan members work at community parks, schools, nursing homes, and recreation centers. We are a local plan, serving you, your neighbors, and your city.

Our investment professionals use industry-leading **strategies** including regular asset-liability analysis to determine the best long-term asset mix for the pension plan. Our priority is to grow the Plan with expertise and discipline, so the money needed to pay our members is there at the right time.

We treat your pension money with the utmost care, adhering to the highest standards in the pension industry. The heart of our carefully crafted Governance Structure is our Pension Committee. They have the important responsibility of ensuring the Plan delivers on its promises.

In 2023 we focused on improving members' online experience, including enhancements to the website. adding more capabilities to member portals, and reducing cybersecurity risk for our members by adding multi-factor authentication. More details on these initiatives can be found starting on page 11.

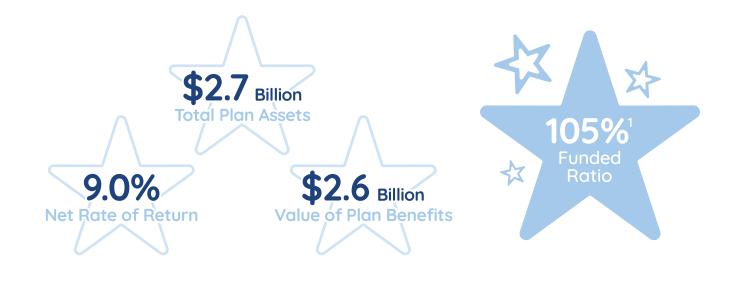
We continue to offer very personal ways to connect. A call to our office will bring you directly to one of our knowledgeable office staff. Our informative member sessions are available virtually or in-person at convenient community landmarks like the public libraries. Members can also drop by the office, centrally located in downtown Halifax.

I encourage you to turn the page and continue reading so you can get a better understanding of why I'm proud to provide leadership to the HRM Pension Plan – and why I count myself lucky to be a member!



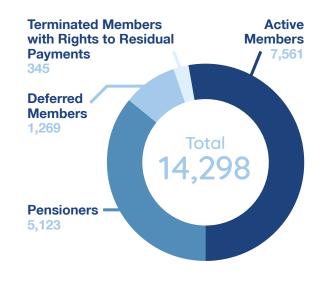


2023 at a Glance



Asset Class	2023 Return
Equities	12.7%
Fixed Income	6.7%
Real Assets	6.7%
Public Market Alternatives	6.5%
Total Portfolio	9.0%
Benchmark	12.4%

¹ Based on preliminary valuation results as at December 31, 2023. Final results will be summarized in the Plan's actuarial valuation report which will be filed later this year.









Retired Members Over the Age of 100

71 Age of Oldest Active Member

898

New Members Joined the Plan 18

Age of Youngest Active Member

250

New Retirees 106

Age of Oldest Retired Member





Our Highlights

Investing in Canada

We invest and manage money solely for our members. It is our priority to maximize the Pension Plan's returns without undue risk of loss so that we can deliver on our long-term commitments to members. We are pleased that we continue to find exemplary opportunities to invest in Canada, both in the public and private markets. We prefer to invest in Canada when the risk and reward meets our rigorous standards.

Over \$400 million of the HRM Pension Plan assets are invested in Canada. 11% of our Public Equities are Canadian funds and over 80% of our Public Bonds are Canadian government bonds.

In our private market portfolio, we have significant investments in private businesses, infrastructure assets as well as real estate in Canada. The following examples highlight the different initiatives we invest in across our country.

Private Equity - We invested in 123Dentist, Canada's second largest dental services organization, operating a national network of dental clinics with locations across the country.

Infrastructure - Our holdings include CSV Midstream Solutions, a Calgary based developer, owner and operator of contracted natural gas gathering and processing assets in Canada.

Real Estate - We have several funds with Realstar, one of the largest owners of high-quality, multi-family rental properties across Canada.



Informed Investment **Decisions**

Starting in 2022, the significant change in interest rates prompted us to review our asset allocation to ensure the long-term investment success of the pension plan. In 2023, we completed an asset-liability study to test the expected performance of the current Investment Policy. These results confirmed the Investment Team's decision to increase allocations to Private Debt and Private Equity. The Investment Policy was fine-tuned to reflect this new strategic allocation.

Asset-Liability Study Process







Benchmarking **Improvements**

In 2023 we completed a multi-year process to adopt more appropriate benchmarks for private market investments. These new benchmarks are more difficult targets for the Plan to achieve but they better reflect the nature of each type of private market asset. The previous approach to benchmarking was based on the discount rate used for the going-concern valuation. The new benchmarks are market-based for Private Equity and Private Debt, and inflation-based for Infrastructure and Real Estate. The revised benchmarks also align more closely with industry norms and the practices of our peers.

ESG Roadmap: 2023 Progress

In 2023 we continued to make progress along our recently established Environmental, Social, and Governance ("ESG") roadmap. 2023 highlights are shown below. We are committed to furthering our ESG journey over the coming years.



Other Highlights

The Pension Committee decided to cease lump sum holdbacks.

The Pension Office completed a cybersecurity review and implemented key recommendations.



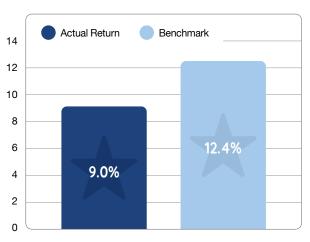
Our Performance

Investment **Performance**

The investment environment in 2023 was characterized by higher interest rates globally as central banks around the world aimed to reduce inflation figures that reached multi-decade highs. Market concerns around recessionary fears did not materialize as public markets took a risk-on sentiment and bounced back strongly after the significant declines in 2022.

Within that backdrop, the HRM Pension Plan experienced strong absolute returns in public investments and more muted performance in private markets. As a reminder, 2022 was a year with exceptional performance within private investments and negative performance in public markets, demonstrating the strategic importance of diversification across asset classes over the long-term.

Net Investment Return - 2023

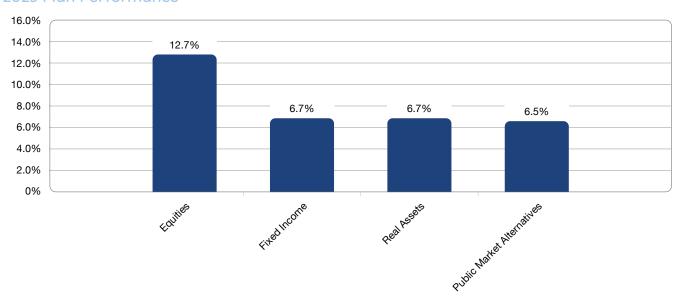




The underperformance relative to our benchmark in 2023 was primarily attributable to private investments, with three out of four private investment asset classes (Real Estate, Private Debt, and Private Equity) underperforming their benchmarks over a 1-year time period. The HRM Pension Plan updated its benchmarks for private market investments in 2023, moving from a discount rate-based methodology to tougher, but more appropriate, market-based benchmarks for Private Equity and Private Debt, and inflation-based benchmarks for Infrastructure and Real Estate. With significant run-ups in public markets and inflation, and a slowdown in mergers and acquisitions, performance in private markets did not keep up with public markets. However, the 1-year returns we experienced in Private Equity and Private Debt (2% and 4%, respectively) are generally consistent with the performance experienced by other large Canadian pension funds. Our 1-year returns within the Real Asset portfolio (-0.9% for Real Estate and 17.3% for Infrastructure) are by and large significantly better than the performance of our peers.

The table below provides a breakdown of total Plan performance by broad asset class.

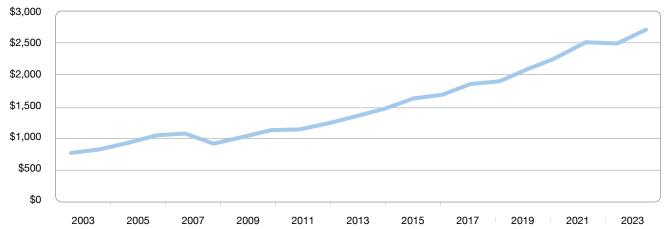
2023 Plan Performance





Assets continued to grow in 2023 as investment returns and contributions to the Plan exceeded pension payments and Plan-related expenses. Plan assets totaled just under \$2.7 billion at the end of 2023. The chart below shows the growth of Plan assets since 2003.

Total Plan Assets (\$ millions)



Long Term Performance

The table below highlights how our assets have performed since the Plan's inception, 25 years ago. With a since inception annualized return 1.4% higher than our benchmark, we continue to demonstrate that our active investment style adds value relative to passive investing.

Performance	2023 Return	4-Year Annualized Return	Since Inception Annualized Return
Total Portfolio (net of all expenses)	9.0%	7.0%	7.1%
Benchmark	12.4%	5.6%	5.7%
Value Add	-3.4%	1.4%	1.4%

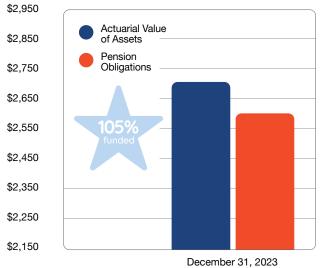




The Plan's financial position is the primary way to measure the overall health of the Plan. To determine the Plan's financial position, we must consider the value of both the Plan's assets and liabilities under different sets of assumptions. The results of these valuations drive the ongoing cost of the Plan.

The chart below presents the preliminary results of our December 31, 2023 going-concern funding valuation. A going-concern valuation assumes the Plan continues to operate into the future, and the results are used to determine the level of contributions required to be made to the Plan until the next valuation is completed. On this basis, the Plan is estimated to be 105% funded as at December 31, 2023. This means that there is approximately 1 dollar and 5 cents of pension assets supporting every 1 dollar of pension benefits earned. The next full valuation must be completed no later than December 31, 2026.

Plan Assets & Obligations (\$ millions)



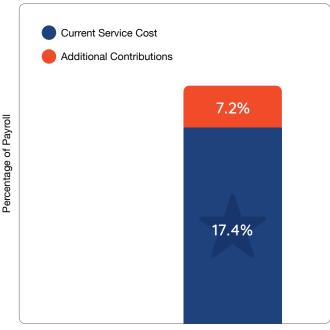
Plan Contribution Requirements

Contribution rates to the Plan are driven by the Plan's going-concern valuation results. The contribution rates must cover the current service cost of the Plan. Excess contributions above the current service cost are used to cover special payments required to fund the Plan's deficit (if applicable) or add additional margin to the funded position. As demonstrated by the chart to the right, total contributions to the Plan equal 24.6% of payroll. Contribution amounts are generally split equally between employees and employers.

The Plan's current service cost is the value of the benefits earned by active Members in the upcoming year. The current service cost for the Plan is estimated to be 17.4% of payroll.

As at December 31, 2023, the Plan has a surplus equal to approximately 5% of the value of benefits earned. The Plan had a surplus in 2022 of 3%; this 2022 surplus marked the first surplus position for the Plan since 2007. Extra contributions are being made, over and above the current service cost contributions, to conservatively grow this surplus over time. These extra contributions are currently estimated to equal 7.2% of payroll. Prudently growing the Plan's surplus over time is a goal of the Committee. This will help ensure the Plan remains sustainable well into the future and help control fluctuations in contribution rates over the long-term.

Total Contributions (as a % of payroll)



December 31, 2023

Solvency Valuation

In addition to a going-concern valuation (described above), provincial legislation requires that defined benefit pension plans periodically conduct what is known as a solvency valuation. A solvency valuation assumes the plan stops operating on a specific date and all benefits are settled via transfers out of the plan or annuity purchases. The assumptions used on this valuation basis are prescribed by government regulation.

Municipal pension plans are exempt by provincial regulation from funding any solvency deficits. This exemption reflects the long-term nature of these entities and the low risk of plan termination. As such, the HRM Pension Plan is not required to make contributions in respect of any solvency deficits. However, we are still required to periodically measure the Plan's funded position on this basis. As at December 31, 2023, the Plan's funded ratio on a solvency basis is estimated to be 92%.





Member Services

The Plan Member Services team is a dedicated resource committed to assisting our Members. In addition to providing Plan education sessions throughout the year, the team assists our Members with their HRM pension related transactions and queries. They complete 100% of Member related transactions in-house, which facilitates quick turnaround times and ensures that the highest levels of quality controls are in place.

We are pleased to report that, once again, our Members rated the services they received from the Pension Office as 'Excellent' during 2023.

The Pension Office has been rated excellent on their level of knowledge, courteousness and helpfulness since the surveys began in 2011.

The information on the next page highlights various additional statistics related to the Member Services team from 2023.





Team Highlights from 2023:

- Received approximately 2,553 Member calls
- Plan Member survey overall rating was
 4.32/5 or "Excellent"
- Enrolled approximately 898 new Plan Members
- Processed pension estimates for 140 Plan Members considering retirement and cost estimates for 45 Plan Members considering purchasing past service
- Prepared benefit entitlement packages for 278 retirements, 703 terminations and 171 deaths
- Completed 27 reciprocal transfers in/out and 7 past service purchases
- Presented 3 virtual general pension information sessions and 1 in-person session (more in-person sessions scheduled for 2024)
- Processed payments for 317 terminations, plus an additional 39 residual payments
- Our online HRM retirement calculator was accessed 4,408 times during 2023
- Members accessed their Annual Statements electronically via the online retirement tool 2,744 times

Engaging with our Members

The Pension Office is always looking for ways to improve the Member experience and ensure they have access to the resources they need. We have active Members as young as 18 and pensioners as old as 106. Communication cannot be "one size fits all" so we offer our Members many ways to connect. We are pleased that we increased our Member communication options in 2023, particularly for those interested in accessing their Plan information online. Read on to see the many ways Members can connect with us!

Pension Information Sessions

The Pension Office provides in-person and virtual education sessions for Members multiple times every year. These sessions provide Members with information related to the Plan's benefit structure.

More information about upcoming virtual and in-person information sessions can be found on the Plan's website (www.hrmpensionplan.ca), via HRM weekly bulletins and from the Plan employers.

Retiree Website

* NEW * Retirees can now update their address or banking information and access tax documents via the new retiree website hosted by our Plan custodian, Northern Trust. Retirees can register for this service on the Northern Trust website: www.bppcanada.ca/bpp/public.

For enrollment related questions retirees may contact Northern Trust's Benefit Payment Participant Service Center at 1-800-826-8653.

Plan Website

Our Plan website provides Members with information related to their pension benefit that many Members find helpful when they are making retirement-related decisions. Plan Members can reach our staff via the website by accessing the 'Contact Us' section and requesting a call back.

Online Member Portal

Active Members can register on the website for a Member portal where they can access personalized pension information, Annual Statements, and special tools to help them get retirement-ready. To create a Member portal, visit our Plan's website and go to the 'Employee Self Service Website' link.

Members can access the Plan's online retirement tool in their Member portal; this resource is designed to help Members gain a better understanding of the benefits they will receive from their HRM Pension during retirement. In addition, the tool can model retirement income that may be available to them from the Canada Pension Plan. Old Age Security and any other pension benefits or personal resources they have.



★ NEW ★ In 2023 we added the capability for Active Members to add, remove, or change their beneficiary designations using their online portal. We also increased cybersecurity for our Member portal users by implementing multifactor authentication.

Annual Statements

Each year, by the end of June, we are required to provide active Plan Members with an annual statement describing their current HRM Pension Plan entitlement.

Members who have provided us with consent to communicate electronically receive an email outlining how to access their Annual Statement online. Please continue to help us reduce paper waste and sign up for electronic communication – more information is provided below.

Electronic Communication

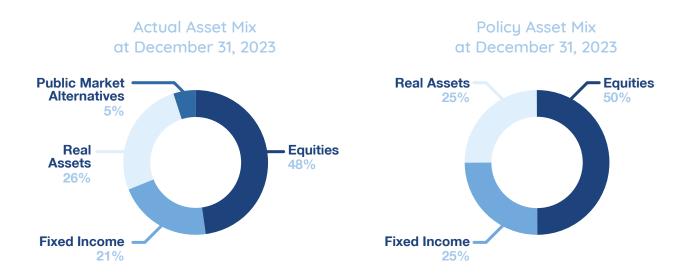
Electronic communication is the most efficient way for our office to provide Members with their HRM pension related information. By providing us consent to communicate electronically, Members can receive their Plan information in a timely manner and help us become more environmentally friendly. Members who haven't already done so can complete an Electronic Consent Form and return it to our office. This form is available on the Plan's website.



Portfolio

Asset Mix

The Plan has an investment strategy designed to fund its long-term pension liabilities with a moderate risk of contribution volatility. The Plan's Policy asset mix, including targets and acceptable ranges for each asset class. are defined in the Plan's Statement of Investment Policies and Procedures. Small deviations from the Plan's Policy asset mix are permitted to allow participation in attractive investment opportunities. The investment team monitors deviations and rebalances the portfolio towards the Policy mix as required. A summary of the Policy asset mix and the Plan's actual asset mix at December 31, 2023 are below.



Each of the broader asset classes contain a variety of more specific sub-asset classes. Within the 50% allocation to Equities, the Plan Policy is to invest 4% in Canadian Equities, 30% in Global Equities, 6% in Emerging Market Equities, and 10% in Private Equities. Within Fixed Income, the Plan Policy of 25% is allocated to Cash (2.5%), Canadian Government Bonds (7.5%), North American Credit (7%), Global Bonds (3%), and Private Debt (5%). Real Assets have a Policy asset mix split between Infrastructure (10%) and Real Estate (15%).

Changes to Investment Policy

The Plan's Policy asset mix was fine-tuned in 2023 to reflect the results of our asset-liability study. The investment team reviews and adjusts the Policy to reflect current economic circumstances. All changes are a result of evidence-based decision making, working with expert partners and robust systems and tools. For more details about our adjustments to the Plan's Policy asset mix and the asset-liability study, please see Our Highlights starting on page 4.



2023 Projects

Private Markets

11 new investments, total commitments of approximately \$201 million

Highlights:

- Infrastructure: One primary fund investment and two co-investments totaling \$66 million
- **Real Estate:** Two funds and one co-investment, totaling \$54 million
- Private Equity: One primary fund and two co-investments, totaling \$47 million
- **Private Credit:** One fund and one co-investment, totaling \$34 million

Public Markets

Focus on macro research and tactical asset allocation

lighlights:

- Reviewed allocation to Canadian Equity and terminated a quantitative mandate – reallocated 50% to a new Canadian equity manager and 50% to a passive Canadian equity fund
- Continuing active research in global credit market

To further support our focused investments in Private Markets, the investment team completed the on-boarding of eFront by BlackRock. This system provides granular, up-to-date information for all assets within our Private Market portfolio and allows us to see the underlying assets in our investments. This enables the investment team to perform comprehensive analysis on the portfolio as well as provide more robust reporting to the Pension Committee and our other stakeholders.



Governance

The HRM Pension Committee (the "Committee") is tasked with the overall governance of the Plan as well as ensuring that the Plan can deliver its promised benefit. As fiduciaries, it is the Committee's responsibility to act with the best interest of our Members in mind and to ensure that the Plan is administered within the requirements of provincial pension legislation, the Income Tax Act, and the Plan Text. In addition, the Committee often relies on guidelines from the Canadian Association of Pension Supervisory Authorities (CAPSA) when considering how to approach certain pension-related issues.

The Committee meets quarterly, and on an as-needed basis, to review the Plan's various policies and procedures. In addition, the Committee reviews the Plan's funded position and other metrics related to the Plan's investment portfolio and member services. There are also several subgroups of the Committee that meet periodically throughout the year to address specific topics. These include the Audit Sub-Committee and the Training & Education Sub-Committee.

The Committee is always looking for ways to strengthen the Plan's governance processes. To this end, during 2023 the Committee completed a revised Funding Policy and finalized our approach to benchmarking private market assets.

The Committee consists of 12 voting members. 5 of the voting members are union representatives and another 5 are appointed by HRM management. A retired member and a representative from the Non-Union Municipal Employees Association (NUMEA) make up the remainder of the voting members of the Committee.

The five employee unions represented on the Committee with voting members include:

- International Association of Firefighters, Local 268 (IAFF) www.hpff.ca
- Canadian Union of Public Employees, Local 108 (CUPE) https://108.cupe.ca/
- Nova Scotia Government and General Employees Union (NSGEU) www.nsgeu.ca
- Halifax Regional Police Association (HRPA) www.halifax.ca/fire-police/police

 Amalgamated Transit Union, Local 508 (ATU) www.atu508.ca



As at June 1, 2024

Halifax Regional Municipality Pension Committee (Joint representation consisting of 12 voting members)

5 Management

Jerry Blackwood **Rob Ritchie** Vicki Robertson **John Traves Britt Wilson**

5 Union

Jonathan Beer

Halifax Regional Police Association (HRPA)

Ray MacKenzie

Amalgamated Transit Union (ATU), Local 508

Melanie Parker

Nova Scotia Government and General Employees Union (NSGEU)

Mark Voisin

Canadian Union of Public Employees (CUPE), Local 108

Dan White

International Association of Fire Fighters (IAFF), Local 268

1 Non-Union

Greg MacKay

Non-Union Municipal Employees Association (NUMEA)

1 Retired Member

Mark Hartlen

Co-Chairs: 1 union representative and

1 management representative John Traves Management **Dan White** Union

Each voting member may have two alternates; an alternate can vote in the absence of the voting member. There are 10 non-voting Participating Employer representatives.

Participating Employer Representatives:

Louis Brill

Zatzman Sportsplex

Mike Cogdon

Halifax Forum Community Association

Chelsy Flemming

QUEST

Jen Heddon

Cole Harbour Place

Cathy Maddigan

Halifax Public Libraries

Angela Martell

Halifax Regional Centre for Education

Louis de Montbrun

Halifax Water

Stuart Poteri

Centennial Arena

Robert Rines

Lake District Recreation Association

Steve Vincent

Ocean View Continuing Care Centre





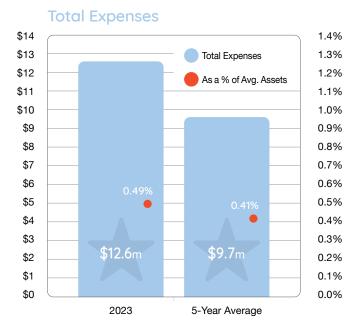
Operations

The Pension Office is always looking for ways to be cost conscious when delivering on the Plan's pension promise to its Members. To help us monitor this, we benchmark ourselves against a number of other Canadian pension plans that publish their pension administration costs. Consistent with prior years, the Pension Office is once again a lower cost provider of pension administration services compared to its peers. In 2023, our annual cost of administration per Plan Member was \$137. This compares to an average cost of \$217 per Member for our benchmark group.

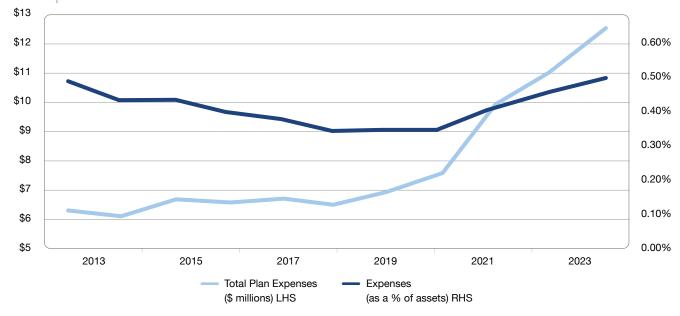
The dollar amount of total expenses (administrative, governance and investment-related) paid from the Plan during 2023 was \$12.6 million, which equates to 0.49% of average Plan assets during the year. As demonstrated by the chart below, the dollar amount of total Plan expenses can fluctuate from year to year depending on the number and type of projects we undertake. The increase in expenses in 2023 is mainly due to an increase in public investment management and performance fees. Our equities were up almost 13% on the year as previously discussed in the investment performance section.

★ NEW ★

The Pension Office completed a formal benchmarking review for both investment and operating expenses.



Plan Expenses



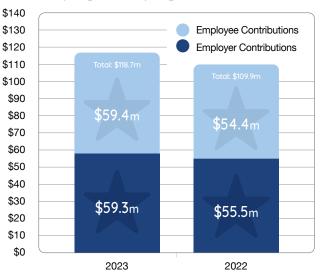


Fiscal 2023 Expenses	\$ millions	%
Investments	\$10.1	80%
Pension Administration	\$2.0	16%
Governance	\$0.5	4%
Total Expenses	\$12.6	100%

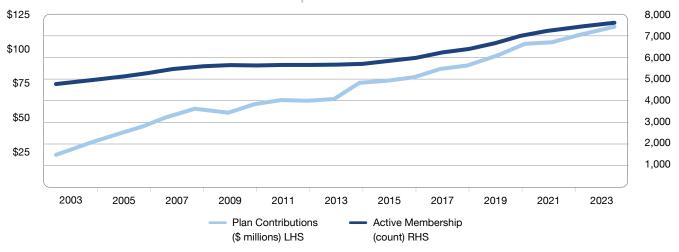
Plan Members and participating employer groups both contribute to the Plan in approximately equal amounts. Employees and employers each contribute 12.21% of payroll for most Non-Public Safety Occupation positions and 12.56% for most Public Safety Occupation positions.

Contributions are used to fund future benefit payments and generate investment income for the Plan. In 2023 total Plan contributions equaled \$118.7 million, an \$8.8 million increase compared to 2022. As our active member base continues to grow and assuming contribution rates remain stable, annual contributions to the Plan will continue to increase as well.

Employer/Employee Contributions

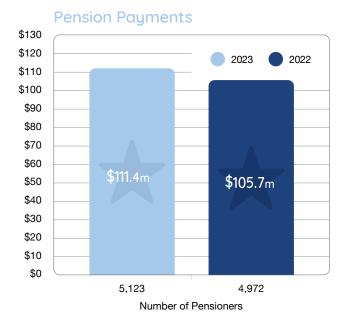


Plan Contributions vs. Active Membership

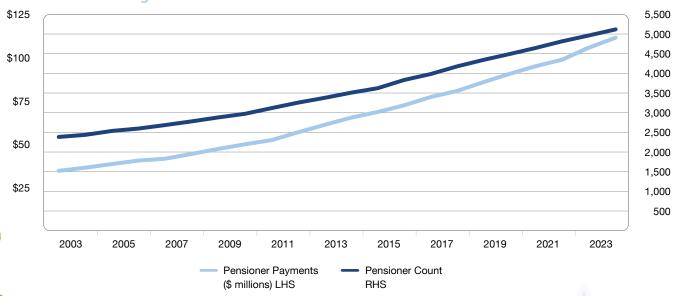




During 2023, our Plan distributed approximately \$111.4 million in pension payments to our retired Members and their beneficiaries. This represents an increase of \$5.7 million compared to 2022 and is consistent with the Plan's growth in recent years. We expect that this trend will persist as our pensioner population is expected to continue to grow in the coming years.



Annual Pension Payments vs. Pensioner Count



Current and former Pension Committee members celebrate 25 years of the HRM Pension Plan!





Contact Us

The Pension Office is always looking for ways to engage with our Members and ensure they are well informed about their HRM Pension Plan entitlement. We would encourage you to contact our office if you have any questions about your HRM pension benefit.

Contact us by Phone or Fax:

Phone: (902) 490-6213 Toll Free: 1 (888) 490-6213 Fax: (902) 490-5597

Email us:

E-mail: HRMPension@halifax.ca

If a virtual or telephone appointment is not convenient for you, please book an appointment to visit us in person:

1809 Barrington Street Suite 1108, CIBC Building Halifax, Nova Scotia B3J 3K8

Regular Office Hours: Monday - Friday I 8:30 am - 4:30 pm

For more information about our Plan and additional retirement resources, we would encourage you to visit the Plan's website (www.hrmpensionplan.ca).

Allow us to Communicate with you Electronically:

Electronic communication is the most effective way for our office to provide you with all your HRM pension related information. By providing us with your consent to communicate with you electronically you'll receive your Plan information in a timely manner, reduce paper waste and the financial cost associated with paper correspondence. If you haven't already done so, complete an Electronic Consent Form and return it to our office via email or regular post. This form is available on the Plan's website in the 'Forms' section located at the bottom of the homepage.









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