



**Langdon Canadian Smaller Companies Portfolio
Financial Statements
As at December 31, 2022**



Independent auditor's report

To the Unitholders and Trustee of Langdon Canadian Smaller Companies Portfolio (the Fund)

Our opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2022 and its financial performance and its cash flows for the period from August 29, 2022 (commencement of operations) to December 31, 2022 in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS).

What we have audited

The Fund's financial statements comprise:

- the statement of financial position as at December 31, 2022;
- the statement of comprehensive income for the period from August 29, 2022 (commencement of operations) to December 31, 2022;
- the statement of changes in net assets attributable to holders of redeemable units for the period from August 29, 2022 (commencement of operations) to December 31, 2022;
- the statement of cash flows for the period from August 29, 2022 (commencement of operations) to December 31, 2022; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

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

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

Independence

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

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



Other information

Management is responsible for the other information of the Fund. The other information comprises the Annual Management Report of Fund Performance of the Fund.

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

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, 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 these financial statements.



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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

PricewaterhouseCoopers LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario
March 30, 2023

Langdon Canadian Smaller Companies Portfolio

Statement of Financial Position

As at December 31, 2022

		2022
	Notes	\$
Assets		
Current Assets		
Financial assets at fair value through profit or loss		8,011,519
Cash		296,337
Receivable for units subscribed		91,552
Dividends and interest receivable		6,692
		8,406,100
Liabilities		
Current liabilities		
Management fees payable		7,454
Accounts payable		26,411
Distribution payable		1,936
		35,801
Net assets attributable to holders of redeemable units		8,370,299
Net assets attributable to holders of redeemable units per class	10	
Class A		698,143
Class F		5,289,910
Class I		568,810
Class P		1,813,436
		8,370,299
Redeemable units outstanding	10	
Class A		68,319
Class F		515,824
Class I		55,002
Class P		173,781
Net assets attributable to holders of redeemable units per unit	10	
Class A		10.22
Class F		10.26
Class I		10.34
Class P		10.44

These financial statements should be read in conjunction with the accompanying notes.

Langdon Canadian Smaller Companies Portfolio

Statement of Comprehensive Income

For the period from August 29, 2022 (commencement of operations) to December 31, 2022

		2022
	Notes	\$
Income		
Net gain (loss) on investments		
Dividends		20,530
Interest for distribution purposes		558
Net realized gain (loss) on sale of investments		(47,198)
Net change in unrealized fair value of investments		293,299
Net gain (loss) on investments		267,189
Net realized gain on foreign currency transactions		(2)
Net change in unrealized appreciation (depreciation) on foreign currency translations		(3)
Realized and Unrealized gains/losses on currency transactions		(5)
Total income (loss)		267,184
Expenses		
Management fees		23,117
Independent Review Committee		3,386
Performance fees		23,025
Transaction costs		13,997
Audit fees		32,200
Administration and custody fees		21,088
Legal fees		43,232
Tax fees		5,625
Less expenses waived by Manager	7	(102,145)
Total expenses		63,525
Total increase (decrease) in net assets attributable to holders of redeemable units		203,659

Langdon Canadian Smaller Companies Portfolio

Statement of Comprehensive Income (continued)

For the period from August 29, 2022 (commencement of operations) to December 31, 2022

	2022
Notes	\$
Increase (decrease) in net assets attributable to holders of redeemable units per class	
Class A	20,205
Class F	126,228
Class I	13,690
Class P	43,536
Total increase (decrease) in net assets attributable to holders of redeemable units	203,659
Increase (decrease) in net assets attributable to holders of redeemable units per unit	
Class A	0.36
Class F	0.36
Class I	0.23
Class P	0.62

These financial statements should be read in conjunction with the accompanying notes.

Langdon Canadian Smaller Companies Portfolio

Statement of Changes in Net Assets Attributable to Holders of Redeemable units

For the period from August 29, 2022 (commencement of operations) to December 31, 2022

	Class A	Class F	Class I	Class P	Total
	2022	2022	2022	2022	2022
Notes	\$	\$	\$	\$	\$
Net assets attributable to holders of redeemable units, beginning of period	-	-	-	-	-
Increase (decrease) in net assets attributable to holders of redeemable units	20,205	126,228	13,690	43,536	203,659
Distributions to holders of redeemable units					
From return of capital	-	-	-	(1,936)	(1,936)
Total distributions to holders of redeemable units	-	-	-	(1,936)	(1,936)
Redeemable unit transactions					
Proceeds from redeemable units issued	677,938	5,222,660	555,120	1,771,836	8,227,554
Redemptions of redeemable units		(58,978)			(58,978)
Total redeemable unit transactions	677,938	5,163,682	555,120	1,771,836	8,168,576
Net increase (decrease) in net assets attributable to holders of redeemable units for the period	698,143	5,289,910	568,810	1,813,436	8,370,299
Net assets attributable to holders of redeemable units, end of period	698,143	5,289,910	568,810	1,813,436	8,370,299

These financial statements should be read in conjunction with the accompanying notes.

Statement of Cash flows

For the period from August 29, 2022 (commencement of operations) to December 31, 2022

	2022
Notes	\$
Operating activities	
Increase (decrease) in net assets attributable to holders of redeemable units	203,659
Adjustments for:	
Proceeds from sale of investments	819,865
Purchase of investments	(8,585,283)
Net realized gain (loss) on sale of investments	47,198
Net change in unrealized appreciation (depreciation) of investments	(293,299)
Net change in non-cash working capital	27,173
Net Cash from (used in) operating activities	(7,780,687)
Financing activities	
Proceeds from subscription of redeemable units	8,136,002
Amounts paid on redemption of redeemable units	(58,978)
Net Cash from (used in) financing activities	8,077,024
Foreign exchange gain (loss) on cash	-
Net increase (decrease) in cash during the period	296,337
Cash, beginning of period	-
Cash, end of period	296,337
Supplementary information	
Dividends received, net of withholding taxes	13,838
Interest received, net of withholding taxes	558

These financial statements should be read in conjunction with the accompanying notes.

Langdon Canadian Smaller Companies Portfolio

Schedule of Investments

As at December 31, 2022

Number of Shares	Security	Average Cost	Fair Value	% of Total
		\$	\$	
Energy				
18,776	PrairieSky Royalty, Ltd.	361,019	407,439	4.9
Materials				
6,771	Winpak, Ltd.	293,206	284,788	3.4
Industrials				
5,000	ADENTRA Inc.	129,702	141,700	1.7
4,863	ATS Automation Tooling Systems Inc.	202,279	204,683	2.5
2,658	ATS Corporation	117,112	111,875	1.3
1,923	Boyd Group Services Inc.	366,549	402,215	4.8
16,908	Richelieu Hardware, Ltd.	611,949	612,239	7.3
		1,427,591	1,472,712	17.6
Consumer Discretionary				
8,601	Aritzia Inc. Sub. Voting	400,750	407,257	4.9
17,097	Uni-Select Inc.	664,152	732,436	8.7
		1,064,902	1,139,693	13.6
Consumer Staples				
184,557	Waterloo Brewing Ltd.	730,087	732,691	8.8
Health Care				
3,795	Andlauer Healthcare Group Inc. Sub. Voting	197,640	179,693	2.1
Financials				
7,213	EQB Inc.	394,291	409,193	4.9
17,587	Guardian Capital Group, Ltd. Cl. A	553,352	682,903	8.2
283,658	The Westaim Corporation	745,279	746,021	8.9
		1,692,922	1,838,117	22.0

Langdon Canadian Smaller Companies Portfolio

Schedule of Investments (continued)

As at December 31, 2022

Information Technology

14,294	Enghouse Systems Limited	464,932	514,155	6.1
5,881	Topicus.com, Inc. Sub. Voting	412,054	418,081	5.0
		876,986	932,236	11.1

Real Estate

3,327	Colliers International Group Inc.	468,311	413,812	4.9
2,406	FirstService Corporation	401,749	398,939	4.8
35,116	StorageVault Canada Inc.	215,764	211,399	2.5
		1,085,824	1,024,150	12.2

Adjustment for transaction costs (11,957)

Total investments	7,718,220	8,011,519	95.7
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Other assets less liabilities		358,780	4.3
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Net assets attributable to holders of redeemable units		8,370,299	100.0
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Langdon Canadian Smaller Companies Portfolio

Summary of Investment Portfolio

As at December 31, 2022

	Notes	2022 \$
Portfolio Allocation		% of Net Assets
Energy		4.9
Materials		3.4
Industrials		17.6
Consumer Discretionary		13.6
Consumer Staples		8.8
Health Care		2.1
Financials		22.0
Information Technology		11.1
Real Estate		12.2
		95.7
Cash		3.5
Other Net Assets		0.8
Total Net Assets		100

1. Organization

Langdon Canadian Smaller Companies Portfolio ("the Fund") is an open-ended mutual fund trust created under the laws of Ontario by declaration of trust dated July 28, 2022. Langdon Equity Partners Ltd serves as the fund manager (the "Manager") and the trustee (the "Trustee").

The address of the Fund's registered office is 30A Hazelton Ave, Suite 400, Toronto, ON M5R 2E2

The Investment objective of the Fund is to provide investors with long-term capital growth by investing primarily in common shares of smaller Canadian companies

The date of commencement of operations for each of the Fund's class is shown below:

Class A	Class F	Class I	Class P
August 29, 2022	August 29, 2022	August 29, 2022	August 31, 2022

The Board of Directors of the Manager and Trustee approved the statements on March 29, 2023.

2. Basis of preparation

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

3. Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These financial statements include estimates and assumptions made by management that affect the reported amount of assets and liabilities as at year end, and income and expenses during the reporting period. Actual results may differ from these estimates. The Fund follows the significant accounting policies described below.

Financial Assets and Financial Liabilities at Fair Value Through Profit or Loss

Classification and Presentation

Assets — The Fund classifies its investments based on both the Fund's business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. The portfolio of financial assets is managed and performance is evaluated on a fair value basis. The Fund is primarily focused on fair value information and uses that information to assess the assets' performance and to make decisions.

The Fund's policy requires the Manager to evaluate the information about these financial assets and liabilities on a fair value basis together with other related financial information.

The Fund's obligation for net assets attributable to holders of redeemable units is presented at the redemption amount. All other financial assets and liabilities are classified and measured at amortized cost. Under this method, financial assets and liabilities reflect the amount required to be received or paid, discounted, when appropriate, at the contractual interest rate.

Recognition, Derecognition and Measurement

Regular purchases and sales of investments are recognized on the trade date — the date on which the Fund commits to purchase or sell the investment. Financial assets and financial liabilities at fair value through profit or loss are initially recognized at fair value.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or the Fund has transferred substantially all risks and rewards of ownership.

Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the 'financial assets or financial liabilities at fair value through profit or loss' category are presented in the statements of comprehensive income within net change in unrealized appreciation (depreciation) on investments in the period in which they arise.

Cash

Cash comprises cash on hand and overnight deposits that are readily convertible to known amounts of cash.

Currency Translation

The Fund's subscriptions and redemptions are denominated in Canadian dollars, which is also the functional and presentation currency.

Assets and liabilities, including investment securities, denominated in foreign currencies are translated into Canadian dollars at the exchange rates supplied by one or more pricing vendors on the valuation date. Purchases and sales of investments and income and expenses are translated into Canadian dollars at the exchange rates on the dates of such transactions. On the accompanying financial statements, the effects of changes in exchange rates on investment securities are included with the net realized gain or loss on investments and change in unrealized appreciation or depreciation in value of investments in the Fund's statements of comprehensive income. The realized gain or loss and unrealized appreciation or depreciation resulting from all other transactions denominated in currencies other than Canadian dollars are disclosed separately.

Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units

The increase (decrease) in net assets attributable to holders of redeemable units is calculated by dividing the increase (decrease) in net assets attributable to holders of redeemable units by the weighted average number of units outstanding during the period. Refer to Note 9 for the calculation.

Income Recognition

Dividend income is recognized on the ex-dividend date except for certain dividends from foreign securities where the ex-dividend date may have passed, which are recorded as soon as the ex-dividend date is known to the Manager.

Fees and Expenses

The Manager pays certain operating expenses of the Fund in exchange for the payment by the Fund of a fixed-rate annual administration fee with respect to each class of the Fund. From time to time the manager absorbs certain operating costs.

Allocation of Income, Expenses, Gains and Losses Among Class Income, and realized and unrealized gains and losses are allocated daily among the various classes based on their relative net assets. Class-specific fees and expenses, such as administration and Independent Review Committee costs, are charged directly to the respective classes.

Transaction Costs

Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of an investment, which include fees and commissions paid to agents, advisors, brokers and dealers, levies by regulatory agencies and securities exchange, and transfer taxes and duties. Such costs are expensed and included in "Transaction costs" in the Statement of Comprehensive Income.

Redeemable Units

Under IFRS, IAS 32 requires that units or shares of an entity, which include a contractual obligation for the issuer to repurchase or redeem them for cash or another financial asset, be classified as financial liability. The Fund's redeemable units' entitlements include a contractual obligation to distribute any net income and net realized capital gains at least annually in cash at the request of the unitholder and therefore meet the contractual obligation requirement. Consequently, the Fund's outstanding redeemable units are classified as financial liabilities in these financial statements. Subscriptions and redemptions include exchanges between classes of the Fund. These transactions are excluded from the net cash from (used in) financing activities section of the statements of cash flows.

Redeemable units of the Fund are offered for sale on a continuous basis and may be purchased or redeemed on any valuation date at the net asset value ("NAV") per unit. The NAV per unit for the purposes of subscription or redemption is computed by dividing the NAV of the Fund (that is, the total fair value of the assets less the liabilities) by the total number of units of the Fund outstanding at such time on each valuation date, in accordance with Part 14 of National Instrument ("NI") 81-106 Investment Fund Continuous Disclosure for the purpose of unitholder transactions. Net assets are determined in accordance with IFRS and may differ to the Fund's NAV. As at December 31, 2022, there were no differences between the Fund's NAV per unit and its net assets per unit calculated in accordance with IFRS.

Payable for Units Redeemed

IFRS requires redemptions, whether expressed as dollars or shares, to be recognized as liabilities, when each of the dollar and share amounts requested occurs on the last day of a fiscal period. As a result, redemptions paid after the end of the period, but based upon period-end net asset values, are reflected as redemptions payable. Redemption notices received for which the dollar and share amounts are not fixed remain in capital until the NAV used to determine the redemption and share amounts are determined.

4. Fair Value Measurement

Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as at the measurement date. The fair value of financial assets and liabilities traded in active markets are based on quoted market prices as at the close of trading on the reporting date. The Fund uses the last trade market price for both financial assets and liabilities where the last traded price falls within that day's bid-ask spread. In circumstances where the last trade price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances.

Methods and inputs — The following methods and inputs are used to establish the fair value of its financial assets and liabilities. Use of particular methods and inputs may vary over time based on availability and relevance as market and economic conditions evolve.

Equity securities are generally valued at the official closing price of, or the last reported sale price on, the exchange or market on which such securities are traded, as at the close of business on the day the securities are being valued or, lacking any sales, at the last available bid price.

Prices for each security are taken from the principal exchange or market in which the security trades.

Classifications — The Fund classifies its assets and liabilities into three levels based on the inputs used to value the assets or liabilities. Level 1 values are based on quoted prices in active markets for identical securities. Level 2 values are based on significant observable market inputs, such as quoted prices for similar securities and quoted prices in inactive markets. Level 3 values are based on significant unobservable inputs that reflect the manager's determination of assumptions that market participants might reasonably use in valuing the securities. The following is a summary of the types of inputs used in valuing the Fund's investments carried at fair value:

2022	Level 1	Level 2	Level 3	Total
\$				
Assets				
Equity investments	8,011,519	-	-	8,011,519
Total investments	8,011,519	-	-	8,011,519

During the period ended December 31, 2022, no investments were transferred between Level 1 and Level 2.

All fair value measurements above are recurring. The carrying values of cash and cash equivalents, receivables, payables and the Fund's obligation for net assets attributable to holders of redeemable units approximate their fair values due to their short-term nature.

5. Management of Risks Associated With Financial Instruments

The Fund's activities may expose it to a variety of financial risks associated with financial instruments, including market risk (foreign exchange risk, interest rate risk and price risk), concentration risk, credit risk and liquidity risk. The Manager seeks to minimize potential adverse effects of these risks on the Fund's performance by employing professional, experienced portfolio managers, by daily monitoring of the Fund's position and market events, and by diversifying the investment portfolio within the constraints of the investment objective.

Market Risk

Economies and financial markets throughout the world are highly interconnected. Economic, financial, or political events, trading and tariff arrangements, wars, terrorism, cybersecurity events, natural disasters, public health emergencies (such as the spread of infectious disease) and other circumstances in one country or region could have impacts on global economies or markets. As a result, whether or not the Fund invests in securities of issuers located in or with significant exposure to the countries affected, the value and liquidity of the Fund's investments may be negatively affected by developments in other countries and regions.

Foreign exchange risk — Foreign exchange risk arises from financial instruments that are denominated in foreign currencies.

As at December 31, 2022, the Fund had no direct investment in foreign currency denominated assets or liabilities.

Interest rate risk — Interest rate risk is the risk that the market value of the Fund's interest-bearing financial instruments will fluctuate due to changes in market interest rates.

As at December 31, 2022, the majority of the Fund's financial assets and liabilities are non-interest bearing; accordingly, the Fund is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates.

Price risk — Price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or foreign exchange risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market and/or market segment. All securities present a risk of loss of capital. The maximum risk resulting from financial instruments is equivalent to their fair value.

At 31 December, the fair value of equities exposed to price risk were as follows:

2022	Level 1	Level 2	Level 3	Total
\$				
Assets				
Equity investments	8,011,519	-	-	8,011,519
Total investments	8,011,519	-	-	8,011,519

If stock prices of the portfolio held increased or decreased by 10%, with all other factors remaining constant, net assets attributable to holders of redeemable units would have decreased or increased by approximately \$801,152. In practice, actual results may differ from this 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. The following is a summary of the Fund's concentration risk:

Sector Allocation	2022
	%
Equity Investments	
Energy	4.9
Materials	3.4
Industrials	17.6
Consumer Discretionary	13.6
Consumer Staples	8.8
Health Care	2.1
Financials	22.0
Information Technology	11.1
Real Estate	12.2
Other assets, less liabilities	4.3
Percentage of net assets attributable to holders of redeemable units	100.0

Credit Risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. To help manage the credit risk of the Fund, the Manager carefully monitors the creditworthiness and operational robustness of counterparties that conduct transactions on behalf of the Fund. The risk of default is considered minimal as all transactions are settled and paid for upon delivery using approved brokers.

Liquidity Risk

Liquidity risk is the possibility that investments in a Fund cannot be readily converted into cash when required. The Fund will endeavour to maintain sufficient liquidity to meet expenses and redemption of units by investing primarily in liquid securities. However, unexpected heavy demand for redemptions of units could result in the Fund having to dispose of investments at a time when it is not optimal in order to meet such redemption requests. To manage the Fund's overall liquidity and enable the Fund to meet its obligations, the assets of the Fund are invested primarily in securities that are traded on active markets and that the Manager believes can be readily disposed of through market facilities under normal circumstances. Additionally, sufficient cash and cash equivalents are maintained to fund anticipated redemptions.

The Fund's liabilities are payable within three months.

6. Redeemable Units

Units issued and outstanding represent the capital of the Fund. The authorized equity of the Fund consists of an unlimited number of class of units and an unlimited number of units of each class. Currently, the Fund offers four classes of units designated as Class A, F, I and P. Units of the Fund are offered on a continuous basis. Unitholders' requests to make additional subscriptions in or redemptions from the Fund received by the Trustee by 4 p.m. EST on the valuation day are valued at the net asset value per unit determined on that valuation day. The net asset value per unit is calculated as of the close of each day that the Toronto Stock Exchange is open for trading. Unitholders are entitled to distributions when declared. Distributions on units of the Fund are reinvested in additional units, or at the option of the unitholders, paid in cash. The Fund has no restrictions or specific capital requirements on the subscription and redemption of units, other than minimum subscription requirements. The statements of changes in net assets attributable to holders of redeemable units identify changes in the Fund's capital during the period. The capital of the Fund is managed in accordance with the Fund's investment objective, including managing its liquidity in order to be able to meet redemptions.

The Fund offers Class A, Class F, Class I and Class P Units described below:

Class A Units	Available to all investors on a front-end sales charge basis
Class F Units	Available to investors who are enrolled in a dealer sponsored fee for service or wrap program and who are subject to an annual asset based fee rather than commissions on each transaction or, at the discretion of the Manager, any other investor for whom the Manager does not incur distribution costs.
Class I Units	Available to institutional investors or to other investors on a case-by-case basis, all at the discretion of the Manager.
Class P Units	Available on a private placement basis to investors resident in the Province of Ontario who invest in the Fund through the Manager, in its capacity as an exempt market dealer. The management and performance fees on the Class P Units will not be greater than the management and performance fee charged in relation to the Class F Units of the Fund.

Summary of redeemable units issued and outstanding for the period ended December 31:

Class A	2022
Units outstanding — beginning of period	-
Subscriptions	68,319
Reinvested	-
Redemptions	-
Units outstanding — end of period	68,319
Class F	2022
Units outstanding — beginning of period	-
Subscriptions	521,655
Reinvested	-
Redemptions	(5,831)
Units outstanding — end of period	515,824
Class I	2022
Units outstanding — beginning of period	-
Subscriptions	55,002
Reinvested	-
Redemptions	-
Units outstanding — end of period	55,002
Class P	2022
Units outstanding — beginning of period	-
Subscriptions	173,781
Reinvested	-
Redemptions	-
Units outstanding — end of period	173,781

7. Related party transactions

Fund Management and Fees

The Manager is responsible for the day-to-day operations of the Fund. The Manager receives a management fee payable by the Fund for providing its services to the Fund. The management fee varies for each class of units. The management fee is calculated and accrued daily based on a percentage of the net asset value of the class of units of the Fund, plus applicable taxes, and is payable on the last day of each calendar month. The annual management fee payable by the Fund to the Manager on Class A Units is 2.15% per annum, on Class F Units is 1.15% per annum, on Class I units is negotiated by the investor and paid directly by the investor and would not exceed the management fee payable on Class A Units and on Class P Units will not be greater than the management fee charged in relation to the Class F Units of the Fund.

The Manager may receive a performance fee in respect of each Class of Units of the Fund. The Fund will pay the Manager a performance fee on the Class A and Class F Units of the Fund for the six month period ending as of June 30th and December 31st in each calendar year (each, a "Determination Period") equal to 15% of the return of the applicable Class in excess of the return of a Benchmark Index during the Determination Period, subject to the High Water Mark (as defined below), plus applicable taxes.

The performance fee shall only be payable to the Manager to the extent that the Unit Price of the applicable Class at the end of the Determination Period is greater than the Unit Price for the Determination Period in which a performance fee was last paid (the "High Water Mark").

No performance fee shall be payable where the return of the applicable Class is less than the return of the Benchmark Index during the Determination Period (a "Shortfall"). In addition, the performance fee shall only be payable to the Manager to the extent that the cumulative Shortfall for any prior Determination Periods in respect of the Class has been recovered. The performance fee is calculated and accrued for each Class of Units on a daily basis during each Determination Period and, with respect to a redemption of Units of a Class on a date other than June 30th or December 31st, on the relevant redemption date.

Investors in Class I Units may negotiate a performance fee with the Manager (in accordance with applicable regulatory requirements) to be paid directly to the Manager by the investor that is different than the one described above or no performance fee at all.

Management fees and performance fees are subject to applicable taxes including GST and HST.

The Manager is also responsible for the day-to-day operation of the Fund and does from time to time absorb operating costs such as, but not limited to legal fees, audit fees and administrative and system costs. For the period ended December 31, 2022 all operating costs were absorbed by the manager with total costs paid summarised below:

	2022
	\$
Audit fees	32,200
Fund administration and custody fees	21,088
Legal fees	43,232
Tax fees	5,625

The total remuneration paid to members of the Independent Review Committee by the fund during the period ended December 31, 2022 was \$3,386.

8. Taxation

The Fund qualifies as a mutual fund trust under the provision of the Income Tax Act (Canada). The Fund distributes sufficient net taxable investment income and net capital gains to its unitholders, such that no income tax is payable by the Fund. Such income is taxable in the hands of the unitholders. As a result, the Fund has determined that it is in substance not taxable and therefore, does not record income taxes and accordingly, does not recognize the deferred tax benefit of capital and non-capital losses. Net investment income and/or capital gains, if applicable, are distributed annually for all classes.

The Fund may incur withholding taxes and capital gain taxes imposed by certain countries on investment income and capital gains. Such income and capital gains are recorded on a gross basis, and the related withholding taxes and capital gain taxes are shown as a separate expense in the statements of comprehensive income and as a liability on the statements of financial position. If applicable, the Fund records an estimated deferred tax liability based on unrealized gains to provide for potential capital gain taxes payable upon the sale of these securities.

Non-capital losses have expiry periods of up to 20 years and can be offset against future taxable income. Net capital losses can be carried forward indefinitely and offset against future taxable capital gains.

The Funds non-capital and capital losses as at December 31, 2022, were as follows:

Non-Capital Loss Year of Expiry*	Non-Capital Loss (\$)	Capital Loss**
20	1,360	24,620

*Non-capital losses can be offset against income in future years.

** Net capital losses can be carried forward indefinitely for offset against capital gains in future years.

9. Client Brokerage Commissions

Subject to certain criteria, the subadvisor to the Fund may execute portfolio transactions with broker-dealers who provide certain brokerage and/or investment research services to it, either directly or through a commission sharing arrangement. Such services may include, among other things, reports and other communications regarding individual companies, industries, countries and regions, economic and political and legal developments.

The total brokerage paid for the period ended December 31, 2022 was \$13,997. There were no commission sharing arrangements to report for the period ended December 31, 2022.

10. Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units

The increase (decrease) in net assets attributable to holders of redeemable units for the period ended December 31 is calculated as follows:

	Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	Weighted Average Units Outstanding During the Period	Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit
	\$		\$
Class A	20,205	55,971	0.36
Class F	126,228	353,628	0.36
Class I	13,690	59,448	0.23
Class P	43,536	70,406	0.62