PORTLAND VALUE PLUS FUND

PORTLAND INVESTMENT COUNSEL®
OWNERS. OPERATORS. AND INVESTORS.

(as at April 30, 2018)

	Net Asset Value Per Unit (as at April 30, 2018)	PERFORMANCE (as at April 30, 2018)					
		1 Month	3 Months	6 Months	1 Year	3 Years[1]	Since Inception[1]
Portland Value Plus Fund - Series A (CAD)	$26.1077	21.6%	0.4%	7.6%	14.8%	(17.6%)	(17.0%)
Portland Value Plus Fund - Series F (CAD)	$25.2976	21.7%	0.6%	8.2%	16.1%	(16.7%)	(16.1%)
MSCI World Total Return Index	-	1.3%	(0.6%)	3.5%	7.1%	9.9%	9.6%

FUND FACTS

Fund Net Assets	$1.0 million CAD
Inception Date	Jan. 30, 2015
Fund Type	Alternative Strategies
Offer Document	Offering Memorandum
Eligible for PAC Plans	Yes, monthly minimum of $500
Eligible for Registered Plans	Yes
Purchases and Redemptions	Monthly with no minimum investment term or redemption fee

HOW THE FUND IS MANAGED

- Focused investing in a number of quality equities, ordinarily selected from liquid, large cap stocks, domiciled in long-term growth industries, which we believe are undervalued and/or have the potential of increased returns due to activist investor campaigns.
- Leverage by purchasing securities on margin; leverage will initially be lower than 60% and ordinarily is not expected to exceed 70% of the portfolio (market value of securities).

KEY REASONS TO INVEST

- Experienced portfolio manager has practiced focused value investing for more than 25 years.
- Leveraged growth potential.
- Access to attractive borrowing terms by benefitting from Portland Holdings' financial strength and reputation.
- Embedded product leverage is non-recourse to individual investors versus recourse when using traditional margin accounts.
- Diversification benefits (alternative strategy, e.g. for asset-rich cash-poor investors).

PORTFOLIO COMPOSITION

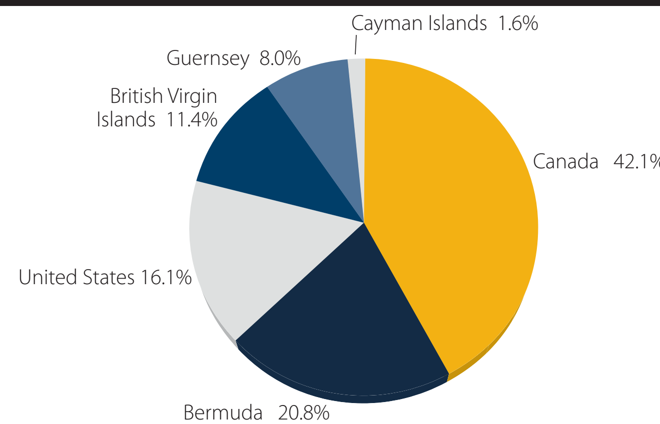
- Businesses led by eminent capital allocators.
- Businesses being transformed by eminent capital allocators (activist investors).
- Opportunities that prevail now.

PORTFOLIO MANAGER

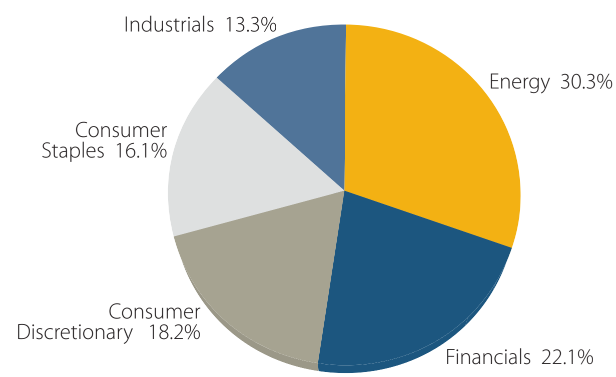
Michael Lee-Chin, B.Eng., LLD (Honorary)
Executive Chairman, Chief Executive Officer and Portfolio Manager

Dragos Berbecel, BComm., MBA, CFA
Portfolio Manager

Geographic Mix (as a % of total assets)



Sector Mix (as a % of total assets)



Asset Mix (as a % of net asset value)

Equities	211.9%
Other Net Assets (Liabilities)[2]	(0.4%)
Cash	(111.5%)

Leverage Ratio[3]	52.7%

PORTLAND VALUE PLUS FUND

PORTLAND INVESTMENT COUNSEL®

OWNERS. OPERATORS. AND INVESTORS.

(as at April 30, 2018)

Top Holdings	Percentage of Total Assets
Baytex Energy Corp.	11.7%
Liberty Latin America Ltd.	11.4%
Nomad Foods Limited	11.4%
Crescent Point Energy Corp.	9.4%
Brookfield Business Partners L.P.	9.4%
Whitecap Resources, Inc.	9.2%
Pershing Square Holdings, Ltd.	8.0%
Berkshire Hathaway Inc.	7.5%
Linamar Corporation	6.8%
Brookfield Asset Management Inc.	5.0%
Walgreens Boots Alliance, Inc.	4.7%
Hertz Global Holdings, Inc.	3.9%
EnTrustPermal Special Opportunities Fund IV Ltd.	1.6%

FUND COMMENTARY (as at March 31, 2018)

For the period of December 31, 2017, to March 31, 2018, the Fund's benchmark, the MSCI World Total Return Index had a return of 1.6%. For the same period, the Fund's Series F units had a return of -11.9%. Unlike the Index, the Fund's return is after the deduction of its fees and expenses. The Fund's key relative performance detractors during the period were Whitecap Resources, Inc., Liberty Latin America Ltd., Pershing Square Holdings, Ltd., Crescent Point Energy Corp. and Baytex Energy Corp. while the Fund's relative performance contributors were Brookfield Business Partners L.P. and Berkshire Hathaway Inc. The Fund's leverage amplified the underperformance.

The Fund's net asset value at March 31, 2018, was $0.8 million.

The Fund aims to provide positive long-term total return by investing in a focused portfolio (generally no more than 15 names) of equities, selected from global companies domiciled in long-term growth industries and which are trading at a discount to their intrinsic value and/or have the potential of increased returns due to activist investor actions, while using leverage to enhance long-term capital appreciation.

Activist investors are value investors with a push. They are looking for opportunities to demand a change in a company's strategy in order to unlock shareholder value. Activist investors achieve their goals by cooperating with other institutional investors, acquiring board representation and/or changing the management of the target company.

Largely driven by what it is perceived as reflationary economic policies from the Donald Trump-led U.S. administration, the U.S. Fed has accelerated the pace of its previously tentative monetary tightening. With four Fed Funds rate raises since last December 2016 and expectations for about three more during 2018, coupled with accelerated sales of U.S. Fed's balance sheet assets, the excessive liquidity available to the capital markets is being removed. Such a development, we believe, is likely to favour value-based investment strategies, which have otherwise underperformed growth strategies since the beginning of the current market cycle, some nine years earlier. With valuations getting ahead of the fundamentals in certain areas of the market, the Manager believes that companies influenced by eminent capital allocators and activist investors have the ability to stand out by adapting quicker to market forces and improving their profitability through both operational changes and balance sheet optimization.

As expected, given the Fund's value focused mandate, the performance was mainly driven by company specific developments, the most important of which are detailed below.

For the first time as an independent company, Liberty Latin America (LILA) announced its financial and operating results for the three months and twelve months ended December 31, 2017. LILA reported operating cash flow (OCF) of $1,367 million of 2017, a 6% decline, impacted by the hurricane related interruptions in Puerto Rico and certain Cable & Wireless segment markets. LILA reported that the Puerto Rico activity recovery is on track, with 57% of its September 2017 customers currently billable, including 75% for business clients. For 2018, the company guides conservatively, we believe, for $1.4 billion of OCF. LILA also guided for about 19% to 21% of revenue to be allocated to property and equipment additions in 2018. During the period, LILA bought 80% of Cabletica, the cable business of Televisora de Costa Rica S.A. for US$250 million in cash. This is the first major acquisition since the formation of LILA and, we believe, just one of the many more to come.

After three years of disappointing returns, Bill Ackman's Pershing Square Holdings is taking steps to be re-focus the founder's efforts on the investment process, to the detriment of marketing activities. Under this new lower profile paradigm, Bill Ackman exited his Herbalife International short position and quietly sold out of Nike, a passive stake which earned the firm $100 million in profit in just a few months. A vote is scheduled on April 24 to allow for a planned $300 million tender offer to proceed, which should help reduce the major discount to Pershing Square's net asset value.

Brookfield Business Partners (BBU) continued to benefit from its earlier investments and reported strong full-year 2017 results, driven by the company's business services and industrials operations, partly offset by results at its construction division. Subsequent to the quarter-end, BBU announced its intention to undertake an initial public offering for its GrafTech International Holdings Inc. business, which makes graphite electrodes for steelmaking. BBU bought GrafTech in 2015 for $855 million during an industry slump. The proposed IPO price would value the business at more than 8 times the acquisition price.

Berkshire Hathaway posted a record $44.94 billion profit for 2017, driven by a $29.1 billion benefit from the U.S. tax reform. During the year, book value rose by 23%, despite incurring the first full-year insurance loss since 2002 (because of Harvey, Irma and Maria hurricanes and California fires). Berkshire is currently sitting on $115 billon of cash and is hunting for a large acquisition. During the period, Berkshire launched a healthcare company in cooperation with JPMorgan Chase & Co. and Amazon.com, Inc. and promoted Gregory Abel and Ajit Jain to vice-chairman positions, likely to succeed Warren Buffett.

The Fund has a material exposure to energy holdings, which we believe have currently depressed valuations and which, as at March 31, 2018, constituted 24.8% of the portfolio's assets. A softening of the prices available to Canadian producers due to transportation capacity availability (driven chiefly by the Keystone pipeline leak and subsequent capacity restrictions as well as Enbridge Inc.'s own capacity limitations and reduced rail availability) led to the performance of our energy holdings being decidedly negative during the quarter, falling short of the West Texas Intermediate's (WTI) rate of improvement. The underperformance was worsened by the relative attractiveness of the U.S. oil and gas operators, which have been benefiting from a significantly more pro-business government stance as well as dramatic tax reductions. As we're writing, some of the marketing restrictions are being addressed with crude-by-rail ramping up, but also increased local refining and gradual progress on volume through Keystone pipeline. Coupled with a more disciplined approach by the oil sands producers, the recent developments led to an improvement in the level of the Western Canadian Select (WCS) differential to just above US$17.50/Barrel (bbl) from levels as high as US$31/bbl in late January. As upcoming quarterly reporting may reveal significantly improved profitability in the improved commodity environment, we expect our holdings to re-rate towards more normalized levels.

The Fund's energy holdings reported fourth quarter and full-year 2017 results which largely surprised on the upside on most metrics, including production per share and funds flow from operations. Our energy holdings also reported strong reserve additions with production replacement rates well in excess of 100%. Crescent Point has continued its program of divesting non-core assets, raising $320 million during 2017. Subsequent to the quarter-end, the company announced a major land acquisition at very favourable prices in the light-oil area of Duvernay. Whitecap increased shareholder returns by also initiating a share buy-back program, a testament of the confidence in its prospects. The share buy-back will also support another year of double-digit production per share growth in 2018. Baytex beat expectations by a wide margin, as some analysts overlooked the fact that its Eagle Ford production is priced off Louisiana Light Sweet (LLS) crude oil benchmark, at a premium to WTI. As egress challenges are dealt with in Western Canada, we expect Baytex's heavy crude operations to also become contributors to the company's profitability. Baytex has long embraced crude-by-rail as an alternative transportation in a bottlenecked market and is likely to expand the program in the current environment.

During the quarter, the Fund made a US$200,000 commitment to EnTrustPermal Special Opportunities Fund IV Ltd. (EPSO4), which employs an investment strategy closely aligned to the Fund's own investment strategy and objectives. EPSO4 aims to invest in highly attractive, select co-investment opportunities alongside pre-eminent alternative investment managers. EPSO4 has already made capital calls against the Fund's commitment and is expected to call substantially all the committed capital within the three years following the first close of the fund which occurred in March 2018.

As at March 31, 2018, based on total assets, the top 5 sector exposure was constituted by energy 24.8%, financials 22.4%, consumer discretionary 20.8%, consumer staples 17.3% and industrials 14.7%. The Fund makes use of low-cost leverage to augment its long term returns. Leverage within the Fund was at inception, lower than 60% and ordinarily is not expected to exceed 70% of the portfolio (market value of securities). As at March 31, 2018, leverage in the Fund was 56.9% of the portfolio.

RISK MANAGEMENT STRATEGY

The Manager relies on the following risk mitigation measures:

- Value discipline
- Portfolio construction
- Intending to preserve excess margin or 'buffer'

POTENTIAL RISKS

While the Manager exercises prudence and due diligence throughout the investment process, no guarantees can be given to offset a risk of loss and investors should consult with their Financial Advisor prior to investing in the Fund.

The Manager believes the following risks are key to the Fund's performance: leverage, highly volatile markets and equity risk. Please read the "Risk Factors" section in the Offering Memorandum for a more detailed description of all the relevant risks.

PORTLAND VALUE PLUS FUND

PORTLAND INVESTMENT COUNSEL®
OWNERS. OPERATORS. AND INVESTORS.

(as at April 30, 2018)

FUNDSERV CODES

Fund Name	Series A	Series F*	Series N
Portland Value Plus Fund	PTL970	PTL980	PTL966
Portland Value Plus Fund USD	PTL870	PTL880	PTL866

Generally only available through dealers who have entered into a Portland Series F Dealer Agreement

Portland Investment Counsel Inc. **portlandinvestmentcounsel** **Portland Investment Counsel Inc.** **@PortlandCounsel**

The Portland Value Plus Fund was formerly known as the Portland Advantage Plus - Value Fund.

1. Annualized.

2. Other Net Assets (Liabilities) refers to all other assets and liabilities in the Fund excluding portfolio investments and cash.

3. Leverage ratio is calculated as the total borrowing divided by the fair value of securities and does not take into account other Net Assets (Liabilities) as defined above.

Additional Sources: Bloomberg, Thomson Reuters

The Portland Value Plus Fund (the"Fund") is not publicly offered. It is only available under prospectus exemptions and other exemptions available to investors who meet certain eligibility or minimum or maximum purchase requirements. Currently these exemptions include the accredited investor exemption and the $150,000 minimum purchase exemption for institutional investors. Information herein is pertaining to the Fund solely for the purpose of providing information and is not to be construed as a public offering in any jurisdiction of Canada. The offering of Units of the Fund is made pursuant to an Offering Memorandum and the information contained herein is a summary only and is qualified by the more detailed information in the Offering Memorandum. If there are any discrepancies between this document and the Offering Memorandum, the Offering Memorandum is deemed correct. Commissions, trailing commissions, management fees and expenses may be associated with investments. The indicated rates of return are the historical annual compounded total returns including changes in unit value and reinvestment of all distributions and does not take into account sales, redemptions, distributions or optional charges or income taxes payable by any securityholder in respect of a participating fund that would have reduced returns. Funds are not guaranteed, their values change frequently and past performance may not be repeated.

Portland Investment Counsel Inc. has not independently verified all the information and opinions given in this material. Accordingly, no representation or warranty, express or implied, is made as to the accuracy, completeness or fairness of the information and opinions contained in this material.

Information presented in this material should be considered for background information only and should not be construed as investment or financial advice. Any reference to a company is for illustrative purposes only; it is not a recommendation to buy or sell nor is it necessarily an indication of how the portfolio of any Portland Fund is invested. Please consult a Financial Advisor. Every effort has been made to ensure the utmost accuracy of the information provided. Information provided is believed to be reliable when published. All information is subject to modification from time to time without notice. Consent is required for any reproduction, in whole or in part, of this piece and/or of its images and concepts. PORTLAND, PORTLAND INVESTMENT COUNSEL and the Clock Tower design are registered trademarks of Portland Holdings Inc. Used under licence by Portland Investment Counsel Inc.

Portland Investment Counsel Inc., 1375 Kerns Road, Suite 100, Burlington, Ontario L7P 4V7 Tel: 1-888-710-4242 • Fax: 1-866-722-4242 • www.portlandic.com • info@portlandic.com