



# BLOOM FUNDS

MANAGED BY BLOOM INVESTMENT COUNSEL, INC.

## BLOOM SELECT INCOME FUND

## 2023 ANNUAL REPORT

BLB.UN

### FORWARD-LOOKING STATEMENTS

*Some of the statements contained herein including, without limitation, financial and business prospects and financial outlook may be forward-looking statements which reflect management's expectations regarding future plans and intentions, growth, results of operations, performance and business prospects and opportunities. Words such as "may," "will," "should," "could," "anticipate," "believe," "expect," "intend," "plan," "potential," "continue" and similar expressions have been used to identify these forward-looking statements. These statements reflect management's current beliefs and are based on information currently available to management. Forward-looking statements involve significant risks and uncertainties. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements including, but not limited to, changes in general economic and market conditions and other risk factors. Although the forward-looking statements contained herein are based on what management believes to be reasonable assumptions, we cannot assure that actual results will be consistent with these forward-looking statements. Investors should not place undue reliance on forward-looking statements. These forward-looking statements are made as of the date hereof, unless otherwise indicated, and we assume no obligation to update or revise them to reflect new events or circumstances.*

### MANAGEMENT REPORT OF FUND PERFORMANCE

This annual management report of fund performance for Bloom Select Income Fund (the "Fund") contains financial information but does not contain the audited annual financial statements of the Fund. The audited annual financial statements follow this report. You may obtain a copy of any of the Fund's annual or interim reports, at no cost, by calling 1-855-BLOOM18 (1-877-256-6618) or by sending a request to Unitholder Information, Bloom Investment Counsel, Inc., Suite 1710, Yonge Eglinton Centre, 2300 Yonge Street, Toronto, Ontario, M4P 1E4, or by visiting our website at [www.bloomfunds.ca](http://www.bloomfunds.ca) or SEDAR at [www.sedar.com](http://www.sedar.com). Unitholders may also contact us using one of these methods to request a copy of the Fund's proxy voting policies and procedures, proxy voting disclosure record, Independent Review Committee's report, or quarterly portfolio disclosure.

*In accordance with investment fund industry practice, all figures presented in this management report of fund performance, unless otherwise noted, are based on the Fund's calculation of its net asset value, which is in accordance with the terms of the Fund's declaration of trust and annual information form, and is based on closing market prices of investments. Figures presented in the financial statements and in the Financial Highlights section of this management report of fund performance are based on net assets calculated using International Financial Reporting Standards which require the use of a price between the last bid and ask prices for investment valuation, which may differ from the closing market price.*

### MANAGEMENT DISCUSSION OF FUND PERFORMANCE

#### THE FUND

Bloom Select Income Fund is a closed-end investment trust managed by Bloom Investment Counsel, Inc. (“Bloom” or the “Manager”). Bloom provides administrative services to the Fund and actively manages the Fund’s portfolio. The units of the Fund trade on the Toronto Stock Exchange (“TSX”) under the symbol BLB.UN. The units of the Fund are RRSP, DPSP, RRIF, RESP, RDSP and TFSA eligible. This Fund has a distribution reinvestment plan (“DRIP”) allowing unitholders to automatically reinvest their monthly distributions in additional units of the Fund.

#### INVESTMENT OBJECTIVES AND STRATEGIES

The Fund’s investment objectives are to provide unitholders with an investment in an actively managed portfolio comprised primarily of Canadian dividend paying equities (common shares, real estate investment trusts (REITs) and income trusts) that exhibit low volatility at the time of investment, monthly cash distributions that have a large component of Canadian eligible dividends, and the opportunity for capital appreciation.

#### RECENT DEVELOPMENTS

##### **Inflation, Interest Rates and Recession Concerns**

Canadian investment markets continue to display concerns about the possibility of a recession. At present, it appears that the Bank of Canada’s policy of maintaining administered interest rates at current levels is proving to help limit inflation. Interest rates are not expected to be lowered until at least the middle of the year. The expectation is for a mild recession, if any. Should interest rates be maintained at current levels for longer than anticipated due to more stubborn inflation, the Fund’s focus on low volatility, dividend paying Canadian equities places it in a position to respond to an inflationary environment, given that dividends often keep pace with inflation and many dividend paying companies are able to raise prices to respond to increasing costs. These matters are further discussed in the Investment Manager’s Report below.

##### **International Conflicts and Tensions**

Both the Russian invasion of Ukraine in February 2022 and the more recent tensions in the Middle East may continue to contribute to an increase in short-term market volatility, in addition to possible increases in the costs of goods, commodities and the price of oil. It is uncertain how long these conflicts and tensions will continue and whether they will escalate further. The Manager is actively monitoring the situation.

#### INVESTMENT MANAGER



The manager was established in 1985 and specializes in the management of segregated investment portfolios for wealthy individuals, foundations, corporations, institutions and trusts. In addition to its conventional investment management business, the Manager currently manages specialty high-income equity portfolios comprised of dividend paying common equity securities, income trusts and REITs for three TSX listed closed end funds.

#### INVESTMENT MANAGER’S REPORT

##### **JANUARY 2, 2024**

##### **Fund Performance**

Keeping in mind that the Fund is mandated as a low beta Fund, for the year, the Fund performed in line with the S&P/TSX Composite High Dividend Index. For the year, positions in Parkland Corporation, Noranda Income Fund and

Manulife Financial Corporation were the greatest contributors to performance. The strongest performing sectors for the Fund were Financials, Energy and Materials.

The most recent measure of Active Share for Bloom Select Income Fund was a very high 81.1%. Active Share is a measure of the percentage of stock holdings in a manager's portfolio that differs from the benchmark index. Bloom believes this high Active Share gives the Fund a greater ability to take advantage of upside opportunities or protect against downside risk very distinctly in comparison to the great number of less active managers with performance that closely follows the benchmark.

### **Canadian Economy**

It came as no surprise that the Bank of Canada (BoC) held interest rates flat at 5% during the fourth quarter of 2023. The Canadian economy is now at a point where it needs to prove that it can successfully ward off the impact of past rate hikes and other economic setbacks to successfully result in a soft landing. While inflation remains sticky it appears that the only drivers which would cause the BoC to return to hiking interest rates would be a tremendous rebound in the economy, a dramatically weaker Canadian dollar or a further increase in inflation. With the current economic backdrop, rate cuts are a more likely scenario in the second half of 2024.

November's Canadian Consumer Price Index (CPI) data somewhat disappointingly remained in the 3% range, highlighting that the inflation fight is not over yet. However, the underlying trend is lower and despite an (expected) higher result in December, it appears that the BoC's 3.3% expectation for the average inflation rate in the fourth quarter may be correct. Price increases were seen in 7 of the 8 categories surveyed with recreation, shelter and alcohol/tobacco leading the way. More moderate results were seen in food, transportation, and health/personal care. Regionally, Quebec, Ontario, and British Columbia all experienced annual inflation rates higher than the national average with below average inflation in Alberta. Despite this slight disappointment, it must be noted that inflation is a lagging indicator and while it highlights past economic conditions the overall trend is slowing which is a positive sign for rate cuts this year.

There is no doubt that the Canadian economy is struggling with Q3 GDP falling at a 1.1% annual rate, clearly missing expectations for a 0.1% increase. On the positive side, Q2 GDP was revised significantly upward from -0.2% to 1.4% thereby avoiding at least one definition of a recession (two consecutive quarters of declining GDP). However, growth has slowed year-over-year to 0.5%, the weakest level, excluding the pandemic period, since 2015. The biggest decline was seen in business investment with both construction and machinery and equipment declining. Consumer spending was essentially flat and government spending and residential construction both surprised on the upside. Expectations are for 0.5% GDP growth in 2024.

With a slowdown in real GDP growth combined with a strong 3% increase in population growth, real GDP per capita was a weak 2.5%, levels usually witnessed during recessionary periods. Likewise, per-capita disposable income after inflation continues to decline and is now in-line with pre-COVID levels. On the positive side, at 3.1%, Canadian household credit growth has continued to ease, reporting the lowest rate on record since 1991. This is a far cry from the cycle peak of 8.6% in May 2022. Similarly, residential mortgage growth has declined to 3.5% year-over-year, significantly lower than the double-digit figures experienced in early 2022, and consumer loan growth has halved from a 4.4% level in 2022 to the current 2.2% level.

On the employment front not much changed with November's statistics. There was a decent increase (25,000) in Canadian employment; however, the unemployment rate continues to rise reaching 5.8%, up 0.8% since April. The current restrictive monetary environment and surging immigration make it challenging for the economy to keep pace with population growth. Weak domestic demand has resulted in an increase in job lay-offs. With a lag in the impact of monetary policy on the employment rate it is expected that unemployment will get worse before we see improvement. This slackening on the supply side is expected to negatively impact wage growth, but on the other hand it is expected to temper inflation.

Canadian retail sales rose 0.7% in October, slightly below the flash estimate of 0.8% but marking a second consecutive monthly increase. While this may not sound so impressive, it is remarkable how well the Canadian consumer has fared during a period of immense economic headwinds. However, estimates for November are for flat nominal sales. October's results were largely driven by clothing and accessories (+2.4%) and general merchandise (+2.0%) with autos increasing 1.2%. It is likely that vehicle sales growth will continue to slow given the impact of higher-rate financing and the continued rise in inventories. It is expected that this slowing momentum will continue, resulting in flat real consumer spending in 2024. An impressive nine out of ten provinces posted gains in the month with Alberta being the exception. It is interesting to highlight that a significant gap between Canadian and U.S. retail sales remains with U.S. nominal sales increasing more than 30% from pre-pandemic levels compared to a roughly 20% increase in Canada.

Mortgage rates appear to have peaked with Canadian housing affordability at the worst level since the 1980s, which is expected to put pressure on housing prices. In October, housing starts rose slightly demonstrating resilience in a challenging market but for 2023 are still expected to show a decline from each of the past two years. Canadian existing home sales, on the other hand, are now at the low end of the pre-pandemic range with demand weakened by high financing rates.

### **Canadian Investment Markets**

The investing community was not surprised by the BoC's decision to hold rates at the end of the year. The markets appear priced for a rate cut sooner rather than later; however, the BoC is not quite as bullish and is waiting to see more fulsome data before committing to any easing in its monetary policy. One must not forget that this economic cycle is different from any over the past 40 years as the level of inflation from the start was much higher and the economy, thus far, has been surprisingly resilient to interest rate hikes. The stock market underestimated the speed at which interest rates would climb and is possibly overestimating the pace at which they will decline. Assuming the economy cooperates with the most recent tightening policies, we expect a more dovish tone from the BoC at its January meeting with interest rates remaining flat until the middle of 2024 after which time we expect to see the start of a slow easing in Canada's monetary policy.

Canada is expected to trail other global economies due to heavily indebted consumers who continue to digest this past year's rate hikes. Household consumption will have to slow but there remains some cushion available to households due to an increase in home values partially offsetting the impact of a 45% increase in mortgage rates, providing some financial flexibility. This, coupled with the uncertainty of a possible Canadian election, could result in a bumpier ride in the Canadian stock market than its U.S. counterpart.

2023 was a challenging year for Canadian investors with the market experiencing few of the tailwinds that helped other markets despite it generating a mid-single digit return for the year. The traditional outperforming sectors in the S&P/TSX Composite Index, including Financials, lagged in 2023 and the market demonstrated minimal breadth with gains generated from Information Technology, a relatively small sector of the market. The S&P/TSX Composite Index trades at roughly a 30% discount to its U.S. peers with the Canadian market trading in the 13x Price/Earnings range compared to the U.S. market which is in the 19x Price/Earnings range. This is one of the widest discounts in 30-40 years. The Magnificent Seven (Apple, Alphabet, Amazon, Meta Platforms, Microsoft, Nvidia and Tesla) continue to dominate the U.S. market at around 30% of the S&P 500 Index, making it increasingly difficult for the Canadian market to close the relative valuation gap. Going forward, we believe the Canadian markets will widen in breadth with several sectors benefitting from an expected decline in interest rates.

As we have continuously highlighted, the speed at which the stock market adjusts to news flow continues to surprise investors with 2023 being no exception. This was further highlighted earlier in the year with the market's reaction to the U.S. regional banking crisis. On the other hand, one can argue that the combined impact from high inflation and interest rates had less of an impact on the stock market than most investors would have expected.

The S&P/TSX Composite Index increased 7.3% in the quarter with the S&P/TSX Composite High Dividend Index increasing 5.9%. For the year, the S&P/TSX Composite Index increased 8.1% with the S&P/TSX Composite High

Dividend Index increasing 1.3%. With a higher proportion of resource and interest rate sensitive stocks and a lack of mega cap growth stocks, the Canadian market lagged the U.S. market throughout 2023.

The top performing sectors in the quarter were: Information Technology +24.0%, Financials +12.8% and Real Estate +10.7%. The Information Technology sector was predominantly impacted by a rebound in Shopify's stock price after falling sharply in 2022. As the market started to focus on the prospect for rate cuts in 2024, interest rate sensitive sectors such as the Financials and Real Estate started to show gains in the latter half of the quarter. The three worst performing sectors in the quarter were Energy, Materials and Health Care.

In the fourth quarter, after a long period of negative returns, the Canadian bond market performed impressively. This followed the U.S. Fed and the BoC providing the appearance of a policy pivot on the direction of interest rates at the start of that quarter. While administered rates will not fall for several months, the market prices of bonds reacted quite violently to the perceived pivot. Long-term (30-year) Government of Canada Bonds appreciated in value by 19.1%, mid-term (10-year) bonds by 9.0% and short-term (5-year) bonds by 5.8%. These extremely strong returns wiped out the losses of the prior nine months, so that returns over the last twelve months were quite positive. Respectively these were 9.0%, 5.1% and 4.2%, but still below the 2023 return of the S&P/TSX index. 90-Day Treasury Bills returned 1.3% for the last quarter and 4.7% for the last year.

During the last quarter the Loonie appreciated in value by 2.2% to \$1.3226 against its U.S. counterpart. In 2023, our currency appreciated by 2.3%. Over those twelve months there was a reasonable amount of volatility influenced by the price of oil, interest rates and the ongoing lack of Canadian competitiveness compared to the U.S. with the Loonie seeing a high of \$1.3111 and a low of \$1.3881.

### **Outlook**

This past year was a challenging year for Canadian dividend paying equities with increased competition from rising interest rates and bond yields. Now, with a more favourable fundamental backdrop, this sector of the market has several catalysts. The key catalyst is the reversal of fund flows that had previously chased high yielding money market funds and short-term deposits such as Treasury bills and GICs. In particular, lower interest rates and a normalization of the yield curve are key drivers for this change. Not only do we expect dividend-paying equities to be the beneficiary of lower interest rates, but we also expect them to remain less volatile than the remainder of the market as has been the case over many decades.

Valuations for Canadian equities are much more compressed than their U.S. counterparts and, accordingly, yields on Canadian dividend-paying equities remain very attractive. This is particularly apparent in interest rate sensitive sectors such as Telecommunications and Utilities whose stock prices have been overly punished by the economic backdrop.

2023 proved to be a volatile and somewhat complicated market for investors. The year saw a continuation of the struggle between interest rate hikes and inflation, but to many investors' surprise companies' earnings generally demonstrated more resiliency than expected. As we start 2024, inflation appears to be coming under control and administered interest rates should be at their peak. The expectation is for a soft landing and a reduction in rates over the next couple of years, which should be positive for the equity market and in particular dividend-paying equities. However, with current macroeconomic events and the uncertainty of the timing of rate cuts, 2024 could prove to be more challenging than many investors expect. We remain focused on quality dividend-paying stocks which have, as previously noted, proved over many decades to be less volatile than, and to outperform, non-dividend paying stocks. As always, we remain patient and prudent in our approach to investing and look forward to another rewarding year.

### RISK

Risks associated with an investment in units of the Fund are discussed in the Fund's annual information form, which is available on the Fund's website at [www.bloomfunds.ca](http://www.bloomfunds.ca) or on SEDAR at [www.sedar.com](http://www.sedar.com). Changes to the Fund which have affected certain of these risks are discussed below.

### Current Cash Yield and Targeted Distributions

Based on current projections, the average total return required in order for the Fund to achieve its targeted monthly distributions to Unitholders is approximately 9.5%. The weighted average current cash yield on the Fund's equity portfolio was 4.9% as at December 31, 2023, and thus the Fund is required to generate more than expected in additional returns (for instance, capital gains) and/or to return capital in order for the Fund to achieve its targeted monthly distributions to Unitholders.

### RELATED PARTY TRANSACTIONS

Related party transactions consist of administrative and investment management services provided by the Manager pursuant to the Fund's Declaration of Trust, and Fund expenses paid by the Manager and recharged to the Fund.

### Administration and Investment Management Fees

Pursuant to the Fund's declaration of trust, the Manager provides investment management and administrative services to the Fund, for which it is paid an annual management fee.

The management fee is intended to compensate the Manager for providing portfolio advisory and certain administrative services to the Fund. During the year ended December 31, 2023, management fees amounted to \$139,998.

Services received by the Fund in consideration of the management fee, as an approximate percentage of the management fee, comprise portfolio advisory services (70%) and administrative services (30%). Administrative services include: appointment and monitoring of service providers; administration related to the payment of fund expenses and the deposit of fund receipts; administrative services provided to the Independent Review Committee ("IRC"); review and filing of tax returns; preparation, dissemination and filing of annual and interim reports; maintenance of proxy voting records and the voting of proxies; preparation of quarterly portfolio summaries; regulatory reporting; and maintenance of the information on the Fund's website.

### Other expenses recharged to the Fund

On an ongoing basis the Manager pays on behalf of the Fund, and subsequently recharges to the Fund, certain expenses of the Fund. For the year ended December 31, 2023 the Fund expensed IRC fees of \$38,986, unitholder information costs of \$7,595, filing fees of \$398, wire service fees of \$610, legal fees of \$879 and premiums for insurance coverage for members of the IRC of \$2,408, which were paid and recharged by the Manager.

The Fund pays for all other ordinary expenses incurred in connection with the operation and administration of the Fund, including: all costs of portfolio transactions, fees payable to third party services providers, custodial fees, legal, accounting, audit and valuation fees and expenses, expenses of the members of the IRC, expenses related to compliance with National Instrument ("NI") 81-107, fees and expenses relating to the voting of proxies by a third party, costs of reporting to unitholders, registrar, transfer and distribution agency costs, printing and mailing costs, listing fees and expenses and other administrative expenses and costs incurred in connection with the continuous public filing requirements, taxes, brokerage commissions, costs and expenses relating to the issue of units of the Fund, costs and expenses of preparing financial and other reports, costs and expenses arising as a result of complying with all applicable laws, regulations and policies, extraordinary expenses that the Fund may incur and all amounts paid on account of indebtedness.

### RESULTS OF OPERATIONS

#### Distributions

During the year ended December 31, 2023 distributions totaled \$0.50 per unit. The 2023 distribution reflects a monthly rate per unit of \$0.041666, in accordance with the targeted distribution rate of 5% per annum on the subscription price of \$10 per unit as disclosed in the Fund's Prospectus. Since inception on April 20, 2012 the Fund has paid total cash and reinvested distributions of \$5.848606 per unit.

#### Increase in Net Assets from Operations

The Fund's net investment income was \$0.4 million (\$0.34 per unit) for the year ended December 31, 2023, arising from average portfolio investments during the year of \$9.2 million. The income was comprised primarily of \$0.4 million dividend and distribution income and a \$0.7 million net increase in unrealized appreciation on investments, offset by \$0.8 million in net realized losses on sales of investments during the year.

Expenses were \$0.3 million (\$0.28 per unit) for the year, the major components being management fees of \$139,998 and other administrative expenses of \$86,923.

#### Net Asset Value

The net asset value per unit of the Fund was \$7.98 at December 31, 2023, down by 4.7% from \$8.37 at December 31, 2022. The aggregate net asset value of the Fund decreased to \$9.4 million as at December 31, 2023 from \$10.5 million at December 31, 2022, primarily due to the redemption of units of \$0.7 million, cash distributions to unitholders of \$0.6 million (net of reinvested distributions) and expenses of \$0.3 million, offset by the net investment income of \$0.4 million

#### Liquidity

To provide liquidity for unitholders, units of the Fund are listed on the TSX under the symbol BLB.UN.

#### Investment Portfolio

The Fund has established a portfolio comprised primarily of Canadian common equities, income trusts and REITs, each of which was selected to achieve the investment objectives of the Fund. The investment objectives of the Fund include the requirement that the Fund only invests in stocks with a beta (measurement of volatility) of less than 1.0 at the time of purchase, which affects the selection of investments.

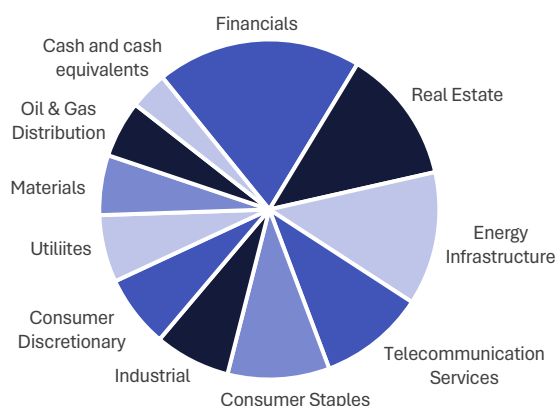
On a sector basis, the Fund's cash and cash equivalents holdings have decreased from 10.2% to 3.6% of the portfolio (equities plus cash and cash equivalents) over the year ended December 31, 2023 due to the use of cash to buy attractively priced investments, increasing its holdings in Empire Company Limited Class 'A' and Barrick Gold Corp., as well as for the Fund's annual redemption. The Fund's investment in the Financials sector increased from 16.3% to 19.5% of the portfolio due mainly to the outperformance of the share price of Manulife Financial Corporation. The Consumer Staples sector increased from 7.4% to 9.7% of the portfolio, due primarily to the purchase of additional shares in Empire Company Limited Class 'A'. The Oil & Gas Distribution sector increased from 3.3% to 5.4% of the portfolio, due mainly to the outperformance of the share price of Parkland Corporation.

The Fund had unrealized appreciation of \$1.0 million in its portfolio as at December 31, 2023, with unrealized gains in the Financial Services, Consumer Staples, Utilities, Real Estate and Oil & Gas Distribution sectors net of unrealized losses in the Materials sector. Of note, the Materials sector had lower unrealized losses as at December 31, 2023 due to the sale of Noranda Income Fund Class 'A' during the year.

The Fund had net realized losses on sales of investments of \$0.8 million during the year ended December 31, 2023, primarily from the disposition of the Fund's holdings in Noranda Income Fund Class 'A' and Cineplex Inc. offset by a gain on the sale of part of the Fund's position in Premium Brands Holdings Corporation.

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### Portfolio Sectors



Sector	Value (thousands)	% of Total
Financials	\$ 1,843	19.5%
Real Estate	1,202	12.8%
Energy Infrastructure	1,197	12.7%
Telecommunication Services	950	10.1%
Consumer Staples	918	9.7%
Industrials	683	7.2%
Consumer Discretionary	646	6.9%
Utilities	607	6.4%
Materials	538	5.7%
Oil & Gas Distribution	508	5.4%
Cash and cash equivalents	337	3.6%
<b>Total</b>	<b>\$ 9,429</b>	<b>100.0%</b>

### INDEPENDENT REVIEW COMMITTEE

Prior to the Fund's launch, the IRC for the Fund was established pursuant to NI 81-107 and became operational. The IRC provides independent oversight regarding actual and perceived conflicts of interest involving the Fund and performs all other functions required of an independent review committee under NI 81-107. Costs and expenses, including the remuneration of IRC members, the costs of legal and other advisors to, and legal and other services for, IRC members, and insurance costs, are chargeable to the Fund. As at December 31, 2023 the IRC consisted of three members, all of whom are independent of the Manager.

The Manager has received three standing instructions from the IRC with respect to related party transactions:

#### Allocation of Fund Expenses and Charging Expenses of Related Entities to the Funds

The standing instruction requires that the Manager follow its policy regarding the charging of expenses of related parties to the Fund, which will, in the IRC's opinion, result in a fair and reasonable result for the Fund. The Manager reports any instances of reliance on the standing instruction to the IRC and the IRC reviews the transactions to confirm compliance with the standing instruction. The Manager relies on the standing instruction on an ongoing basis in charging to the Fund expenses which are payable by the Fund as per the Fund's declaration of trust and annual information form, but which have been paid by the Manager. These expense charges are measured on an accrual basis at the monetary value of the expenses incurred.

#### The Decision to Re-open a Fund

The standing instruction requires that the Manager follow its policy and procedures concerning fund re-openings, which will, in the IRC's opinion, result in a fair and reasonable result for the Fund. The Manager will report any instances of reliance on the standing instruction to the IRC, but has not yet relied on this standing instruction.

#### Redemption of Units Held or Controlled by Access Persons

The standing instruction requires that the Manager follow its policy and procedures concerning the redemption of units held or controlled by Access Persons of the Manager, which will, in the IRC's opinion, result in a fair and reasonable result for the Fund. Access Persons include employees, their spouses, life partners, and family members (including minor and adult children) sharing a home with an employee, as well as any others for whose accounts the employee can exercise control. The Manager will report any instances of reliance on the standing instruction to the IRC, but has not yet relied on this standing instruction.



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### 2023 TAX INFORMATION

The following information is applicable to unitholders who, for the purpose of the Income Tax Act (Canada), are resident in Canada and hold shares as capital property outside of an RRSP, DPSP, RRIF, RESP or TFSA. Unitholders should receive a T3 slip from their investment dealer providing this information. T3 slips for holdings of the Fund will indicate Other Income (Investment Income and Non-Investment Income) in Box 26, Foreign Non-Business Income in Box 25, Capital Gains in Box 21 and Eligible Dividend Income in Box 49. Dividend income is subject to the standard gross-up and federal dividend tax credit rules. Return of Capital is a non-taxable amount that reduces the adjusted cost base of Fund units and is reported on the T3 slips in Box 42.

The following table outlines the breakdown of the Fund's distributions declared in 2023 on a per unit basis.

Record Date	Payment Date	Eligible Dividend Income	Return of Capital	Total Distribution
Jan. 31, 2023	Feb. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Feb. 28, 2023	Mar. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Mar. 31, 2023	Apr. 17, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Apr. 28, 2023	May 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
May 31, 2023	Jun. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Jun. 30, 2023	Jul. 17, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Jul. 31, 2023	Aug. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Aug. 31, 2023	Sep. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Sep. 29, 2023	Oct. 16, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Oct. 31, 2023	Nov. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Nov. 30, 2023	Dec. 15, 2023	\$ 0.001674	\$ 0.039992	\$ 0.041666
Dec. 29, 2023	Jan. 15, 2024	\$ 0.001675	\$ 0.039999	\$ 0.041674
<b>Total</b>		<b>\$ 0.020089</b>	<b>\$ 0.479911</b>	<b>\$ 0.500000</b>

*This information is of a general nature only and does not constitute legal or tax advice to any particular investor. Accordingly, investors are advised to consult their own tax advisors with respect to their individual circumstances.*

## PAST PERFORMANCE

The following chart and table show the past performance of the Fund. Past performance does not necessarily indicate how the Fund will perform in the future. The information shown is based on net asset value per unit and assumes that distributions made by the Fund in the period were reinvested at net asset value per unit in additional units of the Fund.

All past performance for periods prior to the Fund’s merger with Bloom Income & Growth Canadian Fund on October 23, 2015 are for the Fund only.

### Annual Compound Returns

The following table shows the Fund’s annual compound return for the one, three, five and ten year periods ended December 31, 2023 and the period since inception, compared with the S&P/TSX Composite Index (“Comp Index”), S&P/TSX Composite Total Return Index (“Comp TR Index”), the S&P/TSX Composite High Dividend Index (“HD Index”) and the S&P/TSX Composite High Dividend Total Return Index (“HD TR Index”) (together, the “Indices”). The Comp Index tracks the performance, on a market weight basis and a total return basis, of a broad index of large-capitalization issuers listed on the TSX, including common stocks, REITs and income trust units, and is an appropriate benchmark as the Fund invests in such common stocks, REITs and income trusts. The HD Index is a more narrowly-based strategy index consisting of 75 stocks selected from the Comp Index focusing on divided income, and is included as it reflects the Fund’s strategy of investing in dividend paying stocks.

Since the Fund is actively managed, the sector weightings differ from those of the Indices. The Fund’s portfolio contains predominantly high dividend paying securities, whereas the Indices do not necessarily focus on this type of investment. Also, the investment objectives of the Fund dictate that the Fund invest only in stocks displaying a low volatility at the time of purchase, and therefore the Fund is unable to purchase a significant number of stocks included in the Indices. As well, the Fund may invest in issuers that are not included in the Indices. Further, the Indices are calculated without the deduction of management fees and fund expenses, whereas the performance of the Fund is calculated after deducting such fees and expenses. For these reasons it is not expected that the Fund’s performance will mirror those of the Indices.

	<b>One year</b>	<b>Three years</b>	<b>Five years</b>	<b>Ten years</b>	<b>Since inception <sup>(1)</sup></b>
<b>Bloom Select Income Fund (net of fees and expenses)</b>	1.4%	1.4%	4.3%	3.2%	4.0%
<b>S&amp;P/TSX Composite High Dividend Index</b>	1.3%	8.2%	5.8%	1.4%	2.0%
<b>S&amp;P/TSX Composite High Dividend Total Return Index</b>	7.0%	13.6%	11.3%	6.6%	7.9%
<b>S&amp;P/TSX Composite Index</b>	8.1%	6.3%	7.9%	4.4%	4.8%
<b>S&amp;P/TSX Composite Total Return Index</b>	11.8%	9.6%	11.3%	7.6%	8.0%

<sup>(1)</sup> Period from April 20, 2012 (commencement of operations) to December 31, 2023

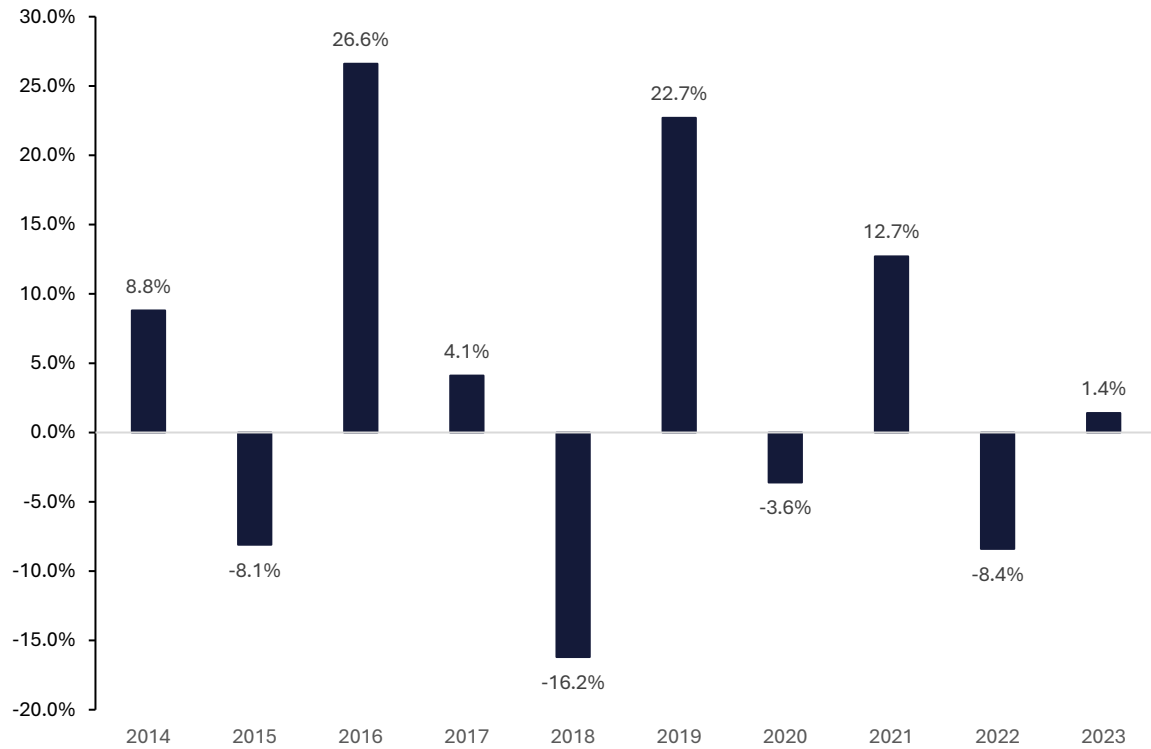
The Fund outperformed the HD Index for the one- and ten-year periods ended December 31, 2023 in addition to the period since inception. It should be noted that the Fund’s performance in all periods is reduced by the deduction of management fees and expenses. As well, there are differences between the Fund’s portfolio and the Indices in individual portfolio selections within each of the sectors and in average sector weightings both of which result in different average sector and portfolio returns in all periods.

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

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### Year-by-Year Returns

The bar chart shows the Fund's performance for the last ten fiscal years. It shows, in percentage terms, how an investment held on the first day of the fiscal year would have changed the last day of the fiscal year.



## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### FINANCIAL HIGHLIGHTS

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the fiscal periods indicated. *The information in the following tables is presented in accordance with NI 81-106 and, as a result, does not act as a continuity of opening and closing net assets per unit, because the increase in Net Assets from operations is based on weighted average units outstanding during the period, and all other numbers are based on actual units outstanding at the relevant point in time.*

#### Net Assets Per Unit <sup>(1)</sup>

	Year ended December 31, 2023	Year ended December 31, 2022	Year ended December 31, 2021	Year ended December 31, 2020	Year ended December 31, 2019
<b>Net assets per unit, beginning of period <sup>(2)</sup></b>	\$ 8.37	\$ 9.66	\$ 9.05	\$ 9.96	\$ 8.55
<b>Increase from operations: <sup>(2)</sup></b>					
Total revenue	0.37	0.33	0.34	0.32	0.38
Total expenses	(0.28)	(0.29)	(0.27)	(0.25)	(0.25)
Net realized gains (losses)	(0.62)	0.29	0.25	0.77	(0.59)
Net unrealized gains (losses)	0.59	(1.16)	0.79	(1.39)	2.34
<b>Total increase in net assets from operations</b>	\$ 0.06	\$ (0.83)	\$ 1.11	\$ (0.55)	\$ 1.88
<b>Distributions to unitholders <sup>(2)(3)</sup></b>					
From net investment income	(0.02)	-	-	(0.02)	(0.07)
From return of capital	(0.48)	(0.50)	(0.50)	(0.48)	(0.43)
<b>Total distributions to unitholders</b>	\$ (0.50)	\$ (0.50)	\$ (0.50)	\$ (0.50)	\$ (0.50)
<b>Net assets per unit, end of period <sup>(2)</sup></b>	\$ 7.98	\$ 8.37	\$ 9.66	\$ 9.05	\$ 9.96

<sup>(1)</sup> This information is derived from the Fund's financial statements, to which International Financial Reporting Standards apply.

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

<sup>(3)</sup> \$60,142 (2022: \$64,960; 2021: \$68,241; 2020: \$72,303; 2019: \$69,426) of distributions were reinvested in units under the Fund's distribution reinvestment plan. The remainder of the distributions were paid in cash.

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### Ratios and Supplemental Data

For the year ended December 31	2023	2022	2021	2020	2019
Net asset value (000s) <sup>(1)</sup>	\$9,370	\$10,525	\$12,937	\$12,313	\$15,581
Number of units outstanding <sup>(1)</sup>	1,174,060	1,257,840	1,338,996	1,360,130	1,564,031
Management expense ratio ("MER") <sup>(2)</sup>	3.42%	3.22%	2.75%	2.82%	2.61%
Trading expense ratio <sup>(3)</sup>	0.01%	0.02%	0.02%	0.06%	0.04%
Portfolio turnover rate <sup>(4)</sup>	1.47%	8.16%	6.60%	17.78%	9.64%
Net asset value per Unit <sup>(1)</sup>	\$7.98	\$8.37	\$9.66	\$9.05	\$9.96
Closing market price <sup>(1)</sup>	\$7.31	\$8.02	\$9.18	\$8.71	\$9.51

<sup>(1)</sup> As at December 31 of the year shown

<sup>(2)</sup> MER is based on the requirements of NI 81-106 and includes the total expenses (excluding commissions and other portfolio transaction costs) of the Fund for the period. Total expenses are expressed as an annualized percentage of the average net asset value during the period.

<sup>(3)</sup> The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of the average Net Asset Value of the Fund during the period.

<sup>(4)</sup> The Fund's portfolio turnover rate indicates how actively the Manager manages the Fund's portfolio investments (i.e. how often the Fund's portfolio investments are bought and sold). 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 year. The higher the Fund's portfolio turnover rate in a year, the greater the trading costs payable by the Fund in the year 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 the Fund. Portfolio turnover rate is calculated by dividing the lesser of the cost of purchases and the proceeds of sales of portfolio securities for the period, excluding cash and short-term investments maturing in less than one year, by the average market value of investments during the period.

### Management Expense Ratio

The MER of the Fund was 3.42% for the year ended December 31, 2023, up from an MER of 3.22% in the year ended December 31, 2022. The increase is primarily due to the decrease in average net asset value as a result of a decrease in market values of investments during the year.

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### SUMMARY OF INVESTMENT PORTFOLIO

As at December 31, 2023

Total Net Assets (including Cash, Short Term Investments and Other Net Assets)		\$9,369,600
Portfolio Composition	% of Portfolio	% of Total Net Assets
Financials	19.5%	19.7%
Real Estate	12.8%	12.8%
Energy Infrastructure	12.7%	12.8%
Telecommunication Services	10.1%	10.1%
Consumer Staples	9.7%	9.8%
Industrials	7.2%	7.3%
Consumer Discretionary	6.9%	6.9%
Utilities	6.4%	6.5%
Materials	5.7%	5.7%
Oil & Gas Distribution	5.4%	5.4%
Cash	3.6%	3.6%
Total Investment Portfolio	100.0%	100.6%
Other Non-Debt Net Assets (Liabilities)		(0.6%)
Total Net Assets		100.0%
Top 25 Holdings	% of Portfolio	% of Total Net Assets
Manulife Financial Corporation	5.7%	5.8%
Premium Brands Holdings Corporation	5.7%	5.7%
Parkland Corporation	5.4%	5.4%
Rogers Communications Inc. Class B	5.3%	5.4%
Sun Life Financial Inc.	5.2%	5.2%
TELUS Corporation	4.8%	4.8%
TD Bank Group	4.7%	4.8%
Keyera Corp.	4.6%	4.7%
Superior Plus Corp.	4.3%	4.4%
Enbridge Inc.	4.3%	4.3%
Choice Properties Real Estate Investment Trust	4.2%	4.2%
Chemtrade Logistics Income Fund	4.1%	4.1%
Empire Company Limited Class A	4.1%	4.1%
Bank of Nova Scotia	3.9%	3.9%
Canadian Apartment Properties Real Estate Investment Trust	3.9%	3.9%
Gibson Energy Inc.	3.8%	3.8%
Transcontinental Inc. Class A	3.7%	3.7%
Cash	3.6%	3.6%
Boralex Inc.	3.5%	3.5%
Park Lawn Corporation	3.2%	3.2%
Northland Power Inc.	2.9%	3.0%
Aecon Group Inc.	2.9%	2.9%
Altus Group Limited	2.7%	2.7%
Allied Properties REIT	2.0%	2.0%
Barrick Gold Corporation	1.6%	1.6%

The investment portfolio may change due to ongoing portfolio transactions of the investment fund. Quarterly updates are available on the Fund's website at [www.bloomfunds.ca](http://www.bloomfunds.ca) within 60 days of each quarter end.

## **MANAGEMENT RESPONSIBILITY STATEMENT**

The financial statements of Bloom Select Income Fund (the “Fund”) have been prepared by Bloom Investment Counsel, Inc. (the “Manager” of the Fund) and approved by the Board of Directors of the Manager. The Manager is responsible for the information and representations contained in these financial statements and the other sections of the annual report.

The Manager maintains appropriate procedures to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) and include certain amounts that are based on estimates and judgments. The significant accounting policies applicable to the Fund are described in note 3 to the financial statements.

The Board of Directors of the Manager is responsible for ensuring that management fulfills its responsibilities for financial reporting and has reviewed and approved these financial statements.

The Manager, with the approval of its Board of Directors, has appointed the external firm of PricewaterhouseCoopers LLP, Chartered Professional Accountants as the auditor of the Fund. They have audited the financial statements of the Fund in accordance with Canadian generally accepted auditing standards to enable them to express to unitholders their opinion on the financial statements. The auditor has had full and unrestricted access to the Board of Directors to discuss their findings.

Signed



**M. Paul Bloom**  
*President and Chief Executive Officer*  
*Bloom Investment Counsel, Inc.*

March 11, 2024

Signed



**Fiona E. Mitra**  
*Chief Financial Officer*  
*Bloom Investment Counsel, Inc.*



## Independent auditor's report

To the Unitholders and Trustee of Bloom Select Income Fund (the Fund)

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### Our opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2023 and 2022 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

#### What we have audited

The Fund's financial statements comprise:

- the statements of financial position as at December 31, 2023 and 2022 ;
- the statements of comprehensive income for the years then ended;
- the statements of changes in net assets for the years then ended;
- the statements of cash flows for the years then ended; and
- the notes to the financial statements, comprising material accounting policy information and other explanatory information.

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### Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We are independent of the Fund in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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### Other information

Management is responsible for the other information. The other information comprises the Management Report of Fund Performance and the information, other than the financial statements and our auditor's report thereon, included in the 2023 Annual Report.

PricewaterhouseCoopers LLP  
PwC Tower, 18 York Street, Suite 2500, Toronto, Ontario, Canada M5J 0B2  
T.: +1 416 863 1133, F.: +1 416 365 8215, Fax to mail: ca\_toronto\_18\_york\_fax@pwc.com

"PwC" refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.





Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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### **Responsibilities of management and those charged with governance for the financial statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

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

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### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting



a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Jennifer Kelenc.

*PricewaterhouseCoopers LLP*

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario  
March 12, 2024

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### STATEMENTS OF FINANCIAL POSITION

As at	December 31, 2023	December 31, 2022
<b>Assets</b>		
<b>Current assets</b>		
Investments at fair value	\$ 9,092,460	\$ 9,515,892
Cash and cash equivalents (note 5)	336,982	1,078,191
Dividends and distributions receivable	52,563	48,766
Prepaid expenses and other assets (note 10)	7,768	8,091
<b>Total assets</b>	<b>9,489,773</b>	<b>10,650,940</b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Distributions payable to unitholders	48,928	52,419
Accrued liabilities (note 10)	71,245	73,894
<b>Total liabilities</b>	<b>120,173</b>	<b>126,313</b>
<b>Unitholders' equity (note 6)</b>		
Unitholders' capital	5,382,118	6,345,074
Retained earnings	3,987,482	4,179,553
<b>Net assets representing unitholders' equity</b>	<b>\$ 9,369,600</b>	<b>\$ 10,524,627</b>
<b>Net assets per unit</b>	<b>\$ 7.98</b>	<b>\$ 8.37</b>

*The accompanying notes are an integral part of these financial statements*

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### STATEMENTS OF COMPREHENSIVE INCOME

For the years ended	December 31, 2023	December 31, 2022
<b>Income</b>		
Net gain (loss) on investments		
Dividend and distribution income	\$ 418,652	\$ 407,119
Interest for distribution purposes	37,509	30,288
Net realized gain (loss) on sale of investments	(773,658)	386,115
Net change in unrealized appreciation or depreciation on investments	741,134	(1,532,169)
<b>Total net gain (loss) on investments</b>	<b>423,637</b>	<b>(708,647)</b>
Other income		
Foreign exchange gain on cash	(3)	13
<b>Total other income</b>	<b>(3)</b>	<b>13</b>
<b>Total income (loss)</b>	<b>423,634</b>	<b>(708,634)</b>
Expenses (note 9)		
Management fees (note 10)	139,998	165,502
Independent Review Committee fees (note 10)	38,986	39,969
Audit fees	30,982	32,993
Unitholder reporting costs (note 10)	22,850	26,570
Custody fees	22,814	25,187
Legal fees (note 10)	5,714	7,260
Portfolio transaction costs (note 11)	822	2,647
Other administrative expenses (note 10)	86,923	89,951
<b>Total expenses</b>	<b>349,089</b>	<b>390,079</b>
<b>Increase (decrease) in net assets from operations</b>	<b>\$ 74,545</b>	<b>\$ (1,098,713)</b>
<b>Weighted average units outstanding during the year</b>	<b>1,245,895</b>	<b>1,326,749</b>
<b>Increase (decrease) in net assets from operations per unit (note 3(i))</b>	<b>\$ 0.06</b>	<b>\$ (0.83)</b>

### STATEMENTS OF CHANGES IN NET ASSETS

For the years ended December 31, 2023 and 2022	Unitholders' capital	Retained earnings	Total
Balance at January 1, 2022	\$ 7,396,608	\$ 5,539,936	\$ 12,936,544
Decrease in net assets from operations	-	(1,098,713)	(1,098,713)
Distributions to unitholders from return of capital (note 8)	(660,336)	-	(660,336)
Reinvestment of distributions (note 8)	64,960	-	64,960
Redemptions of units (note 6)	(456,158)	(261,670)	(717,828)
Balance at December 31, 2022	\$ 6,345,074	\$ 4,179,553	\$ 10,524,627
<b>Increase in net assets from operations</b>	<b>-</b>	<b>74,545</b>	<b>74,545</b>
<b>Distributions to unitholders from income (note 8)</b>	<b>-</b>	<b>(24,897)</b>	<b>(24,897)</b>
<b>Distributions to unitholders from return of capital (note 8)</b>	<b>(594,661)</b>	<b>-</b>	<b>(594,661)</b>
<b>Reinvestment of distributions (note 8)</b>	<b>60,142</b>	<b>-</b>	<b>60,142</b>
<b>Redemptions of units (note 6)</b>	<b>(428,437)</b>	<b>(241,719)</b>	<b>(670,156)</b>
<b>Balance at December 31, 2023</b>	<b>\$ 5,382,118</b>	<b>\$ 3,987,482</b>	<b>\$ 9,369,600</b>

*The accompanying notes are an integral part of these financial statements*

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### STATEMENTS OF CASH FLOWS

For the years ended	December 31, 2023	December 31, 2022
<b>Cash flows from operating activities</b>		
Increase (decrease) in net assets from operations	\$ 74,545	\$ (1,098,713)
Adjustment for:		
Net realized gain (loss) on sale of investments	773,658	(386,115)
Net change in unrealized appreciation or depreciation on investments	(741,134)	1,532,169
(Increase) decrease in dividends and distributions receivable	(3,797)	1,569
(Increase) decrease in prepaid expenses and other assets	323	4,423
Increase (decrease) in accrued liabilities	(2,649)	1,719
Operating cash flows:		
Purchases of investments	(135,143)	(857,443)
Proceeds from sale of investments	502,219	2,197,596
Return of capital received	10,644	18,013
Capital gains distributions received	13,188	3,350
<b>Net cash from operating activities<sup>1</sup></b>	<b>491,854</b>	<b>1,416,568</b>
<b>Cash flows used in financing activities</b>		
Redemptions of redeemable units	(670,156)	(717,828)
Distributions paid to holders of redeemable units, net of reinvestments	(562,907)	(598,758)
<b>Net cash used in financing activities</b>	<b>(1,233,063)</b>	<b>(1,316,586)</b>
Net increase (decrease) in cash and cash equivalents	(741,209)	99,982
Cash and cash equivalents at beginning of year (note 5)	1,078,191	978,209
<b>Cash and cash equivalents at end of year (note 5)</b>	<b>\$ 336,982</b>	<b>\$ 1,078,191</b>
<sup>1</sup> Net cash from operating activities includes the following cash flows:		
Interest received	\$ 40,148	\$ 27,753
Dividends and distributions received	\$ 414,855	\$ 408,688

*The accompanying notes are an integral part of these financial statements*

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### SCHEDULE OF INVESTMENT PORTFOLIO

As at December 31, 2023

No. of Units/ Shares		Cost	Fair Value
	<b>Canadian Equities</b>		
	<b>Consumer Discretionary</b>		
15,100	Park Lawn Corporation	\$ 332,780	\$ 298,074
25,400	Transcontinental Inc. Class 'A'	404,848	347,980
		<b>737,628</b>	<b>646,054</b>
	<b>Consumer Staples</b>		
10,900	Empire Company Limited Class 'A'	392,004	382,045
5,700	Premium Brands Holdings Corporation	217,933	535,971
		<b>609,937</b>	<b>918,016</b>
	<b>Energy Infrastructure</b>		
8,500	Enbridge Inc.	382,176	405,450
17,700	Gibson Energy Inc.	345,722	356,301
13,600	Keyera Corp.	410,148	435,608
		<b>1,138,046</b>	<b>1,197,359</b>
	<b>Financials</b>		
5,700	Bank of Nova Scotia	322,565	367,650
18,500	Manulife Financial Corporation	463,336	541,680
7,100	Sun Life Financial Inc.	278,071	487,912
5,200	TD Bank Group	223,112	445,224
		<b>1,287,084</b>	<b>1,842,466</b>
	<b>Industrial</b>		
21,000	Aecon Group Inc.	416,434	274,470
42,400	Superior Plus Corp.	395,961	408,312
		<b>812,395</b>	<b>682,782</b>
	<b>Materials</b>		
6,400	Barrick Gold Corp.	209,159	153,216
45,200	Chemtrade Logistics Income Fund	638,927	385,104
		<b>848,086</b>	<b>538,320</b>
	<b>Oil &amp; Gas Distribution</b>		
11,900	Parkland Corp.	308,461	508,249
		<b>308,461</b>	<b>508,249</b>
	<b>Real Estate</b>		
9,200	Allied Properties REIT	219,951	185,656
6,000	Altus Group Ltd.	45,233	252,840
7,500	Canadian Apartment Properties REIT	358,908	366,000
28,500	Choice Properties REIT	350,616	397,575
		<b>974,708</b>	<b>1,202,071</b>
	<b>Telecommunication Services</b>		
8,100	Rogers Communications Inc., Class 'B'	497,219	502,443
18,992	TELUS Corp.	507,718	447,831
		<b>1,004,937</b>	<b>950,274</b>
	<b>Utilities</b>		
9,800	Boralex Inc.	144,352	330,064
11,500	Northland Power Inc.	192,393	276,805
		<b>336,745</b>	<b>606,869</b>
	<b>Total Canadian equities</b>	<b>\$ 8,058,027</b>	<b>\$ 9,092,460</b>
	Embedded broker commissions	(10,533)	
	<b>Total investments</b>	<b>\$ 8,047,494</b>	<b>\$ 9,092,460</b>

**NOTES TO FINANCIAL STATEMENTS**

*December 31, 2023*

**1. GENERAL INFORMATION**

Bloom Select Income Fund (the “Fund”) is a closed-end investment trust established under the laws of the province of Ontario pursuant to a declaration of trust dated March 22, 2012. The declaration of trust was amended and restated as of October 23, 2015 at the time of the Fund's merger with Bloom Income & Growth Canadian Fund. The Fund is listed on the Toronto Stock Exchange (“TSX”) under the symbol BLB.UN and commenced operations on April 20, 2012. The address of the Fund's principal place of business is Suite 1710, 2300 Yonge Street, Toronto, Ontario. The Fund invests in equity securities of Canadian companies. The financial statements are presented in Canadian dollars.

The Fund's investment objectives are to provide unitholders with an investment in an actively managed portfolio comprised primarily of Canadian equities (common shares, real estate investment trusts (REITs) and income trusts) that exhibit low volatility at the time of investment, monthly cash distributions that have a large component of Canadian eligible dividends, and the opportunity for capital appreciation.

The manager and trustee of the Fund is Bloom Investment Counsel, Inc. (the “Manager”). CIBC Mellon Trust Company is the custodian of the Fund and CIBC Mellon Global Securities Services Company is the administrator of the Fund.

These financial statements were authorized for issue by the Manager on March 11, 2024.

**2. BASIS OF PRESENTATION**

These financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”).

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities at fair value through profit and loss (“FVTPL”). The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Fund's significant accounting policies. Actual results could differ from those estimates.

**3. MATERIAL ACCOUNTING POLICY INFORMATION**

**a) Financial instruments**

The Fund's financial instruments include, where applicable, investments, cash and cash equivalents, dividends and distributions receivable, receivable for investments sold, payable for investments purchased, distributions payable to unitholders, accrued liabilities, and redemptions payable.

The Fund recognizes, classifies and measures financial instruments in accordance with IFRS 9. IFRS 9 requires financial instruments to be recognized initially at their fair value and then classified subsequently as measured at amortized cost, measured at fair value with changes in fair value taken through other comprehensive income or measured at fair value with changes in fair value recognized in profit and loss (“FVTPL”) based on the Fund's business model for managing financial assets in accordance with the Fund's documented investment strategy and the contractual cash flow characteristics of the financial assets. Assessment and decision on the business model approach used is an accounting judgment.

The Fund recognizes financial instruments at fair value, plus transaction costs in the case of financial instruments measured at amortized cost, upon initial recognition. Purchases and sales of financial instruments are recognized on their respective trade dates.

The Fund's investments are measured at FVTPL. All other financial instruments are measured at amortized cost (which is the amount to be received or paid, discounted where appropriate at the contract's effective interest rate). Amortization and changes in fair value are recognized in the Statements of Comprehensive Income.

**NOTES TO FINANCIAL STATEMENTS**

*December 31, 2023 (continued)*

**b) Fair value measurement**

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of financial assets traded in active markets (which includes the Fund's investments) is based on quoted market prices at the close of trading on the reporting date. The Fund uses the last traded market price for investment valuation where that price falls between the latest bid and ask prices. In circumstances where the last traded price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances.

The Fund classifies fair value measurements within a hierarchy as described in note 13. The Fund recognizes transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

**c) Impairment of financial assets at amortized cost**

At each reporting date, the Fund assesses whether there is objective evidence that a financial asset at amortized cost is impaired. If such evidence exists, the Fund recognizes an impairment loss as the difference between the amortized cost of the financial asset and the present value of the estimated future cash flows, discounted using the instrument's original effective interest rate. Impairment losses on financial assets at amortized cost are reversed in subsequent periods if the amount of the loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized.

**d) Derecognition of financial assets and liabilities**

The Fund derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership are transferred, or in which these risks and rewards are neither transferred nor retained but the Fund does not retain control of the asset. On derecognition of a financial asset, the difference between the carrying amount of the asset and the consideration received is included in the Statements of Comprehensive Income. The Fund derecognizes a financial liability when its contractual obligations are discharged, cancelled or expire.

**e) Offsetting**

Financial assets and liabilities are offset and the net amount presented in the Statements of Financial Position only when the Fund has a legal right to offset the amounts and it intends to either settle on a net basis or realize the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis only when permitted under IFRS Accounting Standards, e.g. for gains and losses arising from a group of similar transactions, such as realized gains and losses on investments.

**f) Cash and cash equivalents**

Cash and cash equivalents consist of deposits with financial institutions and short-term debt instruments with maturities of less than three months from the date of acquisition that are highly liquid, readily convertible to known amounts of cash and subject to an insignificant risk of changes in value.

**g) Investment transactions and income recognition**

Investment transactions are recorded on the trade date. Dividend and distribution income are recognized when the right to receive payment is established, which is generally on the ex-dividend or ex-distribution date. Interest for distribution purposes shown in the Statements of Comprehensive Income represents coupon interest received by the Fund and is recognized on a time-proportionate basis. Interest income includes interest from cash and cash equivalents. Realized and unrealized gains and losses from investment transactions are calculated on an average cost basis.



**NOTES TO FINANCIAL STATEMENTS**

*December 31, 2023 (continued)*

**h) Foreign exchange**

The functional and presentation currency of the Fund is the Canadian dollar. Amounts received by the Fund on an offering of its units and amounts payable on redemption are received or paid in Canadian dollars. Any currency other than the Canadian dollar represents foreign currency to the Fund. Purchases and sales of investments in foreign currencies are translated into the Fund's functional currency using the exchange rate prevailing on the trade date. Income on foreign investments is translated at the prevailing exchange rate on the transaction date. The quoted fair value of investments and other assets and liabilities denominated in foreign currencies is translated at the period-end exchange rate.

**i) Increase (decrease) in net assets from operations per unit**

Increase (decrease) in net assets from operations per unit represents the increase (decrease) in net assets from operations for the period divided by the weighted average number of units outstanding during the period.

**j) Distributions**

Income and net realized capital gains (reduced by loss carryforwards, if any) earned by the Fund are distributed to unitholders through a regular monthly distribution. Any excess income and net realized capital gains not so distributed during the year are distributed in December of each year to unitholders. Any excess of regular monthly distributions over actual income and net realized

capital gains is characterized as a return of capital. Any distributable net realized capital gains in a year may be allocated for tax purposes to redeeming unitholders in that year, as permitted by the Fund's declaration of trust.

**k) Portfolio transaction costs**

Commissions and other portfolio transaction costs on purchases and sales of investments are expensed and are included in 'Portfolio transaction costs' in the Statements of Comprehensive Income. Portfolio Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of an investment, which include fees and commissions paid to agents, advisors, brokers and dealers, levies by regulatory agencies and securities exchanges, and transfer taxes and duties.

**l) Classification of redeemable units**

The Manager is required by IAS 32, Financial Instruments: Presentation ("IAS 32") to assess whether the redeemable units represent a liability of the Fund or equity of the Fund. The Fund does not have any obligation, other than on redemption of the units, to deliver cash or other financial instruments to the unitholders, since the Fund may pay its regular monthly distributions and any distributions it is required by its Declaration of Trust to make sure that it does not become liable for income tax, in units rather than cash. Total expected cash flows attributable to the units over their lives are based substantially on net income, the change in net assets or the change in the fair value of assets over that time. As a result of these facts, the redeemable units meet the criteria of IAS 32 to be classified as equity.

**m) Net assets per unit**

The net assets per unit is calculated by dividing the net assets representing unitholders' equity by the total number of units outstanding at the end of the period.

**4. TAXATION**

The Fund qualifies as a mutual fund trust under the Income Tax Act (Canada) and accordingly is subject to income tax on its income, including net realized capital gains, which is not paid or payable to the Fund's unitholders, less any income that can be retained by the use of tax credits available to the Fund. The Fund's taxation year end is December 31. No provision for income taxes has been recorded in the accompanying financial statements as the Fund has determined that it is in substance not taxable since all net income and net realized capital gains of the Fund for the year are distributed to the unitholders to the extent necessary to reduce income taxes payable to nil.

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### NOTES TO FINANCIAL STATEMENTS

December 31, 2023 (continued)

Since the Fund does not record income taxes, the tax assets or liabilities related to capital and non-capital losses and other temporary differences have not been reflected in the Statements of Financial Position as a deferred income tax asset or liabilities.

Non-capital loss carry forwards may be applied against future years' taxable income, and may be carried forward for 20 years from the year in which they are realized. As at December 31, 2023, the Fund had no non-capital losses carried forward (December 31, 2022 - nil). Capital losses incurred by the Fund may be carried forward indefinitely to apply against capital gains realized in future years. As at December 31, 2023, the Fund had \$1,017,259 capital losses available for carryforward (December 31, 2022 – \$295,287).

#### 5. CASH AND CASH EQUIVALENTS

The Fund's cash and cash equivalents as at December 31, 2023 and 2022 comprised the following:

	December 31, 2023	December 31, 2022
Cash	\$ 336,982	\$ 179,035
Cash equivalents	-	899,156
	<b>\$ 336,982</b>	<b>\$ 1,078,191</b>

The Fund did not hold any cash equivalents at December 31, 2023. Cash equivalents at December 31, 2022 comprised:

Type	Issuer	DBRS Credit Rating of Issuer	Par Value \$	Maturity Date	Coupon	Fair Value \$
Bankers's acceptance	RBC	A/R-1/Stable	900,000	January 9, 2023	4.17%	899,156

#### 6. UNITHOLDERS' EQUITY

The Fund is authorized to issue an unlimited number of a single class of transferable and redeemable units each of which represents an equal, undivided interest in the Net Asset Value ("NAV") of the Fund. Each unit entitles the holder to one vote and to participate equally with respect to any and all distributions made by the Fund.

Units may be surrendered for redemption annually at the option of the unitholder during the period from September 15 until 5.00 p.m. (Toronto time) on the last business day in September, subject to the Fund's right to suspend redemptions in certain circumstances. Units properly surrendered for redemption will be redeemed on the second last business day in October of each year (the Annual Redemption Date) and the redeeming unitholder will receive a redemption price per unit equal to 100% of the NAV per unit as determined on the Annual Redemption Date, less any costs and expenses incurred by the Fund in order to fund such redemption. For the purpose of calculating the NAV used in connection with the redemption of units, the value of the securities held by the Fund will be equal to the weighted average trading price of such securities over the last three business days preceding the Annual Redemption Date.

If a significant number of units are redeemed, the trading liquidity of the units could be significantly reduced. In addition, the expenses of the Fund would be spread among fewer units resulting in a potentially lower distribution per unit. The Manager has the ability to terminate the Fund if, in its opinion, it would be in the best interests of the unitholders to do so. The Manager may also suspend the redemption of units in certain circumstances.

The 2023 annual redemption took place on October 30, 2023 and consisted of 91,134 units for redemption proceeds of \$670,156 payable on November 20, 2023 (2022 – annual redemption on October 28, 2022 of 88,300 units for redemption proceeds of \$717,828 payable on November 18, 2022).

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### NOTES TO FINANCIAL STATEMENTS

December 31, 2023 (continued)

Unit transactions of the Fund for the years ended December 31, 2023 and 2022 were as follows:

	December 31, 2023	December 31, 2022
Units outstanding at beginning of year	1,257,840	1,338,996
Reinvestment of distributions	7,354	7,144
Redemption of units	(91,134)	(88,300)
Units outstanding at end of year	1,174,060	1,257,840

The closing market price of the Fund's units on December 31, 2023 was \$7.31 (December 31, 2022 - \$8.02).

#### 7. CAPITAL MANAGEMENT

For operating purposes, redeemable units issued and outstanding are considered to be the capital of the Fund. As at December 31, 2023 the Fund's capital therefore comprised net assets of \$9,369,600 (December 31, 2022 – \$10,524,627). The Fund's objectives in managing its capital are to provide unitholders with monthly cash distributions and the opportunity to participate in gains in the value of the investment portfolio. The Fund manages its capital taking into consideration the risk characteristics of its holdings. In order to manage its capital structure, the Fund may adjust the amount of distributions paid to unitholders, return capital to unitholders, increase or decrease its level of borrowing if applicable, or purchase units for cancellation.

#### 8. DISTRIBUTIONS TO UNITHOLDERS

Distributions, as declared on the Fund's behalf by the Manager, are made on a monthly basis to unitholders of record on the last business day of each month, payable by the fifteenth business day of the following month. For the year ended December 31, 2023, the Fund declared total distributions of \$0.50 (2022 – \$0.50) per unit, which amounted to \$619,558 (2022 – \$660,336). Under the Fund's distribution reinvestment plan ("DRIP"), unitholders may elect to reinvest monthly distributions in additional units of the Fund which are issued from treasury. In the year ended December 31, 2023, distributions of \$60,142 were reinvested in 7,354 units of the Fund which were issued from treasury (year ended December 31, 2022 – distributions of \$64,960 were reinvested in 7,144 units of the Fund which were issued from treasury).

In conjunction with the 2023 annual redemption described in note 6, the Fund made no distributions of capital gains to redeeming unitholders (2022 – nil).

#### 9. EXPENSES

Management fees and other reasonable expenses incurred in the operations of the Fund are charged as expenses in the Statements of Comprehensive Income of the Fund, and include expenses paid by the Manager on behalf of the Fund and subsequently recharged to the Fund as described in note 10.

The Fund pays for all other expenses incurred in connection with the operation and administration of the Fund, including: all costs of portfolio transactions, fees payable to third party service providers, custodial fees, legal, accounting, audit and valuation fees and expenses, expenses of the members of the Independent Review Committee ("IRC"), expenses related to compliance with National Instrument 81-107, fees and expenses relating to the voting of proxies by a third party, costs of reporting to unitholders, registrar, transfer and distribution agency costs, printing and mailing costs, listing fees and expenses and other administrative expenses and costs incurred in connection with the continuous public filing requirements, taxes, brokerage commissions, costs and expenses relating to the issue of units of the Fund, costs and expenses of preparing financial and other reports, costs and expenses arising as a result of complying with all applicable laws, regulations and policies and all amounts paid on account of indebtedness.

Fees paid or payable by the Fund to PricewaterhouseCoopers LLP (PwC) and other PwC Network firms for audit services related to the Fund for the year ended December 31, 2023 were \$27,850. Fees for other services were \$nil.

**NOTES TO FINANCIAL STATEMENTS**

*December 31, 2023 (continued)*

**10. RELATED PARTY TRANSACTIONS**

In accordance with the Declaration of Trust, the Manager is entitled to an annual management fee of 1.25% per annum of the NAV of the Fund, calculated weekly and paid monthly in arrears, plus applicable taxes.

For the year ended December 31, 2023 the Fund expensed management fees of \$139,998 (2022 – \$165,502). As at December 31, 2023, the Fund had management fees payable of \$10,664 (December 31, 2022 – \$12,163) included in accrued liabilities.

On an ongoing basis, the Manager pays on behalf of the Fund, and subsequently recharges to the Fund, certain expenses of the Fund. For the year ended December 31, 2023 the Fund expensed the following amounts which were paid and recharged by the Manager: IRC fees of \$38,986 (2022 – \$39,969); legal fees of \$879 (2022 - \$nil); filing fees of \$398 (2022 – \$1,056), and wire service fees of \$610 (2022 – \$747) (both included in ‘unitholder reporting costs’); and unitholder information costs of \$7,595 (2022 – \$8,222) and premiums for insurance coverage for members of the IRC of \$2,408 (2022 – \$4,602) (both included in ‘other administrative expenses’). As at December 31, 2023 the Fund owed the Manager \$593 for recharged expenses (December 31, 2022 – \$883) included in accrued liabilities.

Units held by the Manager and its affiliates represent 16.0% of the units outstanding at December 31, 2023 (December 31, 2022 – 14.9%).

**11. PORTFOLIO TRANSACTION COSTS**

During the year ended December 31, 2023 the Fund paid \$822 (2022 – \$2,647) in brokerage commissions and other portfolio transaction costs. There are no soft dollar commissions.

**12. RISK ASSOCIATED WITH FINANCIAL INSTRUMENTS**

**a) Risk factors**

The Fund’s investment activities expose it to a variety of risks associated with financial instruments.

The Manager seeks to maximize the returns derived for the level of risk to which the Fund is exposed and to minimize potential adverse effects on the Fund’s performance by employing professional and experienced portfolio managers, by daily monitoring of the Fund’s positions and market events, and by diversifying the investment portfolio within the constraints of the investment objectives and restrictions. The Manager also maintains a governance structure that oversees the Fund’s investment activities and monitors compliance with the Fund’s stated investment objectives and restrictions, internal guidelines and securities regulations.

**b) Credit risk**

The Fund is exposed to credit risk, which is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. The carrying amount of the Fund’s assets represents the maximum credit risk exposure as at December 31, 2023 and December 31, 2022.

All transactions in listed securities are settled upon delivery using approved brokers. The trade will fail if either party fails to meet its obligations. The risk of default is considered minimal, as delivery of securities sold is only made once the broker has received payment. Payment is made on a purchase once the securities have been received by the broker.

The Fund limits its exposure to credit loss by dealing with counterparties, including the issuers of short-term debt instruments, of high credit quality (see note 5). To maximize the credit quality of its investments, the Fund’s Manager performs ongoing credit evaluations based upon factors surrounding the credit risk of counterparties, historical trends and other information. Given that the Fund is primarily invested in equities, credit risk is not considered significant.

**NOTES TO FINANCIAL STATEMENTS***December 31, 2023 (continued)***c) Market risk and other price risk**

Market risk is the possibility that investments experience losses due to factors that affect the overall performance of the financial markets. The global pandemic caused by the outbreak of COVID 19 respiratory disease has impacted global stock markets, including stock valuations and market volatility. In general, war and occupation, terrorism and related geopolitical risks or other factors including global health risks or pandemics may in the future lead to increased short-term market volatility and may have adverse long-term effects on world economies and markets. Those events could also have an acute effect on individual issuers or related groups of issuers. These risks could also adversely affect securities markets, inflation and other factors relating to the securities held in the Fund's portfolio.

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All investments present a risk of loss of capital. The Manager aims to moderate this risk through a careful selection and diversification of securities and other financial instruments within the limits of the Fund's investment objectives and strategy. The Fund's investment objectives include the requirement that its portfolio securities must exhibit low price volatility at the time of purchase, which may further reduce other price risk. The maximum risk of loss resulting from financial instruments is equivalent to their fair value.

The Fund is exposed to market risk and other price risk from its investment in common equities, REITs, and income trusts. As at December 31, 2023, had the prices of these securities increased or decreased by 10%, with all other variables held constant, net assets would have increased or decreased by approximately \$909,246 (December 31, 2022 - \$951,589) or 9.7% (December 31, 2022 – 9.0%) of net assets. In practice, the actual results may differ and the impact could be material.

**d) Liquidity risk**

Liquidity risk is the risk that the Fund will encounter difficulty in meeting obligations associated with financial liabilities and its redeemable units. The Fund is exposed to liquidity risk through the annual redemption of its units, because there may be insufficient trade volumes in the markets for the securities of the Fund or because the securities may be subject to legal or contractual restrictions on their resale. The Fund receives notice of at least 22 business days prior to the date of redemption of units and has up to 15 business days after the redemption date to settle the redemptions, which provides the Manager time to liquidate securities to fund the redemptions, although there remains a risk that the required funds cannot be obtained. All of the liabilities of the Fund mature in six months or less. Liquidity risk is managed by investing the majority of the Fund's assets in investments that are traded in an active market and can be readily disposed of. The Fund aims to retain sufficient cash and cash equivalent positions to maintain liquidity; therefore, the liquidity risk for the Fund is considered minimal.

**e) Interest rate risk**

Interest rate risk arises on interest-bearing financial instruments. The Fund is exposed to interest rate risk on its short-term debt instruments. Fluctuations in interest rates have a direct effect on the Fund's ability to earn interest income. As at December 31, 2023 and December 31, 2022, the Fund had no significant exposure to interest rate risk due to the short term nature of its short-term debt instruments, which had maturities of less than three months.

**f) Currency risk**

Currency risk arises on financial instruments denominated in foreign currencies. Fluctuations in foreign exchange rates impact the valuation of assets and liabilities denominated in foreign currencies. As at December 31, 2023 and December 31, 2022, the Fund had no direct exposure to currency risk since none of its financial instruments were denominated in foreign currencies.

**g) Concentration risk**

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, product type, industry sector or counterparty type. The following is a summary of the Fund's

## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

### NOTES TO FINANCIAL STATEMENTS

December 31, 2023 (continued)

concentration risk, expressed in terms of percentage of net assets invested by sector, as at December 31, 2023 and December 31, 2022:

Market Segment	December 31, 2023	December 31, 2022
Consumer Discretionary	6.9%	8.6%
Consumer Staples	9.8%	7.4%
Energy Infrastructure	12.8%	12.1%
Financials	19.7%	16.4%
Industrials	7.3%	6.3%
Materials	5.7%	6.5%
Oil & Gas Distribution	5.4%	3.4%
Real Estate	12.8%	12.4%
Telecommunication Services	10.1%	9.6%
Utilities	6.5%	7.8%

### 13. FAIR VALUE HIERARCHY

The Fund classifies fair value measurements within a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

Level 1 Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Manager has the ability to access at the measurement date;

Level 2 Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly; and

Level 3 Inputs that are unobservable. The determination of fair value require significant management judgment or estimation.

If inputs of different levels are used to measure an asset's or liability's fair value, the classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement. The following fair value hierarchy table presents information about the Fund's financial instruments measured at fair value as at December 31, 2023 and December 31, 2022:

December 31, 2023	Level 1	Level 2	Level 3	Total
<b>Equities</b>	\$ 9,092,460	\$ -	\$ -	\$ 9,092,460
	\$ 9,092,460	\$ -	\$ -	\$ 9,092,460
<hr/>				
December 31, 2022	Level 1	Level 2	Level 3	Total
Equities	\$ 9,515,892	\$ -	\$ -	\$ 9,515,892
	\$ 9,515,892	\$ -	\$ -	\$ 9,515,892

There were no transfers between the levels during the years ended December 31, 2023 and December 31, 2022.



## BLOOM SELECT INCOME FUND - 2023 ANNUAL REPORT

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### CORPORATE INFORMATION

#### Independent Review Committee

**Anthony P. L. Lloyd (Chair)**, BSc (Hons), MBA, ICD.D

**Lea M. Hill**, BCom, FCSI

**Cameron Goodnough**, BCom, LLB, MBA

#### Directors and Officers of Bloom Investment Counsel, Inc.

**M. Paul Bloom, BA (Hons)**  
Director, President and Secretary,  
Portfolio Manager

**Adina Bloom Somer, BA (Hons), MBA, CIM**  
Director and Vice President, Portfolio  
Manager

**Beverly Lyons, BCom, FCPA, FCA, ICD.D**  
Independent Director

**Fiona E. Mitra, BA (Hons), CPA, CA**  
Chief Financial Officer

#### Trustee

Bloom Investment Counsel, Inc.

#### Custodian

CIBC Mellon Trust Company

#### Auditor

PricewaterhouseCoopers LLP,

#### Website

[www.bloomfunds.ca](http://www.bloomfunds.ca)

#### Mailing Address

Yonge Eglinton Centre  
Suite 1710, 2300 Yonge Street  
Toronto, ON M4P 1E4

#### Contact information

Unitholder Information: 416-861-9941  
Toll Free: 1-855-BLOOM18  
(1-855-256-6618)