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PORTLAND GLOBAL ARISTOCRATS PLUS FUND

ANNUAL FINANCIAL REPORT

SEPTEMBER 30, 2022

Portland Global Aristocrats Plus Fund
Annual Financial Report

September 30, 2022

FINANCIAL STATEMENTS

PORTFOLIO MANAGEMENT TEAM

Christopher Wain-Lowe
Chief Investment Officer, Executive Vice-President and Portfolio Manager

Kyle Ostrander
Portfolio Manager

Portland Global Aristocrats Plus Fund

SEPTEMBER 30, 2022

OVERVIEW

The investment objective of the Portland Global Aristocrats Plus Fund (the Fund) is to provide income and achieve, over the long term, preservation of capital and a satisfactory return.

To achieve this investment objective, the Fund will employ the following core techniques:

1. Time in the Market: investing in a globally diversified portfolio comprising of equities and American depository receipts (ADRs) of companies focused on growing dividends, income securities, preferred shares and exchange-traded funds (ETFs); and
2. Timing the Market: accessing low cost borrowing to use leverage to purchase securities on margin. Leverage may comprise up to 70% of the total assets of the portfolio and is based the securities held in the Fund at levels approved by the prime broker.

By long term, we mean a period long enough to encompass a full stock market cycle – typically seven to nine years. We therefore believe a minimum period reasonable for measuring performance for the Fund is four to six years and as such all investors in the Fund should intend to invest for at least that period.

The Fund's approach towards investing requires the analysis of opportunities that offer both safety of principal and a satisfactory return, while recognizing that at times the Fund can borrow to acquire assets. Borrowing at tax deductible low cost should enhance investment returns, but can cut both ways, giving way to the servant rather than the master technique being deployed by the Fund.

While investors in the Fund should be able to tolerate volatility, we believe that volatility is not the same thing as risk. Higher returns should not be equated with a need to invest in more volatile investments. The Fund intends to have enough investments in lower-volatility companies, domiciled in sectors such as utilities, real estate and consumer staples where on average its holdings are less volatile than the overall market. In contrast to its holdings, when the Fund borrows to invest, its net asset value per unit might be more volatile than the overall stock markets even though the Fund's underlying investments might not be. To that extent, focusing on quality investments, combined with maintaining prudent levels of borrowing, the Fund's investment objectives should be achieved.

RESULTS OF OPERATIONS

As at September 30, 2022, the Fund's net assets was $0.69 million. For the year ended September 30, 2022, the Series F units of the Fund decreased (2.5%). For the full period since the launch of the Fund on June 30, 2016 to September 30, 2022, the Fund's Series F units had a return of 5.2%. The performance of other units may be different than that of the Series F units due to differing fees.

The sectors contributing positively to the Fund's return for the period were industrials (Marubeni Corporation), consumer staples (Archer-Daniels-Midland Company), and utilities (Consolidated Edison, Inc.). The sectors contributing negatively to the Fund's return for the period were consumer discretionary (Target Corporation), financials (Cincinnati Financial Corporation), real estate (American tower Corporation), communication services (AT&T Inc. – which was sold during the period), health care (Fresenius Medical Care AG & Co. KGaA - which was sold during the period), materials (Croda International PLC), and information technology (Halma PLC).

We believe there will be opportunities to deploy cash in attractively priced equities throughout 2022. We expect central banks globally to continue to increase interest rates in order to reduce inflation. These actions will eventually create buying opportunities throughout equity markets. We look forward to taking advantage of these buying opportunities when they occur. As at September 30, 2022, the fund had $0.69 million in assets with no significant borrowing. This gives the Fund ample capacity to continue to borrow to invest in attractive investment opportunities when they arise.

The Fund's investment portfolio is 100% invested in equities, consisting mostly of large companies classified as global dividend aristocrats, who we believe, exhibit attractive dividend policies.

The Fund is a unit trust and therefore, it must pay out all of its net income to its unitholders at the end of the year to avoid taxation within the Fund. We attempt to minimize the amount of tax unitholders pay. Instead of paying one time distributions at the end of the year, we have estimated the amount of net income that we expect to earn in an average year and make distribution payments monthly. In the case of Series A units, we have estimated 4% per annum based on the initial net asset value of $50 and for Series F units 5% per annum of the initial net asset value of $50. For Series A units this is $2 per unit per year and for Series F units this is $2.50 per unit per year. Currently, this distribution is more than the dividends that each unit earns, however, the dividends received by holdings in the Fund in aggregate are growing year over year. This means at some point we will have to increase the monthly distribution in dollars per unit or resort to paying a special year-end distribution. As with other Portland Investment Counsel Inc. managed funds, unitholders have the option to receive distributions in cash or have them automatically reinvested.

RECENT DEVELOPMENTS AND OUTLOOK

We currently target to obtain a Sharpe Ratio[1] of at least 1 on an ongoing basis. As we look to maintain a higher utilization of leverage within the Fund, we expect the beta[2] of the Fund will stay closer to but still below 1. As at September 30, 2022, the weighted average beta of the portfolio was 0.75. We believe a strategy which includes leveraging low beta stocks will allow the Fund to generate returns equivalent to that of the market while maintaining a lower volatility and lower sensitivity to the movement of the market in general. Positions in the Fund are expected to be primarily large market- capitalization dividend global aristocrat equities. We prefer defensive sectors such as utilities, real estate and consumer staples that will benefit from interest rate cuts in a poor economic environment. The Fund is currently well positioned to meet its investment objective for the medium to long term. We will continue to evaluate opportunities that we believe may generate income, enhance returns and/or reduce risk wherever possible.

Notes

Certain statements included in this commentary constitute forward-looking statements, including those identified by the expressions "may", "should", "will", "anticipate", "believe", "plan", "predict", "estimate", "expect", "intend" and similar expressions to the extent they relate to the Fund. These forward-looking statements are not historical facts, but reflect the current expectations of the portfolio management team regarding future results or events that may impact the Fund. These forward-looking statements are subject to a number of risks, uncertainties, assumptions and other factors that could cause actual results or events to differ materially from current expectations. The portfolio management team has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise, except as required by securities legislation.

Certain research and information about specific holdings in the Fund, including any opinion, is based upon various sources believed to be reliable, but it cannot be guaranteed to be current, accurate or complete. It is for information only, and is subject to change without notice.

[1] *Sharpe ratio is calculated by subtracting the risk-free rate from the return of the portfolio and dividing that result by the standard deviation of the portfolio's excess return.*

[2] *Beta is a measure of the volatility, or systematic risk, of an individual stock in comparison to the unsystematic risk of the entire market. In statistical terms, beta represents the slope of the line through a regression of data points from an individual stock's returns against those of the market.*

Management's Responsibility for Financial Reporting

The accompanying financial statements of Portland Global Aristocrats Plus Fund (the Fund) have been prepared by Portland Investment Counsel Inc. (the Manager) in its capacity as manager of the Fund. The Manager of the Fund is responsible for the information and representations contained in these financial statements. The Board of Directors of the Manager, in its capacity as trustee of the Fund, has approved these financial statements.

The Manager maintains appropriate processes to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards and include certain amounts that are based on estimates and judgments. The significant accounting policies which management believes are appropriate for the Fund are described in note 3 to the financial statements.

KPMG LLP is the external auditor of the Fund. They have audited the financial statements in accordance with Canadian generally accepted auditing standards to enable them to express to the Unitholders, their opinion on the financial statements. Their report is attached.

"Michael Lee-Chin"

Michael Lee-Chin
Director
December 7, 2022

"Robert Almeida"

Robert Almeida
Director
December 7, 2022

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INDEPENDENT AUDITOR'S REPORT

To the Unitholders of Portland Global Aristocrats Plus Fund

Opinion

We have audited the financial statements of Portland Global Aristocrats Plus Fund (the Fund), which comprise:

- the statement of financial position as at September 30, 2022
- the statement of comprehensive income (loss) for the year then ended
- the statement of changes in net assets attributable to holders of redeemable units for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at September 30, 2022, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the ***"Auditor's Responsibilities for the Audit of the Financial Statements"*** section of our auditor's report.

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

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

Other Matter - Comparative Information

The financial statements for the year ended September 30, 2021 were audited by another auditor who expressed an unmodified opinion on those financial statements on December 24, 2021.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

  The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Canada

December 7, 2022

Statements of Financial Position

As at September 30,		2022		2021
Assets				
Current Assets				
Cash	$	11,543	$	1,007
Subscriptions receivable		-		14,500
Dividends receivable		1,145		2,189
Investments (note 5)		675,316		706,259
Investments - pledged as collateral (note 5 and 11)		8,982		172,236
		696,986		896,191
Liabilities				
Borrowing (note 11)		1,631		120,741
Management fees payable		2,462		883
Expenses payable		1,027		445
Redemptions payable		-		59,807
Distributions payable		941		1,023
Organization expenses payable (note 8)		1,669		1,613
		7,730		184,512
Net Assets Attributable to Holders of Redeemable Units	$	689,256	$	711,679
Net Assets Attributable to Holders of Redeemable Units Per Series				
Series A		253,563		274,023
Series F		318,509		313,430
Series O		117,184		124,226
	$	689,256	$	711,679
Number of Redeemable Units Outstanding (note 6)				
Series A		5,094		5,113
Series F		6,312		5,787
Series O		2,240		2,240
Net Assets Attributable to Holders of Redeemable Units Per Unit				
Series A	$	49.77	$	53.59
Series F	$	50.46	$	54.16
Series O	$	52.31	$	55.46

Approved by the Board of Directors of Portland Investment Counsel Inc.

"Michael Lee-Chin" *"Robert Almeida"*

Director Director

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

Statements of Comprehensive Income (Loss)

For the years ended September 30,		2022		2021
Income				
Net gain (loss) on investments				
Dividends	$	20,490	$	25,065
Interest for distribution purposes		306		77
Net realized gain (loss) on investments		(3,273)		6,351
Change in unrealized appreciation (depreciation) on investments		(17,912)		55,316
		(389)		86,809
Other income				
Foreign exchange gain (loss) on cash and other net assets		(1,045)		2,668
Total income (loss)		(1,434)		89,477
Expenses				
Securityholder reporting costs		92,978		68,193
Audit fees		24,875		15,046
Management fees (note 8)		10,033		9,819
Withholding tax expense		2,886		3,747
Independent review committee fees		2,539		3,382
Interest expense and bank charges (note 11)		817		1,493
Custodial fees		617		797
Transaction costs		52		179
Organization expenses (note 8)		55		29
Legal fees		29		-
Total operating expenses		134,881		102,685
Less: expenses absorbed by Manager		(116,885)		(83,404)
Net operating expenses		17,996		19,281
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	$	(19,430)	$	70,196
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series				
Series A	$	(9,318)	$	20,446
Series F	$	(8,667)	$	37,225
Series O	$	(1,445)	$	12,525
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit				
Series A	$	(1.81)	$	4.13
Series F	$	(1.45)	$	5.57
Series O	$	(0.65)	$	6.73

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

Statements of Changes in Net Assets Attributable to Holders of Redeemable Units

For the years ended September 30,	2022	2021
Net Assets Attributable to Holders of Redeemable Units at Beginning of Year		
Series A	$ 274,023	$ 250,040
Series F	313,430	325,936
Series O	124,226	87,345
	711,679	663,321
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units		
Series A	(9,318)	20,446
Series F	(8,667)	37,225
Series O	(1,445)	12,525
	(19,430)	70,196
Distributions to Holders of Redeemable Units		
From net investment income		
Series A	(1,527)	(334)
Series F	(1,963)	(864)
Series O	(1,187)	(516)
	(4,677)	(1,714)
From return of capital		
Series A	(8,781)	(9,509)
Series F	(13,012)	(15,853)
Series O	(4,410)	(4,128)
	(26,203)	(29,490)
Net Decrease from Distributions to Holders of Redeemable Units	(30,880)	(31,204)
Redeemable Unit Transactions		
Proceeds from redeemable units issued		
Series A	-	150,059
Series F	18,008	49,679
Series O	-	29,000
	18,008	228,738
Reinvestments of distributions		
Series A	8,130	7,666
Series F	10,713	13,259
Series O	-	-
	18,843	20,925
Redemptions of redeemable units		
Series A	(8,964)	(144,345)
Series F	-	(95,952)
Series O	-	-
	(8,964)	(240,297)
Net Increase (Decrease) from Redeemable Unit Transactions	27,887	9,366
Net Assets Attributable to Holders of Redeemable Units at End of Year		
Series A	253,563	274,023
Series F	318,509	313,430
Series O	117,184	124,226
	$ 689,256	$ 711,679

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

Statements of Cash Flows

For the years ended September 30,	2022	2021
Cash Flows from Operating Activities		
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	$ (19,430)	$ 70,196
Adjustments for:		
Net realized (gain) loss on investments	3,273	(6,351)
Change in unrealized (appreciation) depreciation on investments	17,912	(55,316)
Unrealized foreign exchange (gain) loss on cash	(38)	24
(Increase) decrease in dividends receivable	1,044	(345)
Increase (decrease) in management fees and expenses payable	2,161	265
Increase (decrease) in organization expenses payable	56	29
Purchase of investments	(22,247)	(392,698)
Proceeds from sale of investments	195,259	212,851
Net Cash Generated (Used) by Operating Activities	177,990	(171,345)
Cash Flows from Financing Activities		
Increase (decrease) in borrowing	(119,110)	120,741
Change in margin cash	-	5,014
Distributions to holders of redeemable units, net of reinvested distributions	(12,119)	(10,005)
Proceeds from redeemable units issued (note 3)	23,544	181,540
Amount paid on redemption of redeemable units (note 3)	(59,807)	(147,792)
Net Cash Generated (Used) by Financing Activities	(167,492)	149,498
Net increase (decrease) in cash and cash equivalents	10,498	(21,847)
Unrealized foreign exchange gain (loss) on cash	38	(24)
Cash and cash equivalents - beginning of year	1,007	22,878
Cash and cash equivalents - end of year	11,543	1,007
Cash and cash equivalents comprise:		
Cash at bank	$ 11,543	$ 1,007
From operating activities:		
Interest received, net of withholding tax	$ 306	$ 77
Dividends received, net of withholding tax	$ 18,648	$ 20,973
From financing activities:		
Interest paid	$ (896)	$ (1,085)

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

Schedule of Investment Portfolio
As at September 30, 2022

No. of Shares	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
Canada				
300	BCE Inc.	$ 17,035	$ 17,376	
120	Canadian National Railway Company	13,817	17,902	
402	Fortis Inc.	21,184	21,097	
167	Metro Inc.	9,282	11,551	
140	Royal Bank of Canada	12,005	17,412	
		73,323	85,338	12.4%
Denmark				
120	Coloplast AS	19,312	16,951	2.5%
France				
90	Sanofi	12,094	9,552	1.4%
Germany				
540	Fresenius SE & Co KGaA	21,015	16,046	2.3%
Ireland				
40	Linde Public Limited Company	11,115	14,896	2.1%
Spain				
460	Red Electrica Corporacion S.A.	11,672	9,783	1.4%
Switzerland				
103	Nestle S.A.	14,651	15,441	
75	Novartis AG	9,437	7,930	
150	Roche Holding AG, Sponsored ADR	5,498	8,417	
		29,586	31,788	4.6%
United Kingdom				
137	Croda International PLC	11,826	13,620	
150	Diageo PLC	7,243	8,786	
170	Halma PLC	6,820	5,362	
		25,889	27,768	4.1%
United States				
150	American States Water Company	16,331	16,151	
46	American Tower Corporation	14,102	13,642	
225	Archer-Daniels-Midland Company	13,583	25,004	
227	California Water Service Group	15,472	16,522	
190	Cincinnati Financial Corporation	17,018	23,508	
143	Colgate-Palmolive Company	13,303	13,877	
300	Consolidated Edison, Inc.	34,129	35,539	
120	Duke Energy Corporation	15,502	15,419	
120	Genuine Parts Company	15,939	24,752	
300	Hormel Foods Corporation	17,746	18,831	
100	iShares MSCI Japan ETF	6,854	6,748	
95	Johnson & Johnson	18,001	21,437	
81	Kimberly-Clark Corporation	14,702	12,592	
270	Leggett & Platt, Incorporated	16,861	12,390	
106	McCormick & Company, Incorporated	11,792	10,436	
70	McDonald's Corporation	18,240	22,311	
81	PepsiCo Inc.	14,732	18,267	
300	SJW Group	25,012	23,870	
105	Target Corporation	16,527	21,523	
110	The Clorox Company	22,653	19,509	
245	The Coca-Cola Company	17,074	18,959	
150	The Procter & Gamble Company	24,369	26,159	
185	The Southern Company	15,960	17,377	
50	Visa Inc., Class A	13,133	12,270	
140	Walmart Inc.	19,438	25,083	
		428,473	472,176	68.5%
	Total equities - common	632,479	684,298	99.3%
	Total investment portfolio	632,479	684,298	99.3%
	Transaction costs	(256)	-	-
		$ 632,223	684,298	99.3%
	Other assets less liabilities		4,958	0.7%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		$ 689,256	100.0%

1. GENERAL INFORMATION

Portland Global Aristocrats Plus Fund (the Fund) is an open-end investment fund established under the laws of the Province of Ontario pursuant to an amended and restated master declaration of trust dated as of December 13, 2013, as amended thereafter and as may be amended from time to time. The formation date of the Fund was April 30, 2016. Commencement of operations date was June 30, 2016 for Series A and Series F and May 31, 2019 for Series O. Portland Investment Counsel Inc. (the Manager) is the Investment Fund Manager, Portfolio Manager and Trustee of the Fund. The head office of the Fund is 1375 Kerns Road, Suite 100, Burlington, Ontario L7P 4V7. These financial statements were authorized for issue by the Board of Directors of the Manager on December 7, 2022.

The Fund offers units to the public on a private placement basis under an offering memorandum. The investment objective of the Fund is to provide income and achieve, over the long term, preservation of capital and a satisfactory return. To achieve this investment objective, the Manager will employ the following core techniques: invest primarily in a globally diversified portfolio of equities, ADRs, income securities, preferred shares, options and ETFs; and leverage by purchasing securities on margin. Leverage may comprise up to 70% of the total assets of the portfolio and is based on the securities held in the Fund at levels approved by the prime broker.

The statements of financial position of the Fund are as at September 30, 2022 and September 30, 2021. The statements of comprehensive income (loss), changes in net assets attributable to holders of redeemable units, and cash flows of the Fund are for the years ended September 30, 2022 and September 30, 2021.

2. 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). The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss (FVTPL).

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial instruments

(a) Classification

The Fund classifies financial assets based on the business model used for managing such financial assets and the contractual cash flow characteristics of those financial assets. The Fund may be divided into sub-portfolios that have different business models. Where contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI test), the financial asset will be classified as a financial asset at amortized cost.

The Fund recognizes financial instruments at fair value upon initial recognition, inclusive of transaction costs in the case of financial instruments not measured at fair value. The Fund classifies its investment in equities and fixed income securities as financial assets or financial liabilities at FVTPL.

All other financial assets and liabilities are recognized at amortized cost and are reflected at the amount required to be paid, discounted to reflect the time value of money when appropriate.

The Fund's obligation for net assets attributable to holders of redeemable units does not meet the criteria for equity treatment and therefore is presented as a liability on the statement of financial position. The Fund has elected to classify its obligation for net assets attributable to holders of redeemable units as a financial liability at FVTPL.

The Fund's accounting policies for measuring the fair value of its investments are similar to those used in measuring its net asset value (NAV) for unitholder transactions; therefore, the NAV will be similar to the net assets attributable to holders of redeemable units for financial reporting purposes except for the treatment of organization expenses. Therefore, the NAV is higher than the net assets attributable to holders of redeemable units in these financial statements. There is a comparison of NAV per unit and net assets attributable to holders of redeemable units per unit within note 12.

Financial assets and liabilities may be offset and the net amount reported in the statements of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. In the normal course of business, the Fund may enter into various master netting agreements or similar agreements that do not meet the criteria for offsetting in the statements of financial position but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy, certain events of default or termination of the contracts.

(b) Recognition, de-recognition and measurement

Purchases and sales of financial assets are recognized on their trade date - the date on which the Fund commits to purchase or sell the investment. Financial assets and liabilities are initially recognized at fair value. Transaction costs incurred to acquire financial assets at FVTPL are expensed as incurred in the statements of comprehensive income (loss). Subsequent to initial recognition, all financial assets and liabilities at FVTPL are measured at fair value. Unrealized gains and losses arising from changes in fair value of the FVTPL category are presented in the statements of comprehensive income (loss) within 'Change in unrealized appreciation (depreciation) on investments' in the period in which they arise. Financial assets at amortized cost are subsequently measured at amortized cost, less any impairment losses. Transaction costs incurred on financial assets or liabilities at amortized cost are amortized over the life of the asset or liability.

Financial assets are de-recognized when the rights to receive cash flows have expired or the Fund has transferred substantially all the risks and rewards of ownership. Upon disposal, the difference between the amount received and the average cost to acquire the financial asset (for financial assets at FVTPL) or the amortized cost (for financial assets at amortized cost) is included within 'Net realized gain (loss) on investments' in the statements of comprehensive income (loss).

Fair value measurement

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. The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and marketable securities) are based on quoted market prices at the close of trading on the reporting date. The Fund uses the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread and the difference is material, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. If there has been no trade, the mid-price (average bid and asking price) as of the close of the business on the reporting date is used to approximate fair value. The Fund's policy is to recognize transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

The fair value of bonds is based on closing bid quotations provided by independent security pricing services.

The Manager has procedures to determine the fair value of securities at FVTPL for which market prices are not readily available or which may not be reliably priced. As of September 30, 2021, the Fund held an investment in Portland Private Income Fund - Preferred Units (Portland Preferred Units). The Portland Preferred Units intended to provide offering support to the investment objectives of the Portland Private Income Fund by providing a source of borrowing at what the Manager of the Portland Private Income Fund believes to be an attractive cost which is expected to be between the borrowing cost of a prime brokerage facility and a loan facility. The Portland Preferred Units do not trade on an active market hence its fair value is determined using valuation techniques. The fair value is primarily determined based on the latest available price as reported by the administrator of the Portland Preferred Units. The Portland Preferred Units are valued at $10.00 CDN and pay monthly distributions, which will range from the Royal Bank of Canada Prime Rate to no more than the cost of unsecured debt of the Portland Private Income Fund. The Portland Preferred Units were sold December 31, 2021.

Net changes in fair value of securities at FVTPL are included in the statements of comprehensive income (loss) in 'Change in unrealized appreciation (depreciation) on investments'.

Revenue recognition

'Interest for distribution purposes' shown on the statements of comprehensive income (loss) represents the stated rate of interest earned by the Fund on fixed income securities accounted for on an accrual basis, as applicable. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities other than zero coupon debt securities. Interest receivable is shown separately in the statements of financial position based on the debt instruments' stated rates of interest. Dividends on equity investments are recognized as income on the ex-dividend date.

Foreign currency translation

The Fund's subscriptions and redemptions are denominated in Canadian dollars, which is also its functional and presentation currency. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates that transactions occur. Assets and liabilities denominated in a foreign currency are translated into the functional currency using the exchange rate prevailing at the reporting date. Foreign exchange gains and losses related to assets and liabilities at amortized cost are recognized in profit and loss and are presented as 'Foreign exchange gain (loss) on cash and other net assets' on the statements of comprehensive income (loss). Realized foreign exchange gains and losses related to investments are recognized when incurred and are presented in the statements of comprehensive income (loss) within 'Net realized gain (loss) on investments', as applicable.

Unrealized exchange gains or losses on investments are included in 'Change in unrealized appreciation (depreciation) of investments' in the statements of comprehensive income (loss).

'Foreign exchange gain (loss) on cash and other net assets' arises from sale of foreign currencies, change in foreign currency denominated loans, currency gains or losses realized between trade and settlement dates on securities transactions, and the difference between the recorded amounts of dividend, interest and foreign withholding taxes and the Canadian dollar equivalent of the amounts actually received or paid.

Cash and cash equivalents

The Fund considers highly liquid investments with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value to be cash equivalents. Cash is comprised of deposits with financial institutions.

Cost of investments

The cost of investments represents the cost for each security excluding transaction costs. On the schedule of investment portfolio, transaction costs have been deducted in aggregate from the total cost of individual investments which includes transaction costs.

Redeemable units

The Fund issues multiple series of redeemable units, which are redeemable at the holder's option and do not have identical rights. Redeemable units can be put back to the Fund at any dealing date for cash equal to a proportionate share of the Fund's NAV attributable to the unit series. Units are redeemable monthly.

The redeemable units are carried at the redemption amount that is payable at the statements of financial position date if the holder exercises the right to put the units back to the Fund.

Redeemable units are issued and redeemed at the holder's option at prices based on the Fund's NAV per unit at the time of issue or redemption. The Fund's NAV per unit is calculated by dividing the net assets attributable to the holders of each series of redeemable units by the total number of outstanding redeemable units of each respective series.

The Fund's units do not meet the criteria in IAS 32 for classification as equity as the units are redeemable on demand for cash and therefore, have been classified as financial liabilities.

Expenses

Expenses of the Fund including management fees and other operating expenses are recorded on an accrual basis. Interest charged on margin borrowing is recorded on an accrual basis.

Transaction costs associated with investment transactions for financial assets and liabilities at FVTPL, including brokerage commissions, have been expensed on the statements of comprehensive income (loss).

Organization expenses

Organization expenses including legal fees, time spent by the Manager to create the Fund, and registration fees associated with the formation of the Fund are recoverable from the Fund by the Manager. Such expenses are deductible from NAV at a future time to be determined by the Manager. The amount of organization expenses incurred and expensed in the statements of comprehensive income (loss) is based on the maximum amount allowed to be charged to the Fund of 0.20% per annum multiplied by the NAV, regardless of whether or not the Manager has commenced deducting the amount from the Fund's NAV for transaction purposes.

Increase (decrease) in net assets attributable to holders of redeemable units per unit

'Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit' in the statements of comprehensive income (loss) represents the Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series, divided by the weighted average units outstanding of that series during the reporting period.

Distributions to Unitholders

Distributions will be made to unitholders only at such times and in such amounts as may be determined at the discretion of the Manager. The Fund will distribute sufficient net income and net realized capital gains to unitholders annually to ensure that the Fund is not liable for ordinary income taxes. All distributions by the Fund will be automatically reinvested in additional units of the Fund held by the investor at the NAV per unit thereof, unless the investor notifies the Manager in writing that cash distributions are preferred.

Allocation of income and expense, and realized and unrealized gains and losses

Management fees and other costs directly attributable to a series are charged to that series. The Fund's shared operating expenses, income, and realized and unrealized gains and losses are generally allocated proportionately to each series based upon the relative NAV of each series.

Collateral

Cash collateral provided by the Fund is identified in the statements of financial position as 'Margin accounts' and is not included as a component of cash and cash equivalents. Collateral other than cash is classified in the statements of financial position separately from other assets and liabilities as 'Investments - pledged as collateral' if the party to whom the collateral is provided has the right by contract or custom to sell or re-pledge the collateral.

Allocation of non-cash items on the statement of cash flows

The Fund includes only the net cash flow impact and does not include non-cash switches between series of the Fund that occurred during the year in 'Proceeds from redeemable units issued' or 'Amount paid on redemption of redeemable units'. There was $8,964 non-cash switches excluded from the Fund's operation and financing activities on the statements of cash flows for the year ended September 30, 2022 (September 30, 2021: $nil).

Future accounting changes

There are no new accounting standards effective after January 1, 2022 which affect the accounting policies of the Fund.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of financial statements requires management to use judgment in applying its accounting policies and to make estimates and assumptions about the future. The following discusses the most significant accounting judgments and estimates the Fund has made in preparing these financial statements.

Fair value of securities not quoted in an active market

The fair value of such securities not quoted in an active market may be determined by the Fund using reputable pricing sources (such as pricing agencies) or indicative prices. Such values may be indicative and not executable or binding. The Fund would exercise judgement and estimates on the quantity and quality of pricing sources used. Where no market data is available, the Fund may value positions using their own models, which are usually based on valuation methods and techniques generally recognized as standard within the industry. The inputs into these models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty); volatilities and correlations require management to make estimates. Changes in assumptions about these factors could affect the reported fair value of financial instruments. The determination of what constitutes 'observable' requires significant judgment by the Fund. The Fund considers observable data to be market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

5. FINANCIAL INSTRUMENTS

(a) Offsetting of Financial Assets and Financial Liabilities

The Fund may borrow on margin for the purposes of making investments. Collateral in the form of cash and securities is required to secure the borrowing. Securities pledged as collateral have not been offset against the borrowing, but are presented separately on the statement of financial position as investments that are pledged as collateral. The broker holding the collateral has the right to sell or re-pledge such securities in order to pay back the loan. However, the Fund does not have the right of offset. As at September 30, 2022, the amount borrowed was $1,631 (September 30, 2021: $120,741).

(b) Risk Management

The Fund's investment activities may be exposed to various financial risks, including market risk (which includes price risk, interest rate risk and currency risk), concentration risk, liquidity risk, credit risk and leverage risk. The Fund's risk management goals are to ensure that the outcome of activities involving risk is consistent with the Fund's investment objectives and risk tolerance per the Fund's offering memorandum.

The Fund had indirect exposure to various financial risks through its investment in the Portland Private Income Fund - Preferred Units in CAD and USD (collectively, the Portland Preferred Units) as at September 30, 2021.

Portland Preferred Units provide support to the investment objectives of Portland Private Income Fund (PPI) by providing a source of borrowing. PPI offers both a preferred and common series of units. The investment objective of PPI is to preserve capital and provide income and above average long-term returns by investing primarily in a portfolio of private debt securities. PPI intends to achieve this investment objective by investing all, of substantially all, of its net assets in the Portland Private Income LP (PPI LP). The investment objective of PPI LP is to preserve capital and provide income and above average long-term returns by investing primarily in a portfolio of private debt securities, either directly or indirectly through other funds, consisting of: private mortgages; private commercial debt, a portion of which may have participating features resulting in equity ownership of the issuer of the debt or the underlying asset if certain events occur; other debt securities, a portion of which may have participating features resulting in equity ownership of the issuer of the debt or the underlying asset if certain events occur; investments in complementary income producing public securities, including real estate income trusts, royalty income trusts, preferred shares, dividend paying equity securities and debt securities including convertibles, corporate and sovereign debt; and investments in private equity investments, investment funds, exchange traded funds and mutual funds which may or may not be managed by the manager. PPI may borrow up to 25% of the total assets of PPI LP.

Risk is minimized for the Portland Preferred Units as upon liquidation of PPI, the Portland Preferred Units rank behind all general creditor claims and any prime brokerage or other borrowing facilities but ahead of the common units of PPI. The Portland Preferred Units are available at a fixed NAV per Unit of $10.00 and will pay a monthly distribution ranging from the Royal Bank of Canada Prime Rate (the Prime Rate) to no more than the cost of unsecured debt available to PPI.

Price risk

The Manager moderates price risk through diversification of securities and other financial instruments within the limits of the Fund's investment objectives and strategy. Price risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market prices (other than those arising from interest rate risk or currency risk). Financial instruments held by the Fund are susceptible to market price risk arising from uncertainties about future prices of the instruments.

If the price of investments (less the holdings of Portland Preferred Units as applicable) held by the Fund on September 30, 2022 had been higher or lower by 10%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by $68,410 (September 30, 2021: $75,684). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration risk

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, asset type or industry sector. The following tables present the Fund's exposure as a percentage of the total carrying value of the investments by geographic region and by industry sector as at September 30, 2022 and September 30, 2021.

By Geographic Region	September 30, 2022	September 30, 2021
United States	69.0%	53.2%
Canada	12.5%	24.4%
Switzerland	4.6%	3.7%
United Kingdom	4.1%	4.3%
Denmark	2.5%	2.7%
Germany	2.3%	2.4%
Ireland	2.2%	1.7%
Spain	1.4%	1.3%
France	1.4%	1.2%
Japan	-	5.1%
Total	**100.0%**	**100.0%**

By Industry Sector	September 30, 2022	September 30, 2021
Consumer Staples	32.7%	27.6%
Utilities	22.7%	16.9%
Consumer Discretionary	11.9%	9.7%
Health Care	11.7%	7.7%
Financials	6.0%	5.1%
Materials	4.2%	4.0%
Industrials	2.6%	7.1%
Communication Services	2.6%	3.8%
Information Technology	2.6%	2.5%
Real Estate	2.0%	1.8%
Exchange Traded Funds	1.0%	-
Private/Alternative Funds	-	13.8%
Total	**100.0%**	**100.0%**

Interest rate risk

Interest rate risk arises on interest-bearing financial instruments held by the Fund. The fair value and future cash flows of such instruments held by the Fund will fluctuate due to changes in market interest rates. As at September 30, 2021, the Fund held 17.1% of its NAV in Portland Preferred Units. The Portland Preferred Units pay a monthly distribution of Prime Rate plus 1.0%. The manager reviews the Prime rate on a quarterly basis and expects to adjust the distributions once the Prime Rate has changed by 50 basis points. As at September 30, 2021, the Prime Rate was 2.45% and the Fund was receiving an annualized distribution of 3.45%, or $0.345 per unit. If the Prime Rate decreased by 0.50% during the year, the annualized distribution would be 1.95%.

The Fund may have direct exposure to interest rate risk from its use of borrowing. The Fund is permitted to borrow up to 70% of its total assets. As at September 30, 2022, the Fund borrowed $1,631 (September 30, 2021: $120,741). If interest rates had doubled during the year ended September 30, 2022, interest expense would have been higher and ending net assets attributable to holders of redeemable units would have been lower by $817 (September 30, 2021: $1,169).

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Securities included in the Fund may be valued in or have exposure to currencies other than the Canadian dollar and when measured in Canadian dollars, be affected by fluctuations in the value of such currencies relative to the Canadian dollar.

As the Fund may invest in securities traded in foreign currencies, its net assets and cash flows, when measured in Canadian dollars, will, to the extent that they have not been fully hedged, be affected by changes in the value of these currencies relative to the Canadian dollar.

The Fund may borrow U.S. dollars, which in effect mitigated the currency risk of the Fund being invested in U.S. listed securities. The Manager may use either Canadian dollar or U.S. dollar denominated borrowings based on the interest cost differential and the Fund's currency exposure, including the revenue sensitivity of the underlying investments.

The tables below indicates the foreign currencies to which the Fund had significant exposure at September 30, 2022 and September 30, 2021 in Canadian dollar terms. The tables also illustrate the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 10% in relation to each of the other currencies, with all other variables held constant.

September 30, 2022	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary ($)	Non-monetary ($)	Total ($)	Monetary ($)	Non-monetary ($)	Total ($)
British Pound	239	27,768	28,007	24	2,777	2,801
Danish Krone	-	16,951	16,951	-	1,695	1,695
Euro	-	35,382	35,382	-	3,538	3,538
Japanese Yen	(4)	-	(4)	-	-	-
Swiss Franc	1	23,371	23,372	-	2,337	2,337
United States Dollar	3,846	495,488	499,334	385	49,549	49,933
Total	**4,082**	**598,960**	**603,042**	**409**	**59,896**	**60,304**
% of net assets attributable to holders of redeemable units	0.6%	86.9%	87.5%	0.1%	8.7%	8.7%

September 30, 2021	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary ($)	Non-monetary ($)	Total ($)	Monetary ($)	Non-monetary ($)	Total ($)
British Pound	248	37,453	37,701	25	3,745	3,770
Danish Krone	-	23,829	23,829	-	2,383	2,383
Euro	(1)	43,239	43,238	-	4,324	4,324
Japanese Yen	727	44,605	45,332	73	4,461	4,534
Swiss Franc	1	23,608	23,609	-	2,361	2,361
United States Dollar	(36,824)	562,886	526,062	(3,683)	56,288	52,605
Total	**(35,849)**	**735,620**	**699,771**	**(3,585)**	**73,562**	**69,977**
% of net assets attributable to holders of redeemable units	(5.0%)	103.4%	98.4%	(0.5%)	10.3%	9.8%

Liquidity risk

The Fund is exposed to liquidity risk on its obligations associated with financial liabilities.

The liquidity risk associated with issued redeemable units is managed by investing in a portfolio of highly liquid equity securities. Redeemable units are redeemed on demand at the holder's option.

Liquidity risk may also arise from the Fund's borrowing activities. Borrowings are repayable on demand and are partially covered by collateral held on account at the broker with whom the borrowings are made.

All other obligations of the Fund were due within three months from the financial reporting date.

Credit risk

Credit risk is the risk that a party to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. All transactions in listed securities are settled or paid for upon delivery using approved brokers. The risk of default is considered minimal, as delivery of securities sold is only made once the broker has received payment. Payment is made on a purchase once the securities have been received by the broker. The trade will fail if either party fails to meet its obligation. As at September 30, 2022 and September 30, 2021, the Fund did not have significant exposure to credit risk.

Leverage risk

The Fund may generally borrow up to 70% of its total assets. The Fund pledges securities as collateral and is able to borrow up to limits imposed by the broker it has pledged the collateral to. The amount of borrowing allowed by the broker depends on the nature of the securities pledged. The Fund pays interest on the amounts borrowed. Interest is accrued daily and paid monthly. When the Fund makes investments in derivatives, borrows cash for investment purposes, or uses physical short sales on equities, fixed-income securities or other portfolio assets, leverage may be introduced into the Fund. Leverage occurs when the Fund borrows to invest or when the Fund's notional exposure to underlying assets is greater than the amount invested. It is an investment technique that can magnify gains and losses. Consequently any adverse change in the value or level of the Fund's investments, or of the underlying assets, rate or index to which the Fund's investments relate, may amplify losses compared to those that would have been incurred if the Fund had not borrowed to invest or if the underlying asset had been directly held by the Fund. This may result in losses greater than, if the Fund had not borrowed to invest, or, in the case of derivatives, losses greater than the amount invested in the derivative itself.

As at September 30, 2022, the amount borrowed was $1,631 (September 30, 2021: $120,741). The lender nets the amount borrowed with any cash balances held by the Fund and includes the impact of any securities bought or sold that are not yet paid by or to the Fund. When calculated this way, the borrowing percentage as September 30, 2022 was 0.2% (September 30, 2021: 13.7%). Interest expense for the year ended September 30, 2022 was $817 (September 30, 2021: $1,169).

(c) Fair value of financial instruments

Financial instruments measured at fair value are classified according to a fair value hierarchy that reflects the importance of the inputs used to perform each valuation. The fair value hierarchy is made up of the following levels:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly;

Level 3 - inputs are unobservable for the asset or liability.

The fair value hierarchy requires the use of observable market data each time such data exists. A financial instrument is classified at the lowest level of the hierarchy for which significant input has been considered in measuring fair value. Fair values are classified as Level 1 when the related security or derivative is actively traded and a quoted price is available. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified into Level 2, unless the measurement of its fair value requires the use of significant unobservable inputs, in which case it is classified as Level 3. The Fund's policy is to recognize transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2022 and September 30, 2021:

	Assets (Liabilities)			
September 30, 2022	Level 1 ($)	Level 2 ($)	Level 3 ($)	Total ($)
Equities - Long	684,298	-	-	684,298
Total	**684,298**	-	-	**684,298**

	Assets (Liabilities)			
September 30, 2021	Level 1 ($)	Level 2 ($)	Level 3 ($)	Total ($)
Equities - Long	756,835	-	-	756,835
Underlying Funds	-	121,660	-	121,660
Total	**756,835**	**121,660**	-	**878,495**

(d) Structured entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only and the relevant activities are directed by means of contractual arrangements. A structured entity often has some or all of the following features or attributes:

i) restricted activities;

ii) a narrow and well-defined objective, such as to provide investment opportunities for investors by passing on risks and rewards associated with the assets of the structured entity to investors;

iii) insufficient equity to permit the structured entity to finance its activities without subordinate financial support; and

iv) financing in the form of multiple contractually linked instruments to investors that create concentrations of credit or other risks (tranches).

As at September 30, 2021, the Fund considered its investment in Portland Preferred Units to be investments in an unconsolidated structured entity. Portland Preferred Units are valued as per above section on Fair Value Measurement. The change in fair value of the structured entity is included in the statements of comprehensive income (loss) in 'Change in unrealized appreciation (depreciation) on investments'. The Fund's investment in Portland Preferred Units is subject to the terms and conditions of its offering documents and are susceptible to market price risk arising from uncertainties about future values. The Manager makes investment decisions after extensive due diligence on the strategy and overall quality of the Portland Preferred Units.

The Fund considers all of its investments in exchange traded funds (ETFs) to be investments in unconsolidated structured entities. ETFs are bought and sold on the stock market on which they are traded and are valued at the last traded price as per above section on Fair Value Measurement. The change in fair value of each ETF is included in the statements of comprehensive income (loss) in 'Change in unrealized appreciation (depreciation) of the investments'.

The exposure to investment in structured entities at fair value as at September 30, 2022 and September 30, 2021 is presented in the following tables. These investments are included at fair value in financial assets at FVTPL in the statements of financial position. The Manager's best estimate of the maximum exposure to loss from the Fund's investment in structured entities is the fair value below.

September 30, 2022	Investment at Fair Value ($)	Net Asset Value ($ millions)	% of Net Asset Value
iShares MSCI Japan ETF	6,748	11,020	-

September 30, 2021	Investment at Fair Value ($)	Net Asset Value ($ millions)	% of Net Asset Value
Portland Private Income Fund – Preferred Series F	50,144	150	-
Portland Private Income Fund – Preferred Series F USD	71,516	150	-

6. REDEEMABLE UNITS

The Fund is permitted to issue an unlimited number of redeemable units issuable in Series A, Series F or Series O, having such terms and conditions as the Manager may determine. Additional series may be offered in the future on different terms. Each unit of a series represents an undivided ownership interest in the net assets of the Fund attributable to that series of units.

The Fund endeavors to invest capital in appropriate investments in conjunction with its investment objectives. The Fund may borrow or dispose of investments, where necessary, to fund redemptions.

The principal difference between the series of units relates to the management fee payable to the Manager, compensation paid to dealers and distributions by the series. Units of each Fund are entitled to participate in its liquidation of assets on a series basis. Units are issued as fully paid and non-assessable and are redeemable at the NAV per unit of the applicable series of units of the applicable Fund being redeemed, determined at the close of business on the redemption date, as outlined in the applicable offering memorandum.

Series A Units are available to all investors who meet eligibility requirements and invest a minimum of $2,500.

Series F Units are available to investors who meet eligibility requirements and invest a minimum of $2,500, who participate in fee-based programs through their dealer and whose dealer has signed a Series F Agreement with the Manager, investors for whom the Fund does not incur distribution costs, or individual investors approved by the Manager.

Series O Units are available to certain institutional or other investors.

The number of units issued and outstanding for the years ended September 30, 2022 and September 30, 2021 were as follows:

September 30, 2022	Balance, Beginning of Period	Units Issued Including Switches from other Series	Units Reinvested	Units Redeemed Including Switches to other Series	Balance, End of Period	Weighted Average Number of Units
Series A Units	5,113	-	151	170	5,094	5,152
Series F Units	5,787	328	197	-	6,312	5,992
Series O Units	2,240	-	-	-	2,240	2,240

September 30, 2021	Balance, Beginning of Period	Units Issued Including Switches from other Series	Units Reinvested	Units Redeemed Including Switches to other Series	Balance, End of Period	Weighted Average Number of Units
Series A Units	4,933	2,934	148	2,902	5,113	4,995
Series F Units	6,374	972	254	1,813	5,787	6,686
Series O Units	1,689	551	-	-	2,240	1,860

7. TAXATION

The Fund is a unit trust with registered investment status under the Income Tax Act (Canada) (the Tax Act).

The Fund has registered investment status and will qualify as a mutual fund trust once it has 150 qualifying unitholders. The Fund could be subject to a 40% tax under Part XII.2 of the Tax Act and may incur Minimum Tax as defined in the Tax Act. Minimum Tax may arise if the unit trust retains capital gains by virtue of applying: a) expenses, b) non-capital loss carry forwards, or c) dividend tax credits against those gains. Minimum Tax may also arise in certain circumstances where dividend income is retained to utilize the dividend tax credit. Minimum Tax is reflected as an expense on the statements of comprehensive income (loss), if applicable. The Fund will be liable for tax under Part X.2 of the Tax Act if, at the end of any month, the Fund holds property that is not a "qualified investment" for an RRSP, RRIF or DPSP.

The Fund calculates taxable and net capital gains/(losses) in accordance with the Tax Act and intends to distribute sufficient net income and net realized capital gains, if any, to ensure it does not pay ordinary income tax. As a result, the Fund does not record income taxes. Since the Fund does not record income taxes, the tax benefit of capital and non-capital losses, if any, has not been reflected in the statements of financial position as a deferred income tax asset.

The Fund currently incurs withholding taxes imposed by certain countries on investment income and capital gains. Such income or gains are recorded gross of withholding taxes in the statements of comprehensive income (loss). Withholding taxes are shown as a separate item in the statements of comprehensive income (loss).

The taxation year-end of the Fund is December 31.

As at December 31, 2021, the Fund had unused gross capital loss carry-forwards of $19,506 (December 31, 2020: $27,809).

8. FEES AND EXPENSES

Pursuant to the Fund's offering memorandum, the Fund agrees to pay management fees to the Manager, calculated daily on the average NAV and accrued on each Valuation Date. The annual management fees rate of the respective series of units are as follows:

Series A Units	2.00%
Series F Units	1.00%

Management fees on Series O Units are negotiated with the Manager. Such fees are paid directly to the Manager and are not deducted from the NAV of Series O.

The Manager is reimbursed for any operating expenses it incurs on behalf of the Fund, including regulatory filing fees, custodian fees, legal and audit fees, costs associated with the independent review committee, bank charges, the cost of financial reporting, expenses related to conducting unitholder meetings, costs associated with providing Fundserv access for registered dealers and all related sales taxes. The Manager also provides key management personnel to the Fund. The Manager may charge the Fund for actual time spent by its personnel (or those of its affiliates) in overseeing the day-to-day business affairs of the Fund. The amount charged for time spent by personnel is determined based on fully allocated costs and does not include a mark-up or administration fee. The Manager may waive or absorb management fees and operating expenses at its discretion but is under no obligation to do so.

The Fund is also responsible for all costs associated with its creation and organization of the Fund including but not limited to legal and audit costs, registration and regulatory filing fees, costs associated with due diligence by registered dealers, printing costs, postage and courier costs and time spent by personnel of the Manager at fully allocated costs. The Manager has paid the costs associated with the formation and creation of the Fund and the offering of units and is entitled to reimbursement from the Fund for such costs.

The Fund incurred $8,841 (net of taxes) which is the contractual amount due and payable to the Manager as reimbursement of such organization expenses. Such amount will be charged by the Manager to the Fund as an expense calculated and payable monthly at a rate which will not exceed 0.20% per annum of the NAV over 60 months commencing at such time as the Manager in its discretion shall determine. For financial reporting purposes, an amount equal to the contractual maximum is required to be recognized as owing to the Manager. For the year ended September 30, 2022, $29 was reversed in the statements of comprehensive income (loss) (September 30, 2021:$29).

All management fees, operating expenses and organization expenses payable by the Fund to the Manager are subject to GST and/or HST as applicable and will be deducted as an expense of the applicable series of units in the calculation of the NAV of such series of units.

9. SOFT DOLLARS

Allocation of business to brokers of the Fund is made on the basis of coverage, trading ability and fundamental research expertise. The Manager may choose to execute portfolio transactions with dealers who provide research, statistical and other similar services to the Fund or to the Manager at prices which reflect such services (termed proprietary research). The dealers do not provide the Manager with an estimate of the cost of the research, statistical and other similar services (referred to as soft dollars).

The Manager may use third party proprietary research, which is generally also available on a subscription basis, the value of which will be used to approximate the value of research and other similar services received from third parties through commission sharing arrangements with executing brokers. The ascertainable value of the third party soft dollar arrangements in connection with portfolio transactions for the years ended September 30, 2022 and September 30, 2021 were $4 and $28, respectively.

10. RELATED PARTY TRANSACTIONS

The following table outlines the management fees, operating expenses and organization expenses that were paid to the Manager by the Fund during the years ended September 30, 2022 and September 30, 2021. The table includes the amount of operating expense reimbursement that was paid to affiliates of the Manager. All of the dollar amounts in the tables below exclude applicable GST or HST.

Period ended	Management Fees ($)	Operating Expense Reimbursement ($)	Absorbed Operating Expenses ($)	Operating Expenses Reimbursed to Affiliates of the Manager ($)	Organizational Expense Payments ($)
September 30, 2022	8,921	3,693	103,938	1,004	
September 30, 2021	8,729	3,569	74,141	904	-

The Fund owed the following amounts to the Manager excluding applicable GST or HST:

As at	Management Fees ($)	Operating Expenses Reimbursement ($)	Organization Expenses Payable ($)
September 30, 2022	2,189	911	1,477
September 30, 2021	785	323	1,427

The Manager and/or its affiliates and related investment funds and key management personnel of the Manager and their family (collectively referred to as Related Parties) may invest in units of the Fund from time to time in the normal course of business. As at September 30, 2022, Related Parties held 3,881 units of the Fund (September 30, 2021: 3,510).

Of the units held by Related Parties as at September 30, 2021, 2,240 units, or 15.5% of the NAV of the Fund, was held by PPI LP, which is managed by the same manager as the Fund, and is the underlying fund of PPI (see note 5(b)). PPI LP initially invested in the Fund in 2019 and subsequently in 2020. Starting on March 31, 2020, the Fund invested in Portland Preferred Units for a low risk investment to earn sufficient income on cash as the Portland Preferred Units provide a better interest rate than short-term notes. Each of the holdings by PPI LP of the Fund and the Fund of Portland Preferred Units meet their respective investment objectives.

11. BORROWING

The Fund has a Settlement Services Agreement with a Canadian broker for margin borrowing. The rate of interest payable on borrowed money in Canadian dollars is the 3-month Canadian Dealer Offered Rate + 50bps and U.S. dollars is the 3-month OBFR (Overnight Bank Funding Rate) + 60bps. The facility is repayable on demand. The Fund has placed securities on account with the dealer as collateral for borrowing. Such non-cash collateral has been classified separately within the statements of financial position from other assets and is identified as 'Investments - pledged as collateral'. Cash collateral has been classified separately on the statements of financial position as 'Margin accounts'.

The amount borrowed as of September 30, 2022 and September 30, 2021 and the minimum and maximum amounts borrowed and the amount of interest paid during the years ended September 30, 2022 and September 30, 2021 are presented below:

	Amount Borrowed ($)	Minimum Amount Borrowed ($)	Maximum Amount Borrowed ($)	Interest Paid ($)
September 30, 2022	1,631	-	185,807	817
September 30, 2021	120,741	-	266,396	1,169

12. RECONCILIATION OF NAV PER UNIT AND NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS PER UNIT

The following tables provide a comparison of NAV per unit and net assets attributable to holders of redeemable units of the Fund as at September 30, 2022 and September 30, 2021.

September 30, 2022	NAV per Unit ($)	Net assets attributable to holders of redeemable units per unit ($)
Series A	49.90	49.77
Series F	50.59	50.46
Series O	52.43	52.31

September 30, 2021	NAV per Unit ($)	Net assets attributable to holders of redeemable units per unit ($)
Series A	53.71	53.59
Series F	54.30	54.16
Series O	55.57	55.47

13. EXEMPTION FROM FILING

The Fund is relying on the exemption contained within National Instrument 81-106, Part 2.11 to not file its financial statements with the applicable securities regulatory authorities.

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