



## ***Important Tax Notice to U.S. Unitholders of Fund***

### **NBI U.S. Equity Private Portfolio (the "Fund")**

#### **Passive Foreign Investment Company (PFIC) Annual Information Statement For the tax year ending December 31, 2024**

This notice is provided to unitholders who are considered United States persons ("U.S. persons") for purposes of the U.S. Internal Revenue Code of 1986, as amended (the "IRC"), and the regulations thereunder. The notice does not concern other unitholders. U.S. persons include U.S. citizens (whether or not they are U.S. residents), certain individuals with U.S. permanent resident status, U.S. corporations, and certain U.S. trusts and estates. Unitholders should consult with a U.S. tax specialist to determine their U.S. tax status.

Note that the Fund is classified as a Passive Foreign Investment Company ("PFIC") as defined in Section 1297(a) of the IRC for the year ending December 31, 2024.

The PFIC Annual Information Statement ("PFIC AIS") attached is provided pursuant to the requirements of the Code of Federal Regulations §1.1295-1(g)(1). The PFIC AIS contains reporting information enabling unitholders to make a tax election. Such a tax election allows the classification of the Fund as a qualified electing fund ("QEF"). Normally, unitholders who are considered U.S. persons and make a QEF election are required to include in their U.S. tax returns their prorated share of the ordinary earnings and net capital gains of the Fund, whether or not that Fund distributed any amounts to its unitholders. Unitholders should consult a professional before making a tax election based on their situation and completing the necessary forms to file a U.S. tax return.

To make a QEF election, unitholders must file Form 8621 - *Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund* as required by the U.S. Internal Revenue Service. A separate Form 8621 must be completed with respect to each fund for which the unitholder wishes to make the QEF tax election. Each form must be filed with the unitholder's U.S. income tax return by the mandatory deadline.

In the case of a National Bank Investments Inc. fund ("NBI Fund") whose assets include units of another NBI Fund, the owner must complete a separate Form 8621 for that other indirectly held NBI Fund in order to make the QEF tax election. The PFIC AIS allows for a QEF tax election to be made for an NBI Fund held directly or for any indirectly held underlying NBI Fund.

We recommend that unitholders consult a professional regarding U.S. tax reporting requirements. Information on the U.S. tax rules applicable to investments in PFICs is also available on the U.S. Internal Revenue Service website ([www.irs.gov](http://www.irs.gov)) by entering "Form 8621 Instructions" in the search bar.

If you have any questions, please contact your advisor or a U.S. tax specialist. Thank you for your support and confidence in NBI Funds.

## NBI U.S. Equity Private Portfolio (the “Fund”)

### Passive Foreign Investment Company (PFIC) Annual Information Statement For the tax year ending December 31, 2024

- 1) This Information Statement applies to the tax year of the Fund and any underlying NBI Fund(s) held by the Fund for the year beginning on January 1, 2024, and ending on December 31, 2024.
- 2) The per-unit, per-day amounts of ordinary earnings for each series of the Fund and its underlying NBI Fund(s) as applicable for the period specified in paragraph (1) are provided in the table(s) below:

Directly Held Fund Series	Per-Day Per-Unit Ordinary Earnings (USD)
Advisor Series	0.0000749445
Series F	0.0007673551
Series F5	0.0005199758
Series FH	0.0003155494
Series H	0.0000288056
Series N	0.0008029623
Series NR	0.0005146317
Series O	0.0006723636
Series PW	0.0010041022
Series PWO	0.0019778615
Series T5	0.0000554160

- 3) The per-unit, per-day amounts of Net Capital Gains for each Fund series and its underlying NBI Fund(s) as applicable for the period specified in paragraph (1) are provided in the table(s) below:

Directly Held Fund Series	Per-Day Per-Unit Net Capital Gains (USD)
Advisor Series	0.0063985505
Series F	0.0070419389
Series F5	0.0047720976
Series FH	0.0028965872
Series H	0.0027657772
Series N	0.0065157929
Series NR	0.0041735226
Series O	0.0040634698
Series PW	0.0072229965
Series PWO	0.0124633869
Series T5	0.0046098278

- 4) To determine the prorated amount of the ordinary income and net capital gains for the Fund series and for each of the underlying NBI Funds held directly or indirectly by the unitholder, as set out in the table above, multiply the per-unit and per-day amounts by the number of units of the respective Fund series held, and then by the number of days held by the unitholder during the period specified in paragraph (1).

5) The per-unit amounts distributed or deemed distributed by the Fund in cash or in kind at fair market value to unitholders during the period specified in paragraph (1) are provided in the table below:

Directly Held Fund Series	Distribution Record Date	Cash/In Kind Distribution Per Unit (USD)
Advisor Series	19-Dec-24	0.9809070026
Series F	19-Dec-24	1.0043261868
Series F5	25-Jan-24	0.0424108533
Series F5	26-Feb-24	0.0423355288
Series F5	25-Mar-24	0.0421297592
Series F5	25-Apr-24	0.0417851143
Series F5	27-May-24	0.0418646176
Series F5	25-Jun-24	0.0418860741
Series F5	25-Jul-24	0.0414280542
Series F5	26-Aug-24	0.0424234334
Series F5	25-Sep-24	0.0424832913
Series F5	25-Oct-24	0.0412102003
Series F5	25-Nov-24	0.0408541027
Series F5	19-Dec-24	0.7209076987
Series FH	19-Dec-24	0.6189238480
Series H	19-Dec-24	0.3746916330
Series N	19-Dec-24	1.2404475846
Series NR	25-Jan-24	0.0598265253
Series NR	26-Feb-24	0.0597202694
Series NR	25-Mar-24	0.0594300022
Series NR	25-Apr-24	0.0589438317
Series NR	27-May-24	0.0590559824
Series NR	25-Jun-24	0.0590862498
Series NR	25-Jul-24	0.0584401477
Series NR	26-Aug-24	0.0598442714
Series NR	25-Sep-24	0.0599287093
Series NR	25-Oct-24	0.0581328339
Series NR	25-Nov-24	0.0576305077
Series NR	19-Dec-24	0.7790936934
Series O	19-Dec-24	0.9003529166
Series PW	25-Mar-24	0.0426349510
Series PW	25-Jun-24	0.0280026358
Series PW	25-Sep-24	0.0341378286
Series PW	19-Dec-24	1.4900904914
Series PWO	25-Mar-24	0.0952662199
Series PWO	25-Jun-24	0.0741623957
Series PWO	25-Sep-24	0.0847319174
Series PWO	19-Dec-24	2.7470583322

Series T5	25-Jan-24	0.0405263548
Series T5	26-Feb-24	0.0404543773
Series T5	25-Mar-24	0.0402577509
Series T5	25-Apr-24	0.0399284201
Series T5	27-May-24	0.0400043908
Series T5	25-Jun-24	0.0400248938
Series T5	25-Jul-24	0.0395872257
Series T5	26-Aug-24	0.0405383760
Series T5	25-Sep-24	0.0405955740
Series T5	25-Oct-24	0.0393790520
Series T5	25-Nov-24	0.0390387774
Series T5	19-Dec-24	0.2247090352

- 6) The Fund and its underlying NBI Funds, if any, will, upon receipt of a request, permit the unitholder to inspect and copy its permanent books of accounts, records, and other such documents as may be maintained by the Fund that are necessary to establish its ordinary earnings and net capital gains calculated in accordance with U.S. income tax principles under IRC Section 1293, and to verify these amounts and the unitholder's prorated share thereof.

NATIONAL BANK INVESTMENTS INC.,  
acting as manager of the Funds



Eric-Olivier Savoie  
President and Chief Executive Officer  
National Bank Investments Inc.  
Date: March 27, 2025

*The information and opinions herein are provided for information purposes only and are subject to change without notice. The opinions are not intended as investment advice nor are they provided to promote any particular investments and should in no way form the basis for your investment decisions. National Bank Investments Inc. ("NBI") has taken the necessary measures to ensure the quality and accuracy of the information contained herein at the time of publication. It does not, however, guarantee that the information is accurate or complete, and this communication creates no legal or contractual obligation on the part of NBI.*

*Information contained herein is taken from the Fund's financial statements and is provided in order to assist unitholders in making calculations and does not constitute tax advice. Copies of the financial statements are available at [www.nbinvestments.ca](http://www.nbinvestments.ca). Unitholders are advised to consult their own tax professional concerning the overall tax consequences of the ownership of units arising in their own particular situations under United States Federal, State, Local or Foreign law.*

*Units of the Fund offered by NBI have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("1933 Act") or under the securities laws of any state. Subject to certain exceptions, the units may not be offered or sold in the United States or offered or sold to U.S. persons (as such term is defined in the 1933 Act). The Fund offered by NBI has not been and will not be registered under the U.S. Investment Company Act of 1940, as amended. NBI has not been registered under the U.S. Investment Advisers Act of 1940.*

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