

# Royal Canadian Mounted Police Pension Plan Account FINANCIAL STATEMENTS

## Independent Auditors' Report

To the Minister of Public Safety and Emergency Preparedness

### Report on the Financial Statements

We have audited the accompanying financial statements of the Public Sector Pension Investment Board — Royal Canadian Mounted Police Pension Plan Account (the Royal Canadian Mounted Police Pension Plan Account), which comprise the statements of financial position as at March 31, 2017 and March 31, 2016, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

#### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, 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.

#### *Auditor's Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control

relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

#### *Opinion*

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Royal Canadian Mounted Police Pension Plan Account as at March 31, 2017 and March 31, 2016, 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.

### Report on Other Legal and Regulatory Requirements

As required by the *Financial Administration Act*, we report that, in our opinion, the accounting principles in International Financial Reporting Standards as issued by the International Accounting Standards Board have been applied on a basis consistent with that of the preceding year.

Further, in our opinion, the transactions in the Royal Canadian Mounted Police Pension Plan Account that have come to our notice during our audits of the financial statements have, in all significant respects, been in accordance with the applicable provisions of Part X of the *Financial Administration Act* and regulations, the *Public Sector Pension Investment Board Act* and regulations and the by-laws of the Public Sector Pension Investment Board and its wholly-owned subsidiaries.



Margaret Haire, CPA, CA  
Principal  
for the Auditor General of Canada

May 12, 2017  
Ottawa, Canada



<sup>1</sup>CPA auditor, CA, public accountancy permit No. A121444

May 12, 2017  
Montréal, Canada

## Statements of Financial Position

As at

(Canadian \$ millions)	March 31, 2017	March 31, 2016
<b>Assets</b>		
Investments (Note 4.1)	\$ 11,522	\$ 9,561
Other assets	19	11
<b>Total assets</b>	<b>\$ 11,541</b>	<b>\$ 9,572</b>
<b>Liabilities</b>		
Trade payable and other liabilities	\$ 16	\$ 13
Investment-related liabilities (Note 4.1)	898	427
Borrowings (Notes 4.1, 8.2)	784	643
Due to the Public Service Pension Plan Account	8	6
<b>Total liabilities</b>	<b>\$ 1,706</b>	<b>\$ 1,089</b>
<b>Net assets</b>	<b>\$ 9,835</b>	<b>\$ 8,483</b>
<b>Equity (Note 9)</b>	<b>\$ 9,835</b>	<b>\$ 8,483</b>
<b>Total liabilities and equity</b>	<b>\$ 11,541</b>	<b>\$ 9,572</b>

The accompanying notes are an integral part of the Financial Statements.

On behalf of the Board of Directors:



Michael P. Mueller  
Chair of the Board



William A. MacKinnon  
Chair of the Audit Committee

## Statements of Comprehensive Income

For the years ended March 31

(Canadian \$ millions)	2017	2016
<b>Investment income</b>	\$ 1,154	\$ 102
<b>Investment-related expenses (Note 10)</b>	(26)	(20)
<b>Net investment income</b>	\$ 1,128	\$ 82
<b>Operating expenses (Note 11)</b>	(27)	(21)
<b>Net income</b>	\$ 1,101	\$ 61
<b>Other comprehensive income</b>		
Remeasurement of the net defined benefit liability	-	-
<b>Comprehensive income</b>	\$ 1,101	\$ 61

## Statements of Changes in Equity

For the years ended March 31

(Canadian \$ millions)	2017	2016
<b>Fund transfers</b>		
Balance at beginning of period	\$ 4,869	\$ 4,523
Fund transfers received during the period (Note 9.2)	251	346
Balance at end of period	\$ 5,120	\$ 4,869
<b>Retained earnings</b>		
Balance at beginning of period	\$ 3,614	\$ 3,553
Comprehensive income	1,101	61
Balance at end of period	\$ 4,715	\$ 3,614
<b>Total equity</b>	\$ 9,835	\$ 8,483

The accompanying notes are an integral part of the Financial Statements.

## Statements of Cash Flows

For the years ended March 31

(Canadian \$ millions)	2017	2016
<b>Cash flows from operating activities</b>		
Net income	\$ 1,101	\$ 61
Adjustments for non-cash items:		
Depreciation of equipment (Note 11)	2	2
Effect of exchange rate changes on cash and cash equivalents	(4)	1
Unrealized losses (gains) on borrowings	30	(39)
	<b>\$ 1,129</b>	<b>\$ 25</b>
<b>Net changes in operating assets and liabilities</b>		
Increase in investments	\$ (1,784)	\$ (539)
Increase in other assets	-	(1)
Increase in trade payable and other liabilities	3	-
Increase in investment-related liabilities	471	63
	<b>\$ (181)</b>	<b>\$ (452)</b>
<b>Cash flow from financing activities</b>		
Proceeds from borrowings	\$ 1,919	\$ 1,785
Repayment of borrowings	(1,808)	(1,638)
Repayment to the Public Service Pension Plan Account	(30)	(28)
Advances from the Public Service Pension Plan Account	32	28
Fund transfers received	251	346
	<b>\$ 364</b>	<b>\$ 493</b>
<b>Cash flow from investing activities</b>		
Acquisitions of equipment	\$ (3)	\$ (2)
	<b>\$ (3)</b>	<b>\$ (2)</b>
<b>Net cash flows used in investing activities</b>		
Net change in cash and cash equivalents	\$ 180	\$ 39
Effect of exchange rate changes on cash and cash equivalents	4	(1)
Cash and cash equivalents at the beginning of the period	101	63
	<b>\$ 285</b>	<b>\$ 101</b>
<b>Cash and cash equivalents at the end of the period<sup>A</sup></b>		
<b>Supplementary disclosure of cash flow information</b>		
Interest paid	\$ (10)	\$ (8)

<sup>A</sup> As at March 31, 2017, cash and cash equivalents were comprised of \$277 million (March 31, 2016 - \$100 million) held for investment purposes and included in Note 4.1, as well as \$8 million (March 31, 2016 - \$1 million) held for administrative purposes and included in Other assets.

The accompanying notes are an integral part of the Financial Statements.

## Notes to the Financial Statements

For the years ended March 31, 2017 and 2016

### 1 CORPORATE INFORMATION

The Public Sector Pension Investment Board (“PSP Investments”) is a Crown corporation created under the *Public Sector Pension Investment Board Act* (the “Act”) to manage and invest amounts that are transferred to it pursuant to the *Superannuation Acts* (defined below), for the funds (as defined in the Act) of the pension plans established under the *Public Service Superannuation Act*, the *Canadian Forces Superannuation Act* (“CFSA”), the *Royal Canadian Mounted Police Superannuation Act* (collectively the “*Superannuation Acts*”), and certain regulations under the CFSA (the “CFSA Regulations”). The pension plans established under the *Superannuation Acts* consist of the Public Service pension plan, the Canadian Forces pension plan, and the Royal Canadian Mounted Police pension plan (the “Plan”), and the pension plan established under the CFSA Regulations is the Reserve Force pension plan. The Plan and the other pension plans are herein referred to collectively as the “Plans”.

The fund for which amounts are currently transferred to PSP Investments by the Government of Canada (the “Fund”) relates to pension obligations under the Plan for service on or after April 1, 2000 (“Post-2000 Service”). The account managed by PSP Investments for the Fund is herein referred to as the “Plan Account”. PSP Investments maintains records of the net contributions for the Fund, as well as the allocation of its investments and the results of its operations for the Fund in the Plan Account. PSP Investments also manages a plan account for the funds of the other Plans, and these and the Plan Account are collectively referred to herein as the “Plan Accounts”.

PSP Investments is responsible for managing amounts that are transferred to it for the Fund in the best interests of the beneficiaries and contributors under the *Royal Canadian Mounted Police Superannuation Act*. The amounts are to be invested with a view of achieving a maximum rate of return, without undue risk of loss, having regard to the funding, policies and requirements of the Plan and the Plan’s ability to meet its financial obligations.

Pursuant to the *Royal Canadian Mounted Police Superannuation Act*, the Government of Canada, which administers the Plan and the Fund, may at any time call upon the net assets of PSP Investments allocated to the Fund’s Plan Account for amounts required for the purpose of paying benefits under the Plan in respect of Post-2000 Service, or generally, for the purpose of reducing any non-permitted surplus in the Fund.

PSP Investments and the majority of its subsidiaries are exempt from Part I tax under paragraphs 149(1)(d) and 149(1)(d.2) of the *Income Tax Act* (Canada), respectively.

PSP Investments’ registered office is located at 1 Rideau Street, Ottawa, Ontario, Canada and its principal business office is at 1250 René Lévesque Boulevard West, Montreal, Quebec, Canada.

### 2 SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been applied in the preparation of these Financial Statements are summarized below and have been used throughout all periods presented.

#### 2.1. BASIS OF PRESENTATION

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

PSP Investments qualifies as an investment entity as defined under IFRS 10 *Consolidated Financial Statements* and, consequently, does not consolidate its subsidiaries other than those that solely provide it with services that relate to its investment activities. Instead, PSP Investments measures its investments in subsidiaries at fair value through profit or loss (“FVTPL”) in accordance with IFRS 9 *Financial Instruments* (“IFRS 9”), including those that are formed by PSP Investments and that qualify as investment entities (“investment entity subsidiaries”). PSP Investments also measures its investments in associates, joint ventures and financial assets and financial liabilities at FVTPL in accordance with IAS 28 *Investments in Associates and Joint Ventures* and IFRS 9.

These Financial Statements present the Plan Account’s financial position and results of operations of PSP Investments and its subsidiaries that solely provide it with services that relate to its investment activities, as allocated to the Plan Account. They reflect the economic activity of PSP Investments as it pertains to the investment of the net contributions transferred to it for the Fund in respect of Post-2000 Service. Accordingly, they do not reflect all of the assets or the details of the pension contributions, payments and liabilities under the Plan.

These Financial Statements were authorized for issue in accordance with a resolution of the Board of Directors on May 12, 2017.

## 2 SIGNIFICANT ACCOUNTING POLICIES

(continued)

### 2.2. INVESTMENT ENTITY STATUS

PSP Investments has determined that it meets the mandatory items of the definition of an investment entity under IFRS 10 on the basis of the facts and circumstances as at the end of the period. They are as follows:

#### (i) *Mandate and business purpose*

As further described in Note 1, PSP Investments' mandate is to manage and invest the amounts that are transferred to it in the best interests of the beneficiaries and contributors under the *Superannuation Acts*. Consequently, PSP Investments' business purpose is to invest with a view of achieving a maximum rate of return from capital appreciation and income from investments, without undue risk of loss.

#### (ii) *Performance evaluation*

PSP Investments measures and evaluates the performance of its investments on a fair value basis.

In addition to the mandatory items of the definition, IFRS 10 also outlines certain typical characteristics of an investment entity, the absence of any of which does not necessarily preclude an entity from qualifying as an investment entity. One of these characteristics is that an investment entity should have investors that are not related parties of the entity.

As described in Note 13, since PSP Investments is a Crown corporation, it is considered to be related to the Government of Canada as well as other entities that are controlled or jointly controlled by the Government of Canada or entities over which the latter has significant influence. Consequently, since the funds managed by PSP Investments originate from related parties, it may be considered not to meet the typical characteristic outlined above. However, the Act provides a framework to ensure that PSP Investments operates at arm's length from the Government of Canada. Accordingly, it meets all of the mandatory items of the definition described above and qualifies as an investment entity.

Should any changes occur in the facts and circumstances, PSP Investments will evaluate the impact of any such changes on its investment entity status.

### 2.3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these Financial Statements are set out below.

#### 2.3.1. Financial Instruments

##### (i) *Classification*

Financial assets representing investments are managed, together with related financial liabilities, according to the entity's business model to maximize the rate of return. The performance of such financial instruments is evaluated on a fair value basis and they are classified at FVTPL. They are described in detail in Note 4.1.

Borrowings as described under Note 8, are financial liabilities that are designated to be measured at FVTPL since they are part of the portfolios of investments that are managed together and whose performance is evaluated on a fair value basis.

##### (ii) *Recognition*

Financial assets and financial liabilities are recorded at the date upon which PSP Investments becomes a party to the associated contractual provisions. In the case of traded financial assets, they are recorded as of the trade date.

##### (iii) *Initial and subsequent measurement*

All financial assets and financial liabilities are recorded in the Statements of Financial Position at fair value and continue to be measured as such on a recurring basis. After initial measurement, subsequent changes in the fair value of financial assets and financial liabilities classified at FVTPL are recorded in the Statements of Comprehensive Income.

If fair value changes in financial liabilities designated to be measured at FVTPL result from fluctuations in PSP Investments' own credit risk, they are recorded in other comprehensive income. All other changes in fair value are recorded in investment income.

##### (iv) *Derecognition*

A financial asset (or, where applicable, a part thereof) is derecognized when the following conditions are met:

- The rights to receive cash flows from the asset have expired, or
- PSP Investments has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows to a third party,

and

- PSP Investments has transferred substantially all the risks and rewards of the asset, or
- In cases where PSP Investments has neither transferred nor retained substantially all the risks and rewards of the asset, it has transferred control of the asset.

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expired.

## 2 SIGNIFICANT ACCOUNTING POLICIES

(continued)

### 2.3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### 2.3.2. Determination of Fair Value

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

At initial recognition, PSP Investments evaluates the facts and circumstances related to a transaction to confirm that the transaction price represents the fair value of an asset or a liability. At each subsequent reporting date, market prices are used to determine fair value where an active market exists (such as a recognized securities exchange), as they reflect actual and regularly occurring market transactions on an arm's length basis. If quoted market prices are not available, then fair value is estimated using valuation techniques based on inputs existing at the end of the reporting period that are derived from observable market data.

Valuation techniques are generally applied to investments in Private Markets, over-the-counter (OTC) derivatives and certain fixed income securities. The values derived from applying these techniques are impacted by the choice of valuation model and the underlying assumptions made concerning factors such as the amounts and timing of future cash flows, discount rates, volatility and credit risk. In certain cases, such assumptions are not supported by market observable data.

The determination of fair value of all financial assets and financial liabilities is described in Note 4.

#### 2.3.3. Functional and Presentation Currency

The functional and presentation currency of PSP Investments and its consolidated subsidiaries is the Canadian dollar, which is the currency of the primary economic environment in which each entity within the consolidated group operates. PSP Investments' performance and that of its consolidated subsidiaries is evaluated and its liquidity is managed in Canadian dollars.

#### 2.3.4. Foreign Currency Translation

Foreign currency transactions during the period, including purchases and sales of securities, income and expenses, are translated at the rate of exchange prevailing on the date of the transaction.

Monetary assets and liabilities that are denominated in foreign currencies are translated at the functional currency rate of exchange prevailing at the end of the reporting period.

Foreign currency transaction gains and losses on all monetary assets and liabilities are included in investment income.

#### 2.3.5. Securities Lending and Securities Borrowing and Related Collateral

PSP Investments participates in securities lending and borrowing programs whereby it lends and borrows securities in order to enhance portfolio returns. Lending and borrowing transactions including related collateral under such programs do not transfer the risks or rewards of ownership of the securities to the counterparty. Consequently, PSP Investments does not derecognize securities lent or pledged as collateral, or recognize securities borrowed or received as collateral. Cash collateral received is recognized as described in Note 4.1.8.

The securities lending and borrowing programs require collateral in cash, high-quality debt instruments or securities. Collateral transactions are conducted under terms that are usual and customary in standard securities lending and borrowing programs. PSP Investments and its counterparties are authorized to sell, repledge or otherwise use collateral held. The same securities or equivalent securities must be returned to the counterparty at the end of the contract, unless an event of default occurs.

#### 2.3.6. Securities sold under Repurchase Agreements and purchased under Reverse Repurchase Agreements and Related Collateral

PSP Investments is party to repurchase and reverse repurchase agreements. Such agreements involve the sale of securities by one counterparty with a simultaneous agreement to repurchase such securities at a specified price and at a specified future date.

Securities sold or purchased under the repurchase and reverse repurchase agreements respectively, including related collateral, are not derecognized or recognized as all risks and rewards of ownership related to such securities are not transferred. As such, in the case where PSP Investments is the counterparty selling securities under such agreements, all income (loss) related to such securities continues to be reported in investment income and obligations to repurchase the securities sold are accounted for as investment-related liabilities. The difference between the fair value of the securities sold and the repurchase price is recorded as interest expense. In the case where PSP Investments is the counterparty purchasing securities under such agreements, no income (loss) related to such securities is recognized and obligations to resell the securities are accounted for as investment-related receivables. The difference between the fair value of the securities purchased and resale price is recorded in investment income.

Transactions under repurchase and reverse repurchase agreements involve pledging collateral consisting of cash or securities deemed acceptable by the counterparties. Collateral transactions are conducted under terms that are usual and customary in standard repurchase arrangements. Such terms require the relevant counterparty to pledge additional collateral based on the changes in the fair value of the existing collateral pledged as well as the related securities sold or purchased. The counterparties are authorized to sell, repledge or otherwise use collateral held. The securities pledged as collateral must be returned to the relevant counterparty at the end of the contract, unless an event of default occurs.

## 2 SIGNIFICANT ACCOUNTING POLICIES

(continued)

### 2.3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### 2.3.7. Offsetting of Financial Instruments

Financial assets and financial liabilities are offset with the net amount reported in the Statements of Financial Position only if PSP Investments has a current legally enforceable right to offset the recognized amounts and the intent to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

#### 2.3.8. Equity

The statutory rights of the Government of Canada pursuant to the *Superannuation Acts* are described under Note 1 and are classified as equity instruments on the following basis:

- Under such rights the Government of Canada is entitled to PSP Investments' net assets at any time for the purposes set out in the *Superannuation Acts*. Such rights do not contain any additional obligations for PSP Investments to deliver amounts to the Government of Canada.
- Such rights are the most subordinate claim on PSP Investments' net assets.
- The total expected cash flows attributable to such rights, at any time, is solely based on the fair value of the net assets of PSP Investments at that time. Further, the fair value of the net assets of PSP Investments in its entirety represents the amounts that the Government of Canada may call upon at any time.

#### 2.3.9. Investment Income

Investment income is made up of interest, dividends, gains (losses) on the disposal of financial assets and financial liabilities as well as gains (losses) which reflect the change in unrealized appreciation (depreciation) of financial assets held and financial liabilities outstanding at the end of the reporting period. Interest is recognized, on a consistent basis, using the prescribed rates until maturity. Dividends are recognized when the right to receive them has been obtained, generally on the ex-dividend date.

#### 2.3.10. Investment-Related Expenses

Investment-related expenses are made up of interest expense, as described in Note 4.1.7, transaction costs, external investment management fees and other (net).

Transaction costs are incremental costs directly attributable to the acquisition, due diligence, issue, or disposal of a financial asset or financial liability, and they are expensed as incurred.

External investment management fees are directly attributable to the external management of assets on behalf of PSP Investments. These fees are paid directly by PSP Investments and comprise base fees accrued as a percentage of the fair value of the assets managed externally and performance fees accrued as a function of various performance indicators. This excludes amounts not paid directly by PSP Investments for certain pooled fund investments classified under alternative investments and for investments in private markets and other fixed income securities as outlined in Note 10.

#### 2.3.11. Fund Transfers

Amounts are received from the Government of Canada for the Fund and are recorded in the Plan Account.

### 2.4. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

In preparing the Financial Statements, management makes certain judgments, estimates and assumptions that can affect the amounts reported therein. Significant judgments include those related to the determination of the investment entity status as described in Note 2.2.

Management also makes estimates and assumptions in the measurement, risk assessment and related disclosures surrounding investments in private markets and certain fixed income securities. The main assumptions made by management regarding measurement of financial instruments are outlined in Note 4.2.3 and those regarding the assessment of risk are outlined in Note 7.

Although estimates and assumptions reflect management's best judgment, actual results may differ from such estimates due to the uncertainties involved in using them.

### 3 CURRENT AND FUTURE CHANGES IN ACCOUNTING STANDARDS

#### 3.1. ACCOUNTING STANDARDS ADOPTED IN THE CURRENT YEAR

##### *IFRS 11 Joint Arrangements*

IFRS 11 was amended, effective for annual periods beginning on or after January 1, 2016, to add new guidance on the accounting for acquisitions of interests in a joint operation that constitutes a business. Acquirers of such interests shall apply all of the principles in business combinations accounting in IFRS 3 *Business Combinations*, and other IFRS, that do not conflict with the guidance in IFRS 11 and disclose the information that is required in those IFRS in relation to business combinations. On April 1, 2016, PSP Investments adopted this amendment with no impact on the presentation of the Financial Statements.

#### 3.2. ACCOUNTING STANDARDS ADOPTED BEFORE THE EFFECTIVE DATE

##### *IFRS 9 Financial Instruments*

In 2014, the IASB completed its project to replace IAS 39 *Financial Instruments: Recognition and Measurement* with IFRS 9. The Standard includes requirements for recognition, derecognition, classification and measurement of financial assets and liabilities. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early application permitted.

PSP Investments initially adopted IFRS 9 (2014) in its Consolidated Financial Statements for the year ended March 31, 2016. Significant accounting policies in connection with IFRS 9 are described under Note 2.3.1.

#### 3.3. FUTURE ACCOUNTING STANDARDS

A number of new standards, amendments and interpretations have been issued by the IASB, but are not yet effective. The following relates to one or more of PSP Investments' significant accounting policies or disclosures:

##### *IAS 7 Statement of Cash Flows*

IAS 7 was amended, effective for annual periods beginning on or after January 1, 2017, to add new guidance on disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. PSP Investments will apply the amendments starting from April 1, 2017 and will make the required note disclosures in the Financial Statements.

##### *IAS 28 Investment in Associates and Joint Ventures*

IAS 28 was amended, effective for annual periods beginning on or after January 1, 2018, to add a clarification that serves to elaborate and clarify that the election to measure investees at fair value is available on an investment by investment basis and is not an election that must be applied consistently to the measurement of all associates and joint ventures. Management has determined that the amendment will not have an impact on the Financial Statements.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES

### 4.1. CLASSES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Financial assets and financial liabilities are aggregated, in the following table, in classes that reflect their respective exposure as well as investment sectors. Their fair values were as follows, as at:

(Canadian \$ millions)	March 31, 2017	March 31, 2016
<b>Public markets</b>		
Canadian equity	\$ 461	\$ 463
Foreign equity	2,140	1,892
<b>Private markets</b>		
Real estate	1,766	1,634
Private equity	988	818
Infrastructure	958	691
Natural resources	309	221
<b>Fixed income</b>		
Cash and money market securities	898	430
Government and corporate bonds	1,581	1,450
Inflation-linked bonds	560	538
Private debt securities <sup>A</sup>	664	385
Other fixed income securities <sup>A</sup>	241	192
<b>Alternative investments</b>	582	482
	<b>\$ 11,148</b>	<b>\$ 9,196</b>
<b>Investment-related assets</b>		
Amounts receivable from pending trades	\$ 83	\$ 32
Interest receivable	23	16
Dividends receivable	10	7
Securities purchased under reverse repurchase agreements	193	78
Derivative-related assets	65	232
	<b>\$ 374</b>	<b>\$ 365</b>
<b>Investments representing financial assets at FVTPL</b>	<b>\$ 11,522</b>	<b>\$ 9,561</b>
<b>Investment-related liabilities</b>		
Amounts payable from pending trades	\$ (78)	\$ (42)
Interest payable	(3)	(2)
Securities sold short and securities loaned	(676)	(194)
Securities sold under repurchase agreements	(80)	(105)
Derivative-related liabilities	(61)	(84)
	<b>\$ (898)</b>	<b>\$ (427)</b>
<b>Investment-related liabilities representing financial liabilities at FVTPL</b>	<b>\$ (898)</b>	<b>\$ (427)</b>
<b>Borrowings</b>		
Capital market debt financing	\$ (784)	\$ (643)
<b>Borrowings representing financial liabilities designated at FVTPL</b>	<b>\$ (784)</b>	<b>\$ (643)</b>
<b>Net investments</b>	<b>\$ 9,840</b>	<b>\$ 8,491</b>

<sup>A</sup> During the year ended March 31, 2017, private debt securities were reclassified out of other fixed income securities and into a standalone caption in order to better reflect their nature and common characteristics. Accordingly, comparative figures were adjusted to decrease other fixed income securities by \$385 million and increase private debt securities by the same amount. Notes 4.2.1 and 4.2.3 were adjusted similarly.

#### 4.1.1. Public Markets

Public markets consist of Canadian and foreign investments in the following securities: common shares, American depository receipts, global depository receipts, participation notes, preferred shares, income trust units, exchange traded funds units, pooled funds units, and securities convertible into common shares of publicly listed issuers.

Direct investments in Canadian and foreign equities are measured at fair value using quoted prices in active markets and are based on the most representative price within the bid-ask spread.

In the case of investments in pooled funds, fair value is measured using unit values obtained from each of the funds' administrators, which are derived from the fair value of the underlying investments in each pooled fund. Management reviews the fair value received and, where necessary, the impact of restrictions on the sale or redemption of such investments is taken into consideration.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.1. CLASSES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

#### 4.1.2. Private Markets

Private markets consist of investments in real estate, private equity, infrastructure and natural resources.

Real estate investments are comprised of direct equity positions in various private entities, fund investments, as well as properties in the real estate sector. Real estate investments focus on partnerships, companies and properties operating mainly in the retirement and residential, office, retail, and industrial sectors, as well as private funds invested in real estate assets. Real estate investments are presented net of all third-party financing. As at March 31, 2017, leverage in the form of third-party financing undertaken by investment entity subsidiaries and direct real estate investments controlled by PSP Investments was \$505 million for the Plan Account (March 31, 2016 – \$457 million).

Private equity investments are comprised of fund investments with similar objectives, co-investments in private entities as well as direct equity positions.

Infrastructure investments are comprised of direct equity positions, fund investments and co-investments in various private entities. Infrastructure investments focus on entities engaged in the management, ownership or operation of assets in energy, transportation and other regulated businesses. Infrastructure investments are presented net of all third-party financing. As at March 31, 2017, leverage in the form of third-party financing undertaken by direct infrastructure investments controlled by PSP Investments was \$286 million for the Plan Account (March 31, 2016 – \$116 million).

Natural resources investments are comprised of direct equity positions, fund investments and partnerships. Natural resources investments focus on entities engaged in the management, ownership or operation of assets in timberlands, agriculture and upstream oil and gas.

The process for fair value measurement of private markets investments is described in Note 4.2.2 and the valuation techniques together with the significant inputs used are described in Note 4.2.3.

#### 4.1.3. Fixed Income

Fixed income consists of cash and money market securities, government and corporate bonds, inflation-linked bonds, private debt securities and other fixed income securities.

Cash and money market securities include instruments having a maximum term to maturity of one year, such as treasury bills, certificates of deposit and bankers' acceptances. A portion of such instruments has maturities of 90 days or less and is held to meet short-term financial commitments. Such instruments are readily convertible into known amounts of cash and have an insignificant risk of change in value. They are considered cash and cash equivalents for purposes of the Statements of Cash Flows and amounted to \$277 million as at March 31, 2017 (March 31, 2016 – \$100 million). Treasury bills are valued based on prices obtained from third-party pricing sources. Such prices are determined using the most representative price within a spread of dealer quotations. Certificates of deposit and bankers' acceptances are recorded at cost plus accrued interest, which approximates their fair value given their short-term nature.

Government and corporate bonds include Canadian and foreign, federal, provincial, territorial and municipal bonds. Inflation-linked bonds are fixed income securities that earn inflation-adjusted returns.

Private debt securities are fixed income securities of private companies held directly or through private funds. Such debt securities take the form of senior debt, mezzanine and distressed debt and primary and secondary investments in leveraged loans. Private debt securities also include third-party loans such as junior and senior debts, construction loans, bridge loans, income-participating loans, as well as other structured finance products in the real estate sector.

Other fixed income securities consist of asset-backed securities and floating rate notes.

Fair values of government and most corporate bonds, inflation-linked bonds, floating rate notes and mortgage-backed securities are based on prices obtained from third-party pricing sources. Such prices are determined using either an appropriate interest rate curve with a spread associated with the credit quality of the issuer or other generally accepted pricing methodologies.

Asset-backed securities consist mainly of asset-backed term notes (ABTNs) and mortgage-backed securities. The ABTNs were received in exchange for third-party or non-bank sponsored asset-backed commercial paper (ABCP) that suffered a liquidity disruption in mid-August 2007 and were subsequently restructured in January 2009.

The fair values of certain corporate bonds, private debt securities and ABTNs are determined using valuation techniques. Such techniques, together with the significant inputs used, are described in Note 4.2.3.

The fair value measurement of fund investments included as part of private debt securities is described in Note 4.2.2.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.1. CLASSES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

#### 4.1.4. Alternative Investments

Alternative investments consist mainly of units of funds that hold a mix of equity, fixed income and derivative instruments as well as hedge funds. The fair value of these investments is determined based on the fair values reported by the funds' administrators or general partners and reflects the fair value of the underlying equity, fixed income or derivative instruments, as applicable. Management reviews the fair value received and, where necessary, the impact of restrictions on the sale or redemption of such investments is taken into consideration.

#### 4.1.5. Amounts Receivable and Payable from Pending Trades

Amounts receivable from pending trades consist of proceeds on sales of investments, excluding derivative financial instruments, which have been traded but remain unsettled at the end of the reporting period.

Amounts payable from pending trades consist of the cost of purchases of investments, excluding derivative financial instruments, which have been traded but remain unsettled at the end of the reporting period.

The fair value of amounts receivable and payable from pending trades reflects the value at which their underlying original sale or purchase transactions were undertaken.

#### 4.1.6. Interest and Dividends Receivable

Interest and dividends are recorded at the amounts expected to be received at the end of the reporting period, which approximates fair value.

#### 4.1.7. Interest Payable

With respect to the borrowings described in Note 4.1.10, interest is accrued at the amount expected to be paid at the end of the reporting period, which approximates fair value.

#### 4.1.8. Securities Sold Short and Securities Loaned

Securities sold short reflect PSP Investments' obligation to purchase securities pursuant to short selling transactions. In such transactions, PSP Investments sells securities it does not own with an obligation to purchase similar securities on the market to cover its position.

Using quoted market prices that are based on the most representative price within the bid-ask spread, the fair value of securities sold short is measured using the same method as the similar long positions presented within public markets and fixed income.

As part of securities lending and certain OTC derivative transactions, cash collateral is received and reinvested by PSP Investments. PSP Investments recognizes cash collateral received with a corresponding payable. The payable balance reflects the obligation of the transferee to return cash collateral to the transferor at the end of the transaction in the absence of an event of default by the transferor.

#### 4.1.9. Securities Sold under Repurchase Agreements and Purchased under Reverse Repurchase Agreements

As described in Note 2.3.6, PSP Investments is party to repurchase and reverse repurchase agreements. Obligations to repurchase or resell the securities sold or purchased under such agreements are recorded at cost plus accrued interest, which approximates fair value.

#### 4.1.10. Borrowings under the Capital Market Debt Program

PSP Investments' capital market debt program is described in Note 8.2. Short-term promissory notes are recorded at cost plus accrued interest, which approximates fair value. The fair value of PSP Investments' medium-term notes is based on prices that are obtained from third-party pricing sources. Such prices are determined using an interest rate curve with a spread consistent with PSP Investments' credit quality.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.1. CLASSES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

#### 4.1.11. Derivative-Related Assets and Liabilities

Derivative financial instruments are financial contracts that are settled at a future date. The value of such instruments is derived from changes in the value of the underlying assets, interest or exchange rates. Derivative financial instruments do not, typically, require an initial net investment. In certain cases, they require an initial net investment that is less than what would be required to hold the underlying position directly. Derivative financial instruments can be listed or traded OTC. OTC instruments consist of those that are bilaterally negotiated and settled, and those that are cleared (OTC-cleared) by a central clearing party (CCP).

PSP Investments uses derivative financial instruments to enhance returns or to replicate investments synthetically. Derivatives are also used to reduce the risk associated with existing investments.

PSP Investments uses the following types of derivative financial instruments:

#### *Swaps*

Swaps are transactions whereby two counterparties exchange cash flow streams with each other based on predetermined conditions that include a notional amount and a term. Swaps are used to increase returns or to adjust exposures of certain assets without directly purchasing or selling the underlying assets.

#### *Futures*

Futures are standardized contracts to take or make delivery of an asset (buy or sell) at a predefined price and predefined future date. Futures are used to adjust exposures to specified assets without directly purchasing or selling the underlying assets.

#### *Forwards*

Forwards are contracts involving the sale by one party and the purchase by another party of a predefined amount of an underlying instrument, at a predefined price and at a predefined date in the future. Forwards are used to adjust exposures to specified assets without directly purchasing or selling the underlying assets.

#### *Options*

Options are contracts where the seller gives the purchaser the right, but not the obligation, to buy or sell a given amount of an underlying security, index, or commodity, at an agreed-upon price stipulated in advance, either at a determined date or at any time before the predefined maturity date.

#### *Warrants and Rights*

Warrants are options to purchase an underlying asset which is in the form of a transferable security and which can be listed on an exchange.

Rights are securities giving shareholders entitlement to purchase new shares issued by a corporation at a predetermined price (normally less than the current market price) in proportion to the number of shares already owned. Rights are issued only for a short period of time, after which they expire.

#### *Determination of Fair Value of Derivative Financial Instruments*

Listed derivative financial instruments are recorded at fair value using quoted market prices that are based on the most representative price within the bid-ask spread. OTC-cleared derivatives are recorded at fair value using prices obtained from the CCP. OTC derivatives are valued using appropriate valuation techniques such as discounted cash flows. These techniques use significant inputs that are observable in the market such as current market yields.

#### *Notional Values and Fair Values of Derivative-Related Assets and Liabilities*

Notional values of derivative financial instruments are not recorded as assets or liabilities as they represent the face amount of the contract. Except for credit derivatives, notional values do not represent the potential gain or loss associated with the market or credit risk of such transactions disclosed below. Rather, they serve as the basis upon which the cash flows and the fair value of the contracts are determined.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.1. CLASSES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

#### 4.1.1. Derivative-Related Assets and Liabilities (continued)

The following table summarizes the derivatives portfolio as at:

(Canadian \$ millions)	March 31, 2017			March 31, 2016		
	Notional Value	Fair Value		Notional Value	Fair Value	
		Assets	Liabilities		Assets	Liabilities
<b>Equity and commodity derivatives</b>						
<b>Listed</b>						
Futures	\$ 102	\$ -	\$ -	\$ 49	\$ -	\$ -
Warrants and rights	-	1	-	-	-	-
Options: Purchased	281	2	-	110	2	-
Written	235	-	(2)	102	-	(2)
<b>OTC</b>						
Total return swaps	2,099	18	(8)	1,518	69	(2)
Options: Purchased	138	4	-	423	5	-
Written	134	-	(3)	427	-	(4)
<b>Currency derivatives</b>						
<b>Listed</b>						
Futures	10	-	-	12	-	-
<b>OTC</b>						
Forwards	2,043	7	(22)	3,163	123	(17)
Swaps	333	1	(3)	236	1	(23)
Options: Purchased	697	6	-	639	7	-
Written	708	-	(5)	781	-	(6)
<b>Interest rate derivatives</b>						
<b>Listed</b>						
Futures	576	-	-	544	-	-
Options: Purchased	2,496	1	-	172	-	-
Written	2,754	-	-	1,488	-	-
<b>OTC</b>						
Bond forwards	-	-	-	24	-	-
Interest rate swaps	901	12	(7)	817	12	(14)
Inflation swaps	-	-	-	39	-	-
Swaptions	2,041	10	(7)	2,116	11	(11)
Options: Purchased	1,657	3	-	615	1	-
Written	2,296	-	(2)	918	-	(1)
<b>OTC-cleared</b>						
Interest rate swaps	2,836	-	-	578	-	-
Inflation swaps	5	-	-	-	-	-
<b>Credit derivatives<sup>A</sup></b>						
<b>OTC</b>						
Credit default swaps: Purchased	79	-	(2)	131	1	(2)
Sold	22	-	-	38	-	(2)
<b>OTC-cleared</b>						
Credit default swaps: Purchased	60	-	-	46	-	-
Sold	86	-	-	104	-	-
<b>Total</b>		<b>\$ 65</b>	<b>\$ (61)</b>		<b>\$ 232</b>	<b>\$ (84)</b>

<sup>A</sup> PSP Investments, through sold credit derivatives, indirectly guarantees the underlying reference obligations. The maximum potential exposure is the notional amount of the sold credit derivatives as shown in the table above.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.1. CLASSES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

#### 4.1.11. Derivative-Related Assets and Liabilities (continued)

Total derivative-related assets and liabilities are comprised of:

(Canadian \$ millions)	March 31, 2017			March 31, 2016		
	Notional Value	Fair Value		Notional Value	Fair Value	
		Assets	Liabilities		Assets	Liabilities
Listed derivatives	\$ 6,454	\$ 4	\$ (2)	\$ 2,477	\$ 2	\$ (2)
OTC derivatives	13,148	61	(59)	11,885	230	(82)
OTC-cleared derivatives	2,987	-	-	728	-	-
<b>Total</b>		<b>\$ 65</b>	<b>\$ (61)</b>		<b>\$ 232</b>	<b>\$ (84)</b>

The term to maturity based on notional value for the derivatives was as follows as at March 31:

(Canadian \$ millions)	2017	2016
Less than 3 months	\$ 8,027	\$ 6,976
3 to 12 months	7,503	4,087
Over 1 year	7,059	4,027

### 4.2. FAIR VALUE HIERARCHY

#### 4.2.1. Classification

Financial assets and financial liabilities described under Note 4.1 are classified within the fair value hierarchy, described as follows, based on the lowest level of input that is significant to the fair value measurement as a whole.

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that PSP Investments can access at the end of the reporting period.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or the liability, either directly or indirectly. Level 2 inputs include:
  - (i) Quoted prices for similar assets or liabilities in active markets.
  - (ii) Quoted prices for identical or similar assets or liabilities in markets that are not active.
  - (iii) Inputs other than quoted prices that are observable for the asset or liability.
  - (iv) Market-corroborated inputs.
- Level 3 inputs are unobservable inputs for the asset or liability that are used within model-based techniques. They reflect management's assessment of the assumptions that market participants would use in pricing the assets or liabilities.

The classification within the levels of the hierarchy is established at the time of the initial determination of fair value of the asset or liability and reviewed at the end of each reporting period. PSP Investments determines whether a transfer between levels has occurred and recognizes such transfer at the beginning of the reporting period.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.2. FAIR VALUE HIERARCHY (continued)

#### 4.2.1. Classification (continued)

The following table shows the fair value of financial assets and financial liabilities as at March 31, 2017 classified within the fair value hierarchy:

(Canadian \$ millions)	Level 1	Level 2	Level 3	Total Fair Value
<b>Public markets</b>				
Canadian equity	\$ 397	\$ 64	\$ -	\$ 461
Foreign equity	1,867	252	21	2,140
<b>Private markets</b>				
Real estate	-	-	1,766	1,766
Private equity	-	-	988	988
Infrastructure	-	-	958	958
Natural resources	-	-	309	309
<b>Fixed income</b>				
Cash and money market securities	-	898	-	898
Government and corporate bonds	-	1,563	18	1,581
Inflation-linked bonds	-	560	-	560
Private debt securities	-	-	664	664
Other fixed income securities	-	239	2	241
<b>Alternative investments</b>				
	-	110	472	582
	\$ 2,264	\$ 3,686	\$ 5,198	\$ 11,148
<b>Investment-related assets</b>				
Amounts receivable from pending trades	\$ -	\$ 83	\$ -	\$ 83
Interest receivable	-	23	-	23
Dividends receivable	-	10	-	10
Securities purchased under reverse repurchase agreements	-	193	-	193
Derivative-related assets	4	61	-	65
	\$ 4	\$ 370	\$ -	\$ 374
<b>Investments representing financial assets at FVTPL</b>	\$ 2,268	\$ 4,056	\$ 5,198	\$ 11,522
<b>Investment-related liabilities</b>				
Amounts payable from pending trades	\$ -	\$ (78)	\$ -	\$ (78)
Interest payable	-	(3)	-	(3)
Securities sold short and securities loaned	(208)	(468)	-	(676)
Securities sold under repurchase agreements	-	(80)	-	(80)
Derivative-related liabilities	(2)	(59)	-	(61)
<b>Investment-related liabilities representing financial liabilities at FVTPL</b>	\$ (210)	\$ (688)	\$ -	\$ (898)
<b>Borrowings</b>				
Capital market debt financing	\$ -	\$ (784)	\$ -	\$ (784)
<b>Borrowings representing financial liabilities designated at FVTPL</b>	\$ -	\$ (784)	\$ -	\$ (784)
<b>Net investments</b>	\$ 2,058	\$ 2,584	\$ 5,198	\$ 9,840

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.2. FAIR VALUE HIERARCHY (continued)

#### 4.2.1. Classification (continued)

The following table shows the fair value of financial assets and financial liabilities as at March 31, 2016 classified within the fair value hierarchy:

(Canadian \$ millions)	Level 1	Level 2	Level 3	Total Fair Value
<b>Public markets</b>				
Canadian equity	\$ 410	\$ 53	\$ -	\$ 463
Foreign equity	1,562	330	-	1,892
<b>Private markets</b>				
Real estate	-	-	1,634	1,634
Private equity	-	-	818	818
Infrastructure	-	-	691	691
Natural resources	-	-	221	221
<b>Fixed income</b>				
Cash and money market securities	-	430	-	430
Government and corporate bonds	-	1,429	21	1,450
Inflation-linked bonds	-	538	-	538
Private debt securities	-	-	385	385
Other fixed income securities	-	141	51	192
<b>Alternative investments</b>				
	-	90	392	482
	\$ 1,972	\$ 3,011	\$ 4,213	\$ 9,196
<b>Investment-related assets</b>				
Amounts receivable from pending trades	\$ -	\$ 32	\$ -	\$ 32
Interest receivable	-	16	-	16
Dividends receivable	-	7	-	7
Securities purchased under reverse repurchase agreements	-	78	-	78
Derivative-related assets	2	230	-	232
	\$ 2	\$ 363	\$ -	\$ 365
<b>Investments representing financial assets at FVTPL</b>				
	\$ 1,974	\$ 3,374	\$ 4,213	\$ 9,561
<b>Investment-related liabilities</b>				
Amounts payable from pending trades	\$ -	\$ (42)	\$ -	\$ (42)
Interest payable	-	(2)	-	(2)
Securities sold short	(161)	(33)	-	(194)
Securities sold under repurchase agreements	-	(105)	-	(105)
Derivative-related liabilities	(2)	(82)	-	(84)
<b>Investment-related liabilities representing financial liabilities at FVTPL</b>				
	\$ (163)	\$ (264)	\$ -	\$ (427)
<b>Borrowings</b>				
Capital market debt financing	\$ -	\$ (643)	\$ -	\$ (643)
<b>Borrowings representing financial liabilities designated at FVTPL</b>				
	\$ -	\$ (643)	\$ -	\$ (643)
<b>Net investments</b>				
	\$ 1,811	\$ 2,467	\$ 4,213	\$ 8,491

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.2. FAIR VALUE HIERARCHY (continued)

#### 4.2.2. Process for Level 3 Fair Value Determination

The valuation process is monitored and governed by an internal valuation committee (“VC”). This committee is responsible for overseeing all aspects of fair value determination. This includes establishing valuation methodologies and procedures for each type of investment and ensuring they are complied with. Valuation methodologies established are based on widely recognized practices that are consistent with professional appraisal standards. Such standards include, among others, the *International Private Equity and Venture Capital Valuation Guidelines*, the *Canadian Uniform Standards of Professional Appraisal Practice* and the *Uniform Standards of Professional Appraisal Practice* in the United States of America.

The fair value of investments classified as Level 3 is determined at least annually. Quarterly, the fair value is reviewed and adjusted, as appropriate, to reflect the impact of any significant market or investment-specific events or circumstances. For each investment, the relevant valuation methodology is applied consistently over time as appropriate in the prevailing circumstances. The appropriateness of significant changes in valuation methodologies is reviewed by the VC.

In cases where the services of third-party appraisers are used, management ensures their independence and that valuation methods used are consistent with professional appraisal standards outlined above. In validating the work performed by appraisers, management ensures that the assumptions used correspond to financial information and forecasts of the underlying investment.

With respect to fund investments classified as Level 3, the annual fair value is generally determined based on audited financial statements received from the fund’s general partner. In certain cases fair value is obtained from information provided by the fund’s administrators and is reviewed by Management to ensure reasonableness and adherence to acceptable industry valuation methods. Where necessary, the impact of restrictions on the sale or redemption of such investments is taken into consideration in determining fair value.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.2. FAIR VALUE HIERARCHY (continued)

#### 4.2.3. Level 3 Significant Inputs

The following table outlines key information with respect to significant inputs related to financial assets and financial liabilities categorized within Level 3 as at March 31, 2017:

Financial Assets and Financial Liabilities	Type of Investment	Fair Value (Canadian \$ millions)	Significant Valuation Techniques	Significant Unobservable Inputs	Range (Weighted Average)
<b>Public markets</b>					
Foreign equity	Direct investments	\$ 21	Net asset value method (NAV) <sup>A</sup>	N/A	N/A
<b>Private markets</b>					
Real estate	Direct and co-investments	\$ 1,663	Discounted cash flow (DCF)	Discount rate <sup>B, C</sup>	4.50% - 25.00% (8.06%)
				Terminal capitalization rate <sup>B, C</sup>	4.25% - 10.25% (6.04%)
			Direct capitalization	Capitalization rate <sup>B, D</sup>	2.75% - 8.00% (5.69%)
				Stabilized occupancy rate <sup>D, E</sup>	94.00% - 100.00% (97.77%)
			Sales comparison approach	Price per square foot <sup>D, E</sup>	\$2.82 - \$1,115.10 (\$153.82)
			NAV <sup>A</sup>	N/A	N/A
	Transaction price	N/A	N/A		
Fund investments	\$ 103	NAV <sup>A</sup>	N/A	N/A	
Other private markets	Direct and co-investments	\$ 1,570	DCF	Discount rate <sup>B</sup>	5.91% - 12.70% (9.36%)
			Market comparables	N/A	N/A
			NAV <sup>A</sup>	N/A	N/A
			Transaction price	N/A	N/A
	Fund investments	\$ 685	NAV <sup>A</sup>	N/A	N/A
<b>Fixed income</b>					
Corporate bonds	Convertible bonds	\$ 18	DCF	Discount rate <sup>B</sup>	3.90% - 14.10% (7.50%)
Private debt securities	Direct and co-investments	\$ 353	DCF	Discount rate <sup>B</sup>	4.49% - 12.25% (9.07%)
			NAV <sup>A</sup>	N/A	N/A
	Transaction price	N/A	N/A		
Fund investments	\$ 311	NAV <sup>A</sup>	N/A	N/A	
Other fixed income	Asset-backed term notes	\$ 2	Third-party pricing <sup>A</sup>	N/A	N/A
<b>Alternative investments</b>	Fund investments	\$ 472	NAV <sup>A</sup>	N/A	N/A
<b>Total</b>		<b>\$ 5,198</b>			

<sup>A</sup> In certain cases, fair value is determined by third parties where valuation information is not available to PSP Investments.

<sup>B</sup> An increase (decrease) in this unobservable input, taken individually, generally results in a decrease (increase) in fair value.

<sup>C</sup> An increase (decrease) in the discount rate is generally accompanied by an increase (decrease) of the terminal capitalization rate.

<sup>D</sup> There is no predictable direct relationship between this input and any other significant unobservable input.

<sup>E</sup> An increase (decrease) in this unobservable input, taken individually, generally results in an increase (decrease) in fair value.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.2. FAIR VALUE HIERARCHY (continued)

#### 4.2.3. Level 3 Significant Inputs (continued)

The following table outlines key information with respect to significant inputs related to financial assets and financial liabilities categorized within Level 3 as at March 31, 2016:

Financial Assets and Financial Liabilities	Type of Investment	Fair Value (Canadian \$ millions)	Significant Valuation Techniques	Significant Unobservable Inputs	Range (Weighted Average)						
<b>Private markets</b>											
Real estate	Direct and co-investments	\$ 1,529	DCF	Discount rate <sup>B, C</sup>	5.25% – 25.00% (8.27%)						
				Terminal capitalization rate <sup>B, C</sup>	4.25% – 14.00% (6.29%)						
				Direct capitalization	Capitalization rate <sup>B, D</sup>	3.25% – 7.50% (5.91%)					
					Stabilized occupancy rate <sup>D, E</sup>	93.00% – 100.00% (96.84%)					
				Sales comparison approach	Price per square foot <sup>D, E</sup>	\$25.00 – \$665.89 (\$170.43)					
				NAV <sup>A</sup>	N/A	N/A					
				Transaction price	N/A	N/A					
Other private markets	Fund investments	\$ 105	NAV <sup>A</sup>	N/A	N/A						
						Direct and co-investments	\$ 1,169	DCF	Discount rate <sup>B</sup>	5.20% – 12.50% (9.70%)	
									Market comparables	N/A	N/A
									NAV <sup>A</sup>	N/A	N/A
									Transaction price	N/A	N/A
Fund investments	\$ 561	NAV <sup>A</sup>	N/A	N/A							
<b>Fixed income</b>											
Corporate bonds	Convertible bonds	\$ 21	DCF	Discount rate <sup>B</sup>	3.70% – 13.50% (6.30%)						
Private debt securities	Direct and co-investments	\$ 132	DCF	Discount rate <sup>B</sup>	8.00% – 13.50% (11.09%)						
				NAV <sup>A</sup>	N/A	N/A					
				Transaction price	N/A	N/A					
	Fund investments	\$ 253	NAV <sup>A</sup>	N/A	N/A						
Other fixed income	Asset-backed term notes	\$ 51	Third-party pricing <sup>A</sup>	N/A	N/A						
<b>Alternative investments</b>	Fund investments	\$ 392	NAV <sup>A</sup>	N/A	N/A						
<b>Total</b>		<b>\$ 4,213</b>									

<sup>A</sup> In certain cases, fair value is determined by third parties where valuation information is not available to PSP Investments.

<sup>B</sup> An increase (decrease) in this unobservable input, taken individually, generally results in a decrease (increase) in fair value.

<sup>C</sup> An increase (decrease) in the discount rate is generally accompanied by an increase (decrease) of the terminal capitalization rate.

<sup>D</sup> There is no predictable direct relationship between this input and any other significant unobservable input.

<sup>E</sup> An increase (decrease) in this unobservable input, taken individually, generally results in an increase (decrease) in fair value.

## 4 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### 4.2. FAIR VALUE HIERARCHY (continued)

#### 4.2.4. Level 3 Reconciliation

The following table shows a reconciliation of all movements related to financial assets and financial liabilities categorized within Level 3 for the year ended March 31, 2017:

(Canadian \$ millions)	Opening Balance	Purchases	Sales	Settlements	Realized Gains	Unrealized Gains <sup>A</sup>	Closing Balance
Public markets	\$ -	\$ 19	\$ -	\$ -	\$ -	\$ 2	\$ 21
Private markets	3,364	716	(199)	-	48	92	4,021
Fixed income	457	380	(141)	(49)	28	9	684
Alternative investments	392	67	(35)	-	4	44	472
<b>Total</b>	<b>\$ 4,213</b>	<b>\$ 1,182</b>	<b>\$ (375)</b>	<b>\$ (49)</b>	<b>\$ 80</b>	<b>\$ 147</b>	<b>\$ 5,198</b>

The following table shows a reconciliation of all movements related to financial assets and financial liabilities categorized within Level 3 for the year ended March 31, 2016:

(Canadian \$ millions)	Opening Balance	Purchases	Sales	Settlements	Realized Gains	Unrealized Gains (Losses) <sup>A</sup>	Closing Balance
Private markets	\$ 2,675	\$ 686	\$ (271)	\$ -	\$ 68	\$ 206	\$ 3,364
Fixed income	402	149	(37)	(50)	30	(37)	457
Alternative investments	296	118	(32)	-	5	5	392
<b>Total</b>	<b>\$ 3,373</b>	<b>\$ 953</b>	<b>\$ (340)</b>	<b>\$ (50)</b>	<b>\$ 103</b>	<b>\$ 174</b>	<b>\$ 4,213</b>

<sup>A</sup> Includes Plan Account allocation adjustments.

#### 4.2.5. Level 3 Sensitivity Analysis

In the course of measuring fair value of financial instruments classified as Level 3, valuation techniques used incorporate assumptions that are based on non-observable data. Significant assumptions used for each asset class are described in Note 4.2.3. Although such assumptions reflect management's best judgment, the use of reasonably possible alternative assumptions could yield different fair value measures representing, at a minimum, a 3% increase and 3% decrease as at March 31, 2017 (March 31, 2016 - 3% increase and 3% decrease) in the fair value of financial instruments categorized as Level 3. This excludes private debt investments in the real estate sector and certain fund investments, where a sensitivity analysis is not possible given the underlying assumptions used are not available to PSP Investments. With respect to private debt investments in the real estate sector, the fair value is obtained from third-party appraisers. Management ensures the appropriateness of the work performed by third-party appraisers as described under Note 4.2.2. In the case of fund investments, the fair value is determined as indicated in Note 4.2.2.

## 5 COLLATERAL PLEDGED AND RECEIVED

PSP Investments is party to agreements that involve pledging and holding collateral, as outlined in Notes 2.3.5, 2.3.6 and 7.2.1. The following table illustrates the fair values of the Plan Account's allocated collateral, as well as the securities under the lending and borrowing programs and the securities under the repurchase and reverse repurchase agreements, as at:

(Canadian \$ millions)	March 31, 2017	March 31, 2016
<b>Securities lending and borrowing</b>		
Securities lent	\$ 961	\$ 666
Collateral held <sup>A</sup>	1,023	711
Securities borrowed	209	167
Collateral pledged <sup>B</sup>	219	175
<b>Securities repurchase and reverse repurchase agreements</b>		
Securities sold under repurchase agreements	81	105
Collateral pledged	80	105
Securities purchased under reverse repurchase agreements	193	78
Collateral held <sup>C</sup>	193	78
<b>Derivative contracts</b>		
Collateral pledged	23	21
Collateral held <sup>D</sup>	17	159

<sup>A</sup> The minimum fair value of cash collateral required is equal to 102% of the fair value of the securities lent, and in the case of securities collateral 105%. As part of collateral held, cash amounted to \$368 million for the Plan Account as at March 31, 2017 (March 31, 2016 – \$151 million) and securities amounted to \$655 million as at March 31, 2017 (March 31, 2016 – \$560 million). All cash collateral is reinvested.

<sup>B</sup> The minimum fair value of collateral required is equal to 100% of the fair value of the securities borrowed.

<sup>C</sup> The collateral received is in the form of securities of which \$98 million has been used in connection with short selling transactions as at March 31, 2017 (March 31, 2016 – \$33 million) and \$15 million has been used in connection with securities sold under repurchase agreements (March 31, 2016 – nil).

<sup>D</sup> As part of collateral held, cash amounted to \$1 million as at March 31, 2017 (March 31, 2016 – nil) and securities amounted to \$16 million as at March 31, 2017 (March 31, 2016 – \$159 million). All cash collateral is reinvested.

## 6 INTERESTS IN OTHER ENTITIES

### 6.1. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

As an investment entity, PSP Investments does not consolidate its subsidiaries other than those that solely provide it with services that relate to its investment activities. PSP Investments measures its investments in its subsidiaries, joint ventures and associates at FVTPL as described in Note 2.1.

For purposes of preparing this note, management assesses control, joint control and significant influence as follows:

#### *(i) Control and significant influence*

PSP Investments determines that it has control over an investee when it is exposed, or has rights, to variable returns from its investment in an entity and has the ability to affect those returns through its power over the investee.

In certain cases, PSP Investments does not have control over an investee but has the power to participate in the financial and operating policy decisions of the investee. In such cases, PSP Investments determines that it has significant influence over the investee.

In the context of control or significant influence, power over an investee is obtained through voting rights conveyed by PSP Investments' ownership interest, other contractual arrangements, or a combination thereof.

#### *(ii) Joint control*

PSP Investments determines that it is party to a joint venture arrangement when it has joint control over an investee and has rights to the net assets of the investee. Joint control is established through a contractual arrangement which requires the unanimous consent of the parties sharing control for the activities that significantly affect the returns of the arrangement.

Generally, decision making regarding such activities is governed through voting rights conveyed by the ownership interest of each party. In certain cases, it is governed solely through contractual arrangements or in conjunction with the ownership interest of each party.

In the normal course of business, investments in private markets are commonly held through investment entity subsidiaries formed by PSP Investments. As at March 31, 2017, 103 investment entity subsidiaries were incorporated in North America, 23 in Europe, 10 in Oceania, 4 in Central and South America, 1 in Africa and 1 in Asia (March 31, 2016 - 102 in North America, 19 in Europe, 10 in Oceania, 4 in Central and South America and 1 in Africa).

In addition, PSP Investments controlled 77 investees directly or through its investment entity subsidiaries as at March 31, 2017 (March 31, 2016 - 73 investees).

## 6 INTERESTS IN OTHER ENTITIES (continued)

### 6.1. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES (continued)

The following tables present, in descending order, the most significant investees held directly or indirectly by PSP Investments where it has control, joint control or significant influence.

March 31, 2017

Entity's Name	Principal Place of Business	Ownership Interest Held by PSP Investments	Relationship to PSP Investments
Revera Inc.	North America	100%	Controlled investee
Kaingaroo Timberlands Ltd.	Oceania	56%	Jointly controlled investee
AviAlliance GmbH	Europe	100%	Controlled investee
Roadis Transportation B.V. <sup>A</sup>	Global	100%	Controlled investee
FirstLight Power Resources Holding Inc.	North America	100%	Controlled investee
Roccapina Fund, L.P.	North America	100%	Controlled investee
SEGRO European Logistics Partnership S.a.r.l.	Europe	50%	Jointly controlled investee
Telesat Holdings Inc.	North America	35%	Associate
TDF S.A.S.	Europe	22%	Associate
Big Box Properties	North America	49%	Jointly controlled investee

<sup>A</sup> Formerly Isolux Infrastructure Netherlands B.V.

March 31, 2016

Entity's Name	Principal Place of Business	Ownership Interest Held by PSP Investments	Relationship to PSP Investments
Revera Inc.	North America	100%	Controlled investee
AviAlliance GmbH	Europe	100%	Controlled investee
Kaingaroo Timberlands Ltd.	Oceania	56%	Jointly controlled investee
Telesat Holdings Inc.	North America	34%	Associate
Isolux Infrastructure Netherlands B.V.	Central and South America	19%	Jointly controlled investee
Roccapina Fund, L.P.	North America	100%	Controlled investee
SEGRO European Logistics Partnership S.a.r.l.	Europe	50%	Jointly controlled investee
Big Box Properties	North America	49%	Jointly controlled investee
Acelity Inc.	North America	21%	Associate
TDF S.A.S.	Europe	22%	Associate

In addition to the above, PSP Investments consolidates wholly owned subsidiaries that solely provide it with services that relate to its investment activities. Such services consist of investment management and financing of private market investments within the context of PSP Investments' capital market debt program described in Note 8.2.

### 6.2. STRUCTURED ENTITIES

PSP Investments holds interests in partnerships and funds mainly in the context of its investments in private markets. Given their nature, such entities commonly have the characteristics of a structured entity as defined by IFRS. These entities are held as investments and do not expose PSP Investments to additional risks or returns compared to interests held in non-structured entities.

Information regarding structured entities is included, as applicable, within disclosures of investment risk management under Note 7, guarantees and indemnities under Note 15 and commitments under Note 16.

## 7 INVESTMENT RISK MANAGEMENT

PSP Investments is required to act in the best interests of the contributors and beneficiaries under the Plans and for maximizing returns without undue risk of loss. In pursuit of this objective, PSP Investments established an Enterprise Risk Management Policy (ERM Policy). The ERM Policy provides a framework for identifying, evaluating, managing, mitigating, monitoring and reporting the investment and non-investment risks to which PSP Investments is exposed.

As part of the overall ERM policy, the Investment Risk Management Policy (IRM Policy) supports the management of risk inherent to the investment decision making process. The IRM Policy outlines a framework that is designed to ensure that investment activities respect PSP Investments' risk philosophy and align with the tolerance and limits of its risk appetite. The IRM Policy also supplements the Statement of Investment Policies, Standards and Procedures (SIP&P), whose objective is to effectively manage investment risks related to the implementation of PSP Investments' various investment strategies. Investment risks include market, credit and liquidity risks.

### 7.1. MARKET RISK

Market risk is the risk that the value of an investment will fluctuate as a result of an adverse financial outcome due to changes in the factors that drive that value, such as changes in market prices, changes caused by factors specific to the individual investment, volatility in share and commodity prices, interest rate, foreign exchange or other factors affecting similar securities traded in the market.

#### 7.1.1. Measurement of Market Risk

Effective April 1, 2016, the absolute annualized volatility of the total portfolio was implemented as the primary measure of market risk. The absolute volatility is a statistical measure of the size of changes in investment returns of a given investment or portfolio of investments. It is used to illustrate the potential loss of value in an investment or portfolio of investments as a result of fluctuations in market prices. Prior to April 1, 2016, PSP Investments used the Value at Risk (VaR) as the primary measure of market risk.

PSP Investments uses seven years' worth of market returns scaled to a twelve-month holding period to calculate the absolute volatility. For investments that are not actively traded, the calculation of the absolute volatility uses securities with similar risk attributes as a proxy.

The absolute volatility is statistically valid under normal market conditions and does not specifically consider losses from severe market events. It also assumes that the future will behave in a pattern similar to the past. Consequently, if future market conditions differ significantly from those of the past, potential losses may differ from those originally estimated.

The following table shows the absolute volatility of the total portfolio expressed as a percentage of net investments as at the end of the period:

	March 31, 2017	March 31, 2016
<b>Absolute volatility</b>	<b>7.6%</b>	8.5% <sup>A</sup>

<sup>A</sup> Since the absolute volatility was used effective April 1, 2016, the market risk measure as at March 31, 2016 was changed in the above table for comparability purposes. Prior to April 1, 2016, PSP Investments used the VaR as the primary measure of market risk. The total portfolio VaR as at March 31, 2016 was 23.6%.

#### Stress Testing

Although the absolute volatility is a widely accepted risk measure, it is complemented by other risk measurement methodologies that provide greater insight on market risk. PSP Investments uses stress testing and scenario analysis to examine the impact on financial results of abnormally large movements in risk factors. Such techniques are used to test a portfolio's sensitivity to various risk factors and key model assumptions. These methods also use historically stressed periods to evaluate how a current portfolio reacts under such circumstances. Stress testing and scenario analysis are also deployed to assess new product performance.

## 7 INVESTMENT RISK MANAGEMENT (continued)

### 7.1. MARKET RISK (continued)

#### 7.1.2. Interest Rate Risk

Interest rate risk refers to the risk that fluctuations in interest rates will directly affect the fair value of the Plan Account's net asset values. The terms to maturity of the classes of financial instruments, outlined in Note 4.1, with the most significant exposure to interest rate risk were as follows as at:

March 31, 2017						
(Canadian \$ millions)	Less than 1 Year	1 to 5 Years	5 to 10 Years	Over 10 Years	Other	Total
Cash and money market securities	\$ -	\$ -	\$ -	\$ -	\$ 898 <sup>A</sup>	\$ 898
Government and corporate bonds	177	684	442	278	-	1,581
Inflation-linked bonds	-	131	208	221	-	560
Private debt securities	6	64	258	-	336 <sup>B</sup>	664
Other fixed income securities	1	2	-	-	238 <sup>C</sup>	241
<b>Total fixed income</b>	<b>\$ 184</b>	<b>\$ 881</b>	<b>\$ 908</b>	<b>\$ 499</b>	<b>\$ 1,472</b>	<b>\$ 3,944</b>

March 31, 2016						
(Canadian \$ millions)	Less than 1 Year	1 to 5 Years	5 to 10 Years	Over 10 Years	Other	Total
Cash and money market securities	\$ -	\$ -	\$ -	\$ -	\$ 430 <sup>A</sup>	\$ 430
Government and corporate bonds	81	706	363	300	-	1,450
Inflation-linked bonds	2	120	179	237	-	538
Private debt securities	-	88	22	-	275 <sup>B</sup>	385
Other fixed income securities	53	15	-	-	124 <sup>C</sup>	192
<b>Total fixed income</b>	<b>\$ 136</b>	<b>\$ 929</b>	<b>\$ 564</b>	<b>\$ 537</b>	<b>\$ 829</b>	<b>\$ 2,995</b>

<sup>A</sup> Due to their nature, these investments are not significantly exposed to interest rate risk.

<sup>B</sup> Information in connection with the terms to maturity of fund and certain directly held investments included as part of private debt securities is not available.

<sup>C</sup> Certain corporate bonds, asset-backed securities and floating rate notes are not significantly exposed to interest rate risk as their prescribed rates are variable.

The terms to maturity of PSP Investments' capital market debt financing are disclosed in Note 8.2.

Alternative investments, reverse repurchase agreements, as well as derivative contracts described in Notes 4.1.4, 4.1.9 and 4.1.11, respectively, are also subject to interest rate risk exposures. These exposures are reflected in the absolute volatility calculation described in Note 7.1.1.

## 7 INVESTMENT RISK MANAGEMENT (continued)

### 7.1. MARKET RISK (continued)

#### 7.1.3. Foreign Currency Risk

PSP Investments is exposed to currency risk through holding of investments (i.e. direct and indirect holdings of securities, units in pooled funds and units in limited partnerships) or investment-related liabilities in various currencies. Fluctuations in the relative value of the Canadian dollar against these foreign currencies can result in a positive or a negative effect on the fair value of the investments. To mitigate this risk, PSP Investments may take, through foreign forward contracts or cross currency swaps, positions in foreign currencies. The underlying foreign currency exposures of net investments for the Plan Account were as follows as at:

Currency (Canadian \$ millions)	March 31, 2017		March 31, 2016	
	Fair Value	% of Total	Fair Value	% of Total
US Dollar	\$ 4,622	70.5%	\$ 2,204	60.3%
Euro	412	6.3	260	7.1
Japanese Yen	240	3.6	124	3.4
British Pound	202	3.1	150	4.1
South Korean Won	174	2.6	156	4.3
Brazilian Real	148	2.3	113	3.1
Indian Rupee	89	1.4	72	2.0
Hong Kong Dollar	86	1.3	131	3.6
Australian Dollar	85	1.3	45	1.2
Taiwanese New Dollar	72	1.1	67	1.8
Swiss Franc	68	1.0	72	2.0
Mexican Peso	57	0.9	47	1.3
Others	304	4.6	213	5.8
<b>Total</b>	<b>\$ 6,559</b>	<b>100.0%</b>	<b>\$ 3,654</b>	<b>100.0%</b>

As at March 31, 2017, PSP Investments and its investment entity subsidiaries also had commitments, denominated in foreign currencies of \$1,465 million for the Plan Account (US\$909 million, €151 million, £14 million, 2 million South African rands, 4 million Brazilian reals, 983 million Colombian pesos, 17 million Mexican pesos and 9 million Australian dollars) which were not included in the foreign currency exposure table above.

As at March 31, 2016, PSP Investments and its investment entity subsidiaries also had commitments, denominated in foreign currencies of \$1,440 million for the Plan Account (US\$1,011 million, €67 million, £15 million, 13 million South African rands, 6 million Brazilian reals, 1,411 million Colombian pesos and 28 million Mexican pesos) which were not included in the foreign currency exposure table above.

## 7 INVESTMENT RISK MANAGEMENT

(continued)

### 7.2. CREDIT RISK

PSP Investments is exposed to credit risk, which is the risk of non-performance of a debtor on whom PSP Investments relies to fulfill contractual or financial obligations. That is, the risk that the issuer of a debt security or that the counterparty to a derivative contract, to a securities lending and borrowing transaction or to securities purchased under reverse repurchase agreements, is unable to meet its financial obligations.

Credit risk encompasses the risk of a deterioration of creditworthiness and the relevant concentration risk. Credit risk monitoring entails an evaluation of the credit quality of each issuer and counterparty that transacts with PSP Investments. To perform this evaluation for public issuers and counterparties, PSP Investments relies on four recognized credit rating agencies. A minimum of two credit ratings are used to classify each security. If the agencies disagree as to a security's credit quality, PSP Investments uses the lowest of the available ratings. For private issuers, PSP Investments assigns internal credit ratings to issuers and measures the combined risk profile against set targets. To assign risk ratings to issuers, PSP Investments uses methodologies comparable to those used by recognized rating agencies.

As at March 31, 2017, the Plan Account's maximum exposure to credit risk amounted to \$4 billion (March 31, 2016 – \$3 billion). This amount is presented before collateral held and netting arrangements that do not qualify for offsetting under IFRS. The maximum credit exposure excludes guarantees disclosed in Note 15 as well as investments in funds classified as alternative investments in note 4.1. Such funds hold fixed income securities among other types of instruments.

To monitor the evolution of credit risk, PSP Investments periodically produces a concentration report by credit rating for credit-sensitive securities. The concentration of credit risk by credit rating was as follows as at March 31:

Credit Rating	2017	2016
AAA-AA	54.2%	50.7%
A	20.0	27.9
BBB	4.5	9.1
BB or below	19.9	10.5
No rating <sup>A</sup>	1.4	1.8
<b>Total</b>	<b>100.0%</b>	<b>100.0%</b>

<sup>A</sup> Includes securities for public issuers and counterparties, that are either not rated by credit rating agencies or rated by a single credit rating agency. ABTNs are rated by a single agency and are classified according to their rating within the table.

## 7 INVESTMENT RISK MANAGEMENT

(continued)

### 7.2. CREDIT RISK (continued)

#### 7.2.1. Counterparty Risk

Counterparty risk represents the credit risk from current and potential exposure related to transactions involving derivative contracts, securities lending and borrowing as well as securities repurchase and reverse repurchase agreements. In order to minimize counterparty risk, PSP Investments requires that counterparties provide adequate collateral and meet its credit rating requirements. PSP Investments frequently monitors the credit rating of its counterparties as determined by recognized credit rating agencies. With respect to derivative contracts, PSP Investments has the ability to terminate all trades with most counterparties whose credit rating is downgraded below its requirements.

For OTC derivatives, PSP Investments' policy also requires the use of the International Swaps and Derivative Association (ISDA) Master Agreement with all counterparties to derivative contracts. The ISDA Master Agreement provides the contractual framework within which dealing activities across a full range of OTC products are conducted. In the case of OTC-cleared derivatives, trading activities are regulated between parties under terms that are customary to such transactions.

As a credit mitigation technique, the ISDA Master Agreement contractually binds counterparties to close-out netting provisions in the case of default by one of the counterparties. Additionally, the Credit Support Annex (CSA) to the ISDA Master Agreement enables PSP Investments to realize any collateral placed with it in the case of default of the counterparty. The CSA also requires PSP Investments to contribute further collateral when requested. All collateral transactions under the CSA are in cash, high-quality debt instruments or securities. The CSA also regulates the exchange of collateral when the credit exposure to a counterparty exceeds a predetermined threshold. Counterparties are generally authorized to sell, repledge or otherwise use collateral held. Similarly, in the case of OTC-cleared derivatives, collateral is required in cash, high quality debt instruments or securities and can be sold, repledged or otherwise used. PSP Investments does not sell, repledge or otherwise use any collateral held in the form of securities but does reinvest all cash collateral with respect to derivative contracts.

With respect to transactions involving securities lending and borrowing agreements as well as securities repurchase and reverse repurchase agreements, collateral requirements are in place to mitigate counterparty risk. Notes 2.3.5 and 2.3.6 describe collateral requirements in securities lending and borrowing programs as well as securities repurchase and reverse repurchase agreements.

Information in connection with collateral pledged by PSP Investments and its counterparties is disclosed in Note 5.

In the case of the securities lending program, PSP Investments' exposure to counterparty risk is further mitigated as the custodian of the securities lent assumes the risk that a counterparty will be unable to meet its obligations associated with the collateral requirements.

Management is responsible for counterparty risk monitoring and mitigation as well as maintaining a comprehensive, disciplined, and enterprise-wide process for tracking and managing counterparty risk. As such, management measures counterparty risk on an ongoing basis, evaluates and tracks the creditworthiness of current counterparties and mitigates counterparty risk through collateral management.

## 7 INVESTMENT RISK MANAGEMENT (continued)

### 7.2. CREDIT RISK (continued)

#### 7.2.2. Offsetting

PSP Investments is subject to ISDA Master Agreements in relation to its OTC derivative financial instruments as described. Such agreements contain close-out netting provisions applicable only in the case of default. In certain cases, such agreements also allow for offsetting. In cases where the conditions for offsetting were met, financial instruments have been presented net in the Statements of Financial Position. Securities repurchase and reverse repurchase agreements described in Notes 2.3.6 and 5 are subject to similar arrangements though are not offset.

The following tables present the financial assets and liabilities described above:

#### Financial Assets

(Canadian \$ millions)	Gross Amount of Recognized Financial Assets	Less: Gross Amount of Recognized Financial Liabilities Set-Off	Net Amount of Financial Assets Presented in the Statements of Financial Position	Less: Related Amounts Not Set-Off in the Statements of Financial Position		Net
				Recognized Financial Liabilities	Collateral Held and Not Recognized	
<b>March 31, 2017</b>						
Reverse repurchase agreements	\$ 193	\$ -	\$ 193 <sup>A</sup>	\$ 15	\$ 178	\$ -
OTC-derivatives	61	-	61 <sup>B</sup>	44	13	4
<b>Total</b>	<b>\$ 254</b>	<b>\$ -</b>	<b>\$ 254</b>	<b>\$ 59</b>	<b>\$ 191</b>	<b>\$ 4</b>
<b>March 31, 2016</b>						
Reverse repurchase agreements	\$ 78	\$ -	\$ 78 <sup>A</sup>	\$ -	\$ 78	\$ -
OTC-derivatives	231	1	230 <sup>B</sup>	69	153	8
<b>Total</b>	<b>\$ 309</b>	<b>\$ 1</b>	<b>\$ 308</b>	<b>\$ 69</b>	<b>\$ 231</b>	<b>\$ 8</b>

#### Financial Liabilities

(Canadian \$ millions)	Gross Amount of Recognized Financial Liabilities	Less: Gross Amount of Recognized Financial Assets Set-Off	Net Amount of Financial Liabilities Presented in the Statements of Financial Position	Less: Related Amounts Not Set-Off in the Statements of Financial Position		Net
				Recognized Financial Assets	Collateral Pledged and Not Derecognized	
<b>March 31, 2017</b>						
Repurchase agreements	\$ 80	\$ -	\$ 80 <sup>A</sup>	\$ 15	\$ 65	\$ -
OTC-derivatives	59	-	59 <sup>B</sup>	44	14	1
<b>Total</b>	<b>\$ 139</b>	<b>\$ -</b>	<b>\$ 139</b>	<b>\$ 59</b>	<b>\$ 79</b>	<b>\$ 1</b>
<b>March 31, 2016</b>						
Repurchase agreements	\$ 105	\$ -	\$ 105 <sup>A</sup>	\$ -	\$ 105	\$ -
OTC-derivatives	83	1	82 <sup>B</sup>	69	13	-
<b>Total</b>	<b>\$ 188</b>	<b>\$ 1</b>	<b>\$ 187</b>	<b>\$ 69</b>	<b>\$ 118</b>	<b>\$ -</b>

<sup>A</sup> As described in Note 4.1.

<sup>B</sup> As described in Note 4.1.11.

## 7 INVESTMENT RISK MANAGEMENT (continued)

### 7.3. LIQUIDITY RISK

Liquidity risk corresponds to the risk that PSP Investments will not be able to meet its financial obligations on a timely basis, with sufficient and readily available cash resources. PSP Investments' cash position is monitored on a daily basis. In general, investments in cash, money market securities, floating rate notes, bonds and public equities are expected to be highly liquid as they will be invested in securities that are actively traded. Management utilizes appropriate measures and controls to monitor liquidity risk in order to ensure that there is sufficient liquidity to meet financial obligations as they come due. A liquidity report taking into consideration future forecasted cash flows is prepared and presented to senior management on a weekly basis. This ensures that sufficient cash reserves are available to meet forecasted cash outflows. Additionally, sufficient sources of liquidity are maintained for deployment in case of market disruption.

PSP Investments has the ability to raise additional capital through the use of its capital market debt program. This program allows PSP Investments to issue short-term promissory notes and medium-term notes. Note 8.2 provides additional information on the usage of the capital market debt program. Furthermore, PSP Investments maintains credit facilities for general corporate purposes. Note 8.1 provides additional information with respect to such credit facilities.

The terms to maturity of the notional amount of derivatives are disclosed in Note 4.1.11.

#### Financial Liabilities

The following tables present the fair value of non-derivative-related financial liabilities as well as derivative-related financial instruments, aggregated according to their maturities as at March 31, 2017 and excluding the impact of guarantees and indemnities disclosed in Note 15:

(Canadian \$ millions)	Less than 3 Months	3 to 12 Months	Over 1 Year	Total
<b>Non-derivative-related financial liabilities<sup>A</sup></b>				
Amounts payable from pending trades	\$ (78)	\$ -	\$ -	(78)
Interest payable	(3)	-	-	(3)
Securities sold short and securities loaned	(676)	-	-	(676)
Securities sold under repurchase agreements	(80)	-	-	(80)
Capital market debt financing	(419)	(90)	(275)	(784)
Trade payable and other liabilities	(11)	-	(5)	(16)
<b>Total</b>	<b>\$ (1,267)</b>	<b>\$ (90)</b>	<b>\$ (280)</b>	<b>(1,637)</b>

(Canadian \$ millions)	Less than 3 Months	3 to 12 Months	Over 1 Year	Total
<b>Derivative-related financial instruments</b>				
Derivative-related assets	\$ 18	\$ 24	\$ 23	65
Derivative-related liabilities <sup>A</sup>	(28)	(13)	(20)	(61)
<b>Total</b>	<b>\$ (10)</b>	<b>\$ 11</b>	<b>\$ 3</b>	<b>4</b>

<sup>A</sup> Liabilities are presented in the earliest period in which the counterparty can request payment.

## 7 INVESTMENT RISK MANAGEMENT (continued)

### 7.3. LIQUIDITY RISK (continued)

#### Financial Liabilities (continued)

The following tables present the fair value of non-derivative-related financial liabilities as well as derivative-related financial instruments, aggregated according to their maturities as at March 31, 2016 and excluding the impact of guarantees and indemnities disclosed in Note 15:

(Canadian \$ millions)	Less than 3 Months	3 to 12 Months	Over 1 Year	Total
<b>Non-derivative-related financial liabilities<sup>A</sup></b>				
Amounts payable from pending trades	\$ (42)	\$ -	\$ -	(42)
Interest payable	(2)	-	-	(2)
Securities sold short	(194)	-	-	(194)
Securities sold under repurchase agreements	(105)	-	-	(105)
Capital market debt financing	(379)	(146)	(118)	(643)
Trade payable and other liabilities	(9)	-	(4)	(13)
<b>Total</b>	<b>\$ (731)</b>	<b>\$ (146)</b>	<b>\$ (122)</b>	<b>(999)</b>

(Canadian \$ millions)	Less than 3 Months	3 to 12 Months	Over 1 Year	Total
<b>Derivative-related financial instruments</b>				
Derivative-related assets	\$ 136	\$ 57	\$ 39	232
Derivative-related liabilities <sup>A</sup>	(23)	(15)	(46)	(84)
<b>Total</b>	<b>\$ 113</b>	<b>\$ 42</b>	<b>\$ (7)</b>	<b>148</b>

<sup>A</sup> Liabilities are presented in the earliest period in which the counterparty can request payment.

## 8 BORROWINGS

### 8.1. CREDIT FACILITIES

During the year ended March 31, 2017, PSP Investments entered into a revolving credit facility in the amount of \$2 billion and a demand line of credit in the amount of \$1 billion (together “the Credit Facilities”).

The Credit Facilities are for general corporate purposes and are available in either Canadian or US currencies. Subject to customary terms and conditions, these Credit Facilities are available at variable interest rates such as the prime rate and the US base rate.

These Credit Facilities were not drawn upon as at the end of the reporting period.

### 8.2. CAPITAL MARKET DEBT FINANCING

PSP Investments’ capital market debt program consists of the private placement of short-term promissory notes as well as medium-term notes issued by PSP Capital Inc., a wholly-owned subsidiary of PSP Investments. The capital raised is primarily used to finance private market investments. It is unconditionally and irrevocably guaranteed by PSP Investments in accordance with its corporate leverage policy.

The maximum amount authorized by the Board of Directors for the capital market debt program is 10% of the net investments plus all recourse debt outstanding of PSP Investments at the time of commitment to issuance. Under this limit, the short-term promissory note component cannot exceed \$3 billion for issuances in Canada and US\$5 billion for issuances in the United States.

PSP Investments’ capital market debt financing was in compliance with the limits authorized by the Board of Directors during the years ended March 31, 2017 and March 31, 2016.

The following outlines the terms as well as the fair value of the notes issued under the capital market debt program allocated to the Plan Account as at:

(Canadian \$ millions)	March 31, 2017		March 31, 2016	
	Capital Amounts Payable at Maturity	Fair Value	Capital Amounts Payable at Maturity	Fair Value
Short-term Canadian Dollar promissory notes, bearing interest between 0.57% and 0.78% and maturing within 26 and 273 days of issuance (March 31, 2016 – 56 and 185 days)	\$ 98	\$ 98	\$ 88	\$ 88
Short-term US Dollar promissory notes, bearing interest between 0.68% and 1.16% and maturing within 30 and 266 days of issuance (March 31, 2016 – 63 and 196 days)	411	411	357	356
Medium-term notes Series 4, bearing interest of 2.26% per annum and matured on February 16, 2017	-	-	65	66
Medium-term notes Series 5, bearing interest of 3.03% per annum and maturing on October 22, 2020	36	38	36	39
Medium-term notes Series 6, bearing variable interest of 3-month CDOR and matured on April 4, 2016	-	-	15	15
Medium-term notes Series 7, bearing interest of 3.29% per annum and maturing on April 4, 2024	71	76	73	79
Medium-term notes Series 8, bearing interest of 1.34% per annum and maturing on August 18, 2021	91	90	-	-
Medium-term notes Series 9, bearing interest of 2.09% per annum and maturing on November 22, 2023	71	71	-	-
<b>Total</b>	<b>\$ 778</b>	<b>\$ 784</b>	<b>\$ 634</b>	<b>\$ 643</b>

Unrealized losses in connection with borrowings amounted to \$30 million for the year ended March 31, 2017 (unrealized gains of \$39 million for the year ended March 31, 2016).

Interest expense, for the year ended March 31, was as follows:

(Canadian \$ thousands)	2017	2016
Short-term promissory notes	\$ 3,657	\$ 1,532
Medium-term notes	6,055	6,087
<b>Total</b>	<b>\$ 9,712</b>	<b>\$ 7,619</b>

## 9 EQUITY

### 9.1. STATUTORY RIGHTS HELD BY THE GOVERNMENT OF CANADA

Pursuant to the *Superannuation Acts*, the Government of Canada is entitled to PSP Investments' net assets allocated to each of the Plan Accounts for the purposes set out in the *Superannuation Acts*. The allocation of PSP Investments' net assets and comprehensive income (loss) to each of the Plan Accounts at a point in time is based on the allocation policy outlined in Note 12.

### 9.2. FUND TRANSFERS

PSP Investments received fund transfers from the Government of Canada of \$251 million for the year ended March 31, 2017 (\$346 million for the year ended March 31, 2016) for the Fund, recorded in the Plan Account.

## 10 INVESTMENT-RELATED EXPENSES

Investment-related expenses allocated to the Plan Account are comprised of the following for the year ended March 31:

(Canadian \$ millions)	2017	2016
Interest expense	\$ 11	\$ 8
Transaction costs	10	8
External investment management fees <sup>A</sup>	2	3
Other (net)	3	1
<b>Total</b>	<b>\$ 26</b>	<b>\$ 20</b>

<sup>A</sup> Consists of amounts incurred for investments in public markets that are paid directly by PSP Investments. Other fees are paid by certain pooled fund investments classified under alternative investments which amounted to \$11 million for the year ended March 31, 2017 (\$5 million for the year ended March 31, 2016). Such fees are embedded in the fair value of the funds.

Similarly, management fees related to investments in private markets and private debt securities are not paid directly by PSP Investments. Such fees, which generally vary between 0.1% and 2.0% of the total invested and/or committed amount, totaled \$22 million for the year ended March 31, 2017 (\$17 million for the year ended March 31, 2016). Such fees are embedded in the fair value of the investments.

## 11 OPERATING EXPENSES

Operating expenses allocated to the Plan Account consisted of the following for the year ended March 31:

(Canadian \$ thousands)	2017	2016
Salaries and employee benefits	\$ 15,234	\$ 12,101
Professional and consulting fees	4,464	3,275
Premises and equipment	1,518	1,153
Market data and business applications	1,933	1,620
Depreciation of equipment	2,216	1,872
Custodial fees	282	314
Other operating expenses	1,218	971
<b>Total</b>	<b>\$ 26,865</b>	<b>\$ 21,306</b>

## 12 ALLOCATION OF COMPREHENSIVE INCOME (LOSS)

PSP Investments' comprehensive income (loss) is allocated to each Plan Account as follows:

### 12.1. INVESTMENT INCOME

The investment income is allocated proportionately based upon the net investments of each Plan Account at the time the income was incurred.

### 12.2. EXPENSES

The Act requires that the costs of operation of PSP Investments be charged to the Plan Accounts. Under section 4(3) of the Act, the President of the Treasury Board shall determine to which Plan Account these costs will be charged, in consultation with the Minister of National Defence and the Minister of Public Safety and Emergency Preparedness. An allocation policy was developed which allocates the direct costs of investment activities, such as external investment management fees and custodial fees, to each Plan Account, based upon the net investments of each Plan Account at the time the expense was incurred.

Operating expenses and other comprehensive income (loss), excluding the direct cost of investment activities listed above, for the year ended March 31, were allocated in proportion to the annual amount of net investments of each Plan Account as follows:

	2017	2016
Public Service Pension Plan Account	72.5%	72.6%
Canadian Forces Pension Plan Account	19.7	19.7
Royal Canadian Mounted Police Pension Plan Account	7.3	7.2
Reserve Force Pension Plan Account	0.5	0.5
<b>Total</b>	<b>100.0%</b>	<b>100.0%</b>

Expenses are paid by PSP Investments by way of advances from the Public Service Pension Plan Account, which are reimbursed by the other Plan Accounts on a quarterly basis.

## 13 RELATED PARTY TRANSACTIONS

### 13.1. CERTAIN INVESTEEES

As outlined in Note 2.1, investments in unconsolidated subsidiaries, jointly controlled investees and associates are measured at FVTPL. Transactions between PSP Investments and such entities or subsidiaries of such entities are related party transactions. PSP Investments enters into investment transactions with such related parties in the normal course of its business, more specifically, as part of private markets and certain fixed income investments described under Note 4.1 as well as guarantees, indemnities and commitments described under Notes 15 and 16, respectively. Since balances in connection with all investment transactions are measured at FVTPL, those transactions undertaken with related parties have the same impact on net assets and comprehensive income (loss) as those with unrelated parties.

Transactions between PSP Investments and its consolidated subsidiaries as well as related balances are eliminated upon consolidation and, therefore, are not disclosed in this note.

### 13.2. THE GOVERNMENT OF CANADA AND GOVERNMENT-RELATED ENTITIES

Since PSP Investments is a Crown corporation as described in Note 1, it is considered to be related to the Government of Canada as well as other entities that are controlled, jointly controlled or significantly influenced by the Government of Canada (together "government-related entities").

#### (i) The Government of Canada

The only transactions undertaken between PSP Investments and the Government of Canada consist of the funds transfers outlined in Note 9.2.

#### (ii) Government-Related Entities

PSP Investments may enter into investment transactions with government-related entities in the normal course of its business, more specifically, as part of private markets and certain fixed income investments described under Note 4.1. Such investment transactions are carried out on terms that are equivalent to those that may prevail in transactions with unrelated parties and are subject to the same internal processes. In this respect, transactions with such related parties have the same impact on net assets and comprehensive income (loss) as those with unrelated parties. Consequently, PSP Investments is availing itself of the exemption under IAS 24 *Related Parties* from making specific disclosures on transactions and balances with such government-related entities.

### 13.3. COMPENSATION OF KEY MANAGEMENT PERSONNEL

Members of key management personnel are related parties of PSP Investments. Key management personnel are those persons having authority and responsibility for planning, directing and controlling PSP Investments' activities, directly or indirectly and consist of members of the Board of Directors, PSP Investments' senior management team and officers. Compensation earned by key management personnel allocated to the Plan Account for the year ended March 31 was recorded in the Statements of Comprehensive Income and was as follows:

(Canadian \$ thousands)	2017	2016
Short-term compensation and other benefits	\$ 1,167	\$ 1,164
Long-term compensation and other benefits	572	264
<b>Total</b>	<b>\$ 1,739</b>	<b>\$ 1,428</b>

As disclosed in Note 15, PSP Investments may also be required to indemnify certain members of key management personnel for costs incurred, such as claims, actions or litigations in connection with the exercise of specific aspects of their duties.

## 14 CAPITAL MANAGEMENT

As an investment company, PSP Investments' objectives in managing its capital are:

- To invest fund transfers, outlined in Note 9.2, in the best interests of the beneficiaries and contributors under the *Superannuation Acts*. The funds received are invested with a view of achieving a maximum rate of return, without undue risk of loss, having regard to the funding, policies and requirements of the Plans established under the *Superannuation Acts* and the ability of the Plans to meet their financial obligations. The funds are also invested in accordance with the Investment Risk Management policies which are outlined in Note 7.
- To maintain an appropriate credit rating to achieve access to the capital markets at the lowest cost of capital. Through PSP Capital Inc. and its leverage policies, PSP Investments has the ability to raise capital by issuing short-term promissory notes and medium-term notes. Note 8.2 provides information on the capital market debt financing and Note 7.3 provides information on PSP Investments' liquidity.

The capital structure of PSP Investments consists of fund transfers and capital market debt financing. PSP Investments has no externally imposed restrictions on capital.

## 15 GUARANTEES AND INDEMNITIES

PSP Investments provides indemnification to its Directors, its Officers, its vice-presidents and to certain PSP Investments representatives who are asked to serve on boards of directors (or like bodies) or investment advisory boards (or like bodies) of entities in which PSP Investments or its investment entity subsidiaries have made an investment or have a financial interest. As a result, but subject to the Act, PSP Investments may be required to indemnify these representatives for costs incurred, such as claims, actions or litigation in connection with the exercise of their duties, unless the liability of such a representative relates to a failure to act honestly and in good faith. To date, PSP Investments has not received any claims or made any payment for such indemnities.

In certain cases, PSP Investments also provides indemnification to third parties in the normal course of business. As a result, PSP Investments may be required to indemnify such third parties in connection with the performance of their contractual obligations. To date, PSP Investments has not received any claims nor made any payments for such indemnities.

PSP Investments unconditionally and irrevocably guarantees all credit facilities, as well as short-term promissory notes and medium-term notes issued by PSP Capital Inc., as described in Note 8.

In certain investment transactions, PSP Investments and its investment entity subsidiaries provided guarantees, indemnifications or issued letters of credit to third parties, the most significant of which are as follows:

- As at March 31, 2017, PSP Investments and its investment entity subsidiaries agreed to guarantee and, in some cases, provide indemnification for the performance of certain investees under contractual agreements. The majority of these agreements are borrowing arrangements. In the event a default occurs under such agreements, which is of limited recourse in certain cases, PSP Investments or its investment entity subsidiaries could assume obligations of up to \$2,077 million as at March 31, 2017 (March 31, 2016 – \$1,891 million), of which \$151 million has been allocated to the Plan Account (March 31, 2016 – \$137 million) plus applicable interest and other related costs. The arrangements mature between May 2017 and September 2028.
- Additionally, PSP Investments and its investment entity subsidiaries issued letters of credit totalling \$35 million as at March 31, 2017 (March 31, 2016 – \$29 million), of which \$3 million has been allocated to the Plan Account (March 31, 2016 – \$2 million) in relation to investment transactions.

## 16 COMMITMENTS

PSP Investments and its investment entity subsidiaries have committed to enter into investment transactions, which will be funded over the next several years in accordance with agreed terms and conditions. The portion of PSP Investments' commitments that would be assumed by the Plan Account was as follows as at March 31:

(Canadian \$ millions)	2017	2016
Real estate	\$ 205	\$ 176
Private equity	657	515
Infrastructure	272	290
Natural resources	55	62
Private debt securities	226	328
Alternative investments	90	138
<b>Total</b>	<b>\$ 1,505</b>	<b>\$ 1,509</b>

Funding in connection with the above commitments can be called upon at various dates extending until 2035 as at March 31, 2017 (March 31, 2016 – 2032).