



PORTLAND
INVESTMENT COUNSEL®

PORTLAND MUTUAL FUNDS
ANNUAL FINANCIAL REPORT

SEPTEMBER 30, 2018

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Table of Contents

• Chairman's Message.....	3
• Management's Responsibility for Financial Reporting.....	4
• Independent Auditor's Report	5
• Portland Advantage Fund.....	6
• Portland Canadian Balanced Fund	13
• Portland Canadian Focused Fund.....	20
• Portland Global Banks Fund.....	27
• Portland Global Dividend Fund.....	36
• Portland Global Income Fund	46
• Portland Value Fund.....	58
• Portland 15 of 15 Fund.....	65
• Notes to Financial Statements.....	72

Chairman's Message



Optical tweezers, directed evolution of enzymes, phage display of peptides and antibodies, inhibition of negative immune regulation... these esoteric sounding concepts have come to the fore recently as the Nobel Foundation announced this year's laureates in the various scientific fields. These innovations bear the promise of a better life for all of us. A myriad of other scientific advances, which haven't made the cut, are likely to be equally if not bigger contributors to human progress. So much so that the Nobel prize for Economic Sciences went to an economist working to integrate technological innovations into long-run macroeconomic analysis. The world has made significant advances on many fronts, yet one wouldn't know it from reading what it passes these days as 'news'. HumanProgress.org, a broadly supported initiative tracking indicators of human progress around the world points to multidimensional improvements. They include "(in alphabetical order) increases in charitable contributions, improved communications, improving business environment and economic freedom, better access to education and cheap energy, a cleaner environment, more food, greater gender equality, improved governance (on average), better health, improved housing, an overall rise in human freedom, progress in labor (fewer work hours and fewer on-the-job injuries), more leisure time, falling prices of most natural resources, increased tourism, cheaper and safer transportation, declining violence and [...] growing wealth" (emphasis added). As for the increase in wealth, a most meaningful improvement is the decrease of the proportion of the world population in extreme poverty (i.e. who consume less than \$1.90 a day), which declined from 36% in 1990 to 10% in 2015, as World Bank has recently reported. During this period of time, almost 130,000 people rose from poverty every day. What made this possible? It was sustained high levels of economic growth, of course.

For growth to become a reality, innovation needs to happen. Entrepreneurs, risk-takers, industry disruptors and people with "skin in the game" drive innovation. Our role as investors and wealth creators is therefore to encourage and support growth and those driving it. As we have said many times, "wealth is created by business people". As owner-operators of entrepreneurial businesses ourselves, we naturally gravitate towards co-investing in businesses managed by individuals who are economically aligned and committed to the success of the enterprise, on the basis of the symmetry of risk and rewards, with a focus on growth and long-term goals. We are reminded of what Warren Buffett once said: "I am a better investor because I am a businessman". It is, I am sure, not a coincidence that one of the most successful wealth creators is an incorrigible optimist and believer in human potential and industriousness. Earlier in the year, Buffet concluded his Time-published article on sharing the secrets to wealth in America by saying: "In the years of growth that certainly lie ahead, I have no doubt that America can both deliver riches to many and a decent life to all. We must not settle for less."

As investors we ask ourselves: "Where within our portfolio of investments are we taking advantage of an opportunity? Where are we deriving growth? Where are we driving growth?" Most investors' portfolios are chock full with low yielding investments and/or allocations to a market index. The asset management industry is swarming with index strategies, closet indexers, copycats or other forms of passive investing. Not surprisingly, results are mediocre. We, at Portland, believe there is a better way to create wealth. If you have been paying attention, you know that at Portland we have had our clients co-invest alongside some of the world's most eminent entrepreneurs, investors and institutions. We invested in subsea optical fiber communication cables before it was cool, our investments helped the adoption of renewable energy and energy efficiency in developing nations around the world, we've financed the development of many of Ontario's neighborhoods and supported Canadian businesses in need of growth capital.

Who knows from where the next opportunity may arrive? Are you ready?

"Michael Lee-Chin"

Director, Executive Chairman, CEO and Portfolio Manager
Portland Investment Counsel Inc.

Management's Responsibility for Financial Reporting

The accompanying financial statements of Portland Advantage Fund, Portland Canadian Balanced Fund, Portland Canadian Focused Fund, Portland Global Banks Fund, Portland Global Dividend Fund, Portland Global Income Fund, Portland Value Fund and Portland 15 of 15 Fund (the Funds) have been prepared by Portland Investment Counsel Inc. in its capacity as manager (the Manager) of the Funds. The Manager of the Funds 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 Funds, 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 Funds are described in Note 3 to these financial statements.

PricewaterhouseCoopers LLP is the external auditor of the Funds. 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 6, 2018**

"Robert Almeida"

**Robert Almeida,
Director
December 6, 2018**

Independent Auditor's Report

December 6, 2018

To the Unitholders of:

Portland Advantage Fund
Portland Canadian Balanced Fund
Portland Canadian Focused Fund
Portland Global Banks Fund
Portland Global Dividend Fund
Portland Global Income Fund
Portland Value Fund
Portland 15 of 15 Fund
(collectively the Funds)

We have audited the accompanying September 30, 2018 annual financial statements of each of the Funds, which comprise the statements of financial position, comprehensive income, changes in net assets attributable to holders of redeemable units, and cash flows as at and for the periods indicated in note 1, and the related notes, which comprise a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

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

Auditor's responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements of each of the Funds present fairly, in all material respects, the financial position, financial performance and cash flows of each of the Funds as at and for the periods indicated in note 1 in accordance with International Financial Reporting Standards.

PricewaterhouseCoopers LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Canada

Statements of Financial Position

as at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 61	\$ 35,886
Subscriptions receivable	200	333
Dividends receivable	7,670	8,604
Investments (note 5)	3,481,721	4,666,466
	<u>3,489,652</u>	<u>4,711,289</u>
Liabilities		
Current Liabilities		
Management fees payable	4,795	6,065
Expenses payable	1,623	2,151
Redemptions payable	550	-
	<u>6,968</u>	<u>8,216</u>
Net Assets Attributable to Holders of Redeemable Units	\$ 3,482,684	\$ 4,703,073
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	1,948,962	2,424,788
Series F	1,533,722	2,278,285
Series G (note 1 (c))	-	-
	<u>\$ 3,482,684</u>	<u>\$ 4,703,073</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	173,996	203,582
Series F	132,933	185,761
Series G (note 1 (c))	-	-
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	11.20	11.91
Series F	11.54	12.26
Series G (note 1 (c))	-	-

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments		
Dividends	\$ 94,453	\$ 111,589
Interest for distribution purposes	688	39,567
Net realized gain (loss) on investments	28,127	(32,641)
Change in unrealized appreciation (depreciation) on investments	(240,250)	179,160
	<u>(116,982)</u>	<u>297,675</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	(565)	(1,109)
Total income (net)	<u>(117,547)</u>	<u>296,566</u>
Expenses		
Unitholder reporting costs	104,750	115,439
Management fees (note 8)	68,598	88,074
Audit fees	14,192	12,849
Independent review committee fees	2,984	3,452
Custodial fees	1,899	1,964
Legal fees	1,884	2,469
Transaction costs	1,250	2,769
Interest expense	137	290
Withholding tax expense	705	2,017
Total operating expenses	<u>196,399</u>	<u>229,323</u>
Less: expenses absorbed by Manager	(102,686)	(105,759)
Net operating expenses	<u>93,713</u>	<u>123,564</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ (211,260)</u>	<u>\$ 173,002</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	(130,530)	66,084
Series F	(80,730)	106,883
Series G	-	35
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	(0.70)	0.29
Series F	(0.51)	0.48
Series G	-	0.34

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	2,424,788	\$	2,770,840
Series F		2,278,285		3,102,977
Series G		-		1,109
		<u>4,703,073</u>		<u>5,874,926</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		(130,530)		66,084
Series F		(80,730)		106,883
Series G		-		35
		<u>(211,260)</u>		<u>173,002</u>
Distributions to Holders of Redeemable Units				
From net investment income				
Series A		(17)		(15,153)
Series F		(26,687)		(54,261)
Series G		-		-
		<u>(26,704)</u>		<u>(69,414)</u>
From net realized gains on investments				
Series A		-		(25,093)
Series F		-		(25,540)
Series G		-		(10)
		<u>-</u>		<u>(50,643)</u>
Net Decrease from Distributions to Holders of Redeemable Units		<u>(26,704)</u>		<u>(120,057)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		39,517		92,262
Series F		16,288		35,414
Series G		-		-
		<u>55,805</u>		<u>127,676</u>
Reinvestments of distributions				
Series A		17		39,696
Series F		26,209		78,582
Series G		-		10
		<u>26,226</u>		<u>118,288</u>
Redemptions of redeemable units				
Series A		(384,813)		(503,848)
Series F		(679,643)		(965,770)
Series G		-		(1,144)
		<u>(1,064,456)</u>		<u>(1,470,762)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>(982,425)</u>		<u>(1,224,798)</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		1,948,962		2,424,788
Series F		1,533,722		2,278,285
Series G		-		-
	\$	<u>3,482,684</u>	\$	<u>4,703,073</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018		2017	
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$	(211,260)	\$	173,002
Adjustments for:				
Net realized (gain) loss on investments		(28,127)		32,641
Change in unrealized (appreciation) depreciation on investments		240,250		(179,160)
Unrealized foreign exchange (gain) loss on cash		-		1
(Increase) decrease in dividends receivable		934		7,170
Increase (decrease) in management fees and expenses payable		(1,798)		(1,837)
Purchase of investments		(67,927)		(552,393)
Proceeds from sale of investments		1,040,549		1,721,516
Net Cash Generated (Used) by Operating Activities		972,621		1,200,940
Cash Flows from Financing Activities				
Distributions to holders of redeemable units, net of reinvested distributions		(478)		(1,769)
Proceeds from redeemable units issued (note 3)		48,425		129,173
Amount paid on redemption of redeemable units (note 3)		(1,056,393)		(1,471,321)
Net Cash Generated (Used) by Financing Activities		(1,008,446)		(1,343,917)
Net increase (decrease) in cash and cash equivalents		(35,825)		(142,977)
Unrealized foreign exchange gain (loss) on cash		-		(1)
Cash and cash equivalents - beginning of period		35,886		178,864
Cash and cash equivalents - end of period		61		35,886
Cash and cash equivalents comprise:				
Cash at bank	\$	61	\$	35,886
From operating activities:				
Interest received, net of withholding tax	\$	688	\$	39,567
Dividends received, net of withholding tax	\$	94,682	\$	116,742
From financing activities:				
Interest paid	\$	(136)	\$	(290)

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
Bermuda				
3,660	Brookfield Infrastructure Partners L.P.	\$ 88,000	\$ 188,530	
7,325	Brookfield Property Partners L.P.	169,566	197,848	
5,690	Invesco Ltd.	207,795	168,157	
8,105	Liberty Latin America Ltd. Class A	303,541	218,170	
10,610	Liberty Latin America Ltd. Class C	444,394	282,722	
		<u>1,213,296</u>	<u>1,055,427</u>	<u>30.3%</u>
Canada				
33,780	Baytex Energy Corp.	188,024	126,675	
3,585	BCE Inc.	182,151	187,603	
8,765	Brookfield Asset Management Inc. Class A	314,347	503,900	
4,496	CI Financial Corp.	145,619	92,213	
21,277	Crescent Point Energy Corp.	529,004	174,897	
63,600	ECN Capital Corp.	200,207	239,772	
5,120	IGM Financial Inc.	238,741	181,760	
2,730	The Bank of Nova Scotia	171,385	210,183	
2,425	The Toronto-Dominion Bank	119,968	190,338	
		<u>2,089,446</u>	<u>1,907,341</u>	<u>54.8%</u>
Luxembourg				
2,760	Millicom International Cellular SA	203,766	204,774	5.9%
Panama				
928	Copa Holdings SA Class A	124,634	95,700	2.7%
United States				
790	Berkshire Hathaway Inc. Class B	112,838	218,479	6.3%
	Total investment portfolio	3,743,980	3,481,721	100.0%
	Transaction costs	(12,592)	-	-
		<u>\$ 3,731,388</u>	<u>3,481,721</u>	<u>100.0%</u>
	Other assets less liabilities		963	-
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		<u>\$ 3,482,684</u>	<u>100.0%</u>

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

(a) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$174,086 (September 30, 2017: \$233,323). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and by industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Region	September 30, 2018	September 30, 2017
Canada	54.8%	54.5%
Bermuda	30.3%	19.2%
United States	6.3%	4.5%
Luxembourg	5.9%	5.9%
Panama	2.7%	3.4%
Other Net Assets (Liabilities)	0.0%	0.8%
United Kingdom	-	11.7%
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Asset Management & Custody Banks	27.2%	24.6%
Cable & Satellite	14.4%	11.7%
Diversified Banks	11.4%	9.9%
Oil & Gas Exploration & Production	8.6%	10.4%
Specialized Finance	6.9%	5.4%
Multi-Sector Holdings	6.3%	4.5%
Wireless Telecommunication Services	5.9%	5.9%
Real Estate Operating Companies	5.7%	4.5%
Integrated Telecommunication Services	5.5%	4.9%
Electric Utilities	5.4%	4.2%
Airlines	2.7%	3.4%
Other Net Assets (Liabilities)	-	0.8%
Independent Power Producers & Energy Traders	-	4.6%
Corporate Bonds	-	5.2%
Total	100.0%	100.0%

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

Currency Risk

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 tables below indicate the foreign currencies to which the Fund had significant exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
Swedish Krona	-	204,774	204,774	-	10,239	10,239
United States Dollar	2,222	1,171,758	1,173,980	111	58,588	58,699
Total	2,222	1,376,532	1,378,754	111	68,827	68,938
% of net assets attributable to holders of redeemable units	0.1%	39.5%	39.6%	-	2.0%	2.0%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
Swedish Krona	-	278,727	278,727	-	13,936	13,936
United States Dollar	12,280	1,613,056	1,625,336	614	80,653	81,267
Total	12,280	1,891,783	1,904,063	614	94,589	95,203
% of net assets attributable to holders of redeemable units	0.3%	40.2%	40.5%	-	2.0%	2.0%

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk.

Credit Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to credit risk.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades. All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(b) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	3,481,721	-	-	3,481,721
Total	3,481,721	-	-	3,481,721

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Bonds - Long	-	243,780	-	243,780
Equities - Long	4,422,686	-	-	4,422,686
Total	4,422,686	243,780	-	4,666,466

(c) STRUCTURED ENTITIES

As at September 30, 2018 and September 30, 2017, the Fund did not have any investments in structured entities.

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

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 2,120,156	\$ 510,065
Subscriptions receivable	23,700	39,657
Dividends receivable	19,158	20,775
Investments (note 5)	8,284,963	7,613,920
	<u>10,447,977</u>	<u>8,184,417</u>
Liabilities		
Current Liabilities		
Management fees payable	11,736	9,310
Expenses payable	4,825	3,712
	<u>16,561</u>	<u>13,022</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 10,431,416</u>	<u>\$ 8,171,395</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	4,634,077	3,810,804
Series F	5,797,339	4,360,591
Series G (note 1 (c))	-	-
	<u>\$ 10,431,416</u>	<u>\$ 8,171,395</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	304,451	254,066
Series F	368,836	281,449
Series G (note 1 (c))	-	-
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	15.22	15.00
Series F	15.72	15.49
Series G (note 1 (c))	-	-

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments		
Dividends	\$ 293,373	\$ 220,286
Interest for distribution purposes	40,160	14,829
Net realized gain (loss) on investments	301,638	339,247
Change in unrealized appreciation (depreciation) on investments	14,393	494,043
	<u>649,564</u>	<u>1,068,405</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	(3,675)	(2,874)
Total income (net)	<u>645,889</u>	<u>1,065,531</u>
Expenses		
Management fees (note 8)	141,812	107,508
Unitholder reporting costs	91,247	96,523
Audit fees	14,185	12,840
Withholding tax expense	3,967	2,315
Custodial fees	3,544	2,747
Independent review committee fees	2,983	3,450
Legal fees	1,883	3,163
Transaction costs	900	1,164
Total operating expenses	<u>260,521</u>	<u>229,710</u>
Less: expenses absorbed by Manager	<u>(59,454)</u>	<u>(77,943)</u>
Net operating expenses	<u>201,067</u>	<u>151,767</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 444,822</u>	<u>\$ 913,764</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	177,921	379,685
Series F	266,901	533,932
Series G	-	147
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	0.63	1.67
Series F	0.77	2.03
Series G	-	1.61

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	3,810,804	\$	2,525,072
Series F		4,360,591		3,139,072
Series G		-		1,111
		<u>8,171,395</u>		<u>5,665,255</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		177,921		379,685
Series F		266,901		533,932
Series G		-		147
		<u>444,822</u>		<u>913,764</u>
Distributions to Holders of Redeemable Units				
From net investment income				
Series A		(3,117)		(21)
Series F		(59,408)		(34,366)
Series G		-		-
		<u>(62,525)</u>		<u>(34,387)</u>
From net realized gains on investments				
Series A		(122,227)		(56,613)
Series F		(166,009)		(71,648)
Series G		-		(25)
		<u>(288,236)</u>		<u>(128,286)</u>
Net Decrease from Distributions to Holders of Redeemable Units		<u>(350,761)</u>		<u>(162,673)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		1,219,494		1,337,806
Series F		2,376,018		908,462
Series G		-		-
		<u>3,595,512</u>		<u>2,246,268</u>
Reinvestments of distributions				
Series A		111,098		51,061
Series F		222,968		105,151
Series G		-		25
		<u>334,066</u>		<u>156,237</u>
Redemptions of redeemable units				
Series A		(559,896)		(426,186)
Series F		(1,203,722)		(220,012)
Series G		-		(1,258)
		<u>(1,763,618)</u>		<u>(647,456)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>2,165,960</u>		<u>1,755,049</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		4,634,077		3,810,804
Series F		5,797,339		4,360,591
Series G		-		-
	\$	<u>10,431,416</u>	\$	<u>8,171,395</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018		2017	
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$	444,822	\$	913,764
Adjustments for:				
Net realized (gain) loss on investments		(301,638)		(339,247)
Change in unrealized (appreciation) depreciation on investments		(14,393)		(494,043)
Unrealized foreign exchange (gain) loss on cash		-		(340)
(Increase) decrease in dividends receivable		1,617		(7,297)
Increase (decrease) in management fees and expenses payable		3,539		3,906
Purchase of investments		(2,722,293)		(3,261,311)
Proceeds from sale of investments		2,367,281		1,562,655
Net Cash Generated (Used) by Operating Activities		(221,065)		(1,621,913)
Cash Flows from Financing Activities				
Distributions to holders of redeemable units, net of reinvested distributions		(16,695)		(6,436)
Proceeds from redeemable units issued (note 3)		3,558,338		2,116,711
Amount paid on redemption of redeemable units (note 3)		(1,710,487)		(557,958)
Net Cash Generated (Used) by Financing Activities		1,831,156		1,552,317
Net increase (decrease) in cash and cash equivalents		1,610,091		(69,596)
Unrealized foreign exchange gain (loss) on cash		-		340
Cash and cash equivalents - beginning of period		510,065		579,321
Cash and cash equivalents - end of period		2,120,156		510,065
Cash and cash equivalents comprise:				
Cash at bank		220,351		160,100
Short-term investments		1,899,805		349,965
	\$	2,120,156	\$	510,065
From operating activities:				
Interest received, net of withholding tax	\$	40,160	\$	14,829
Dividends received, net of withholding tax	\$	291,023	\$	210,674

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES - Preferred				
Canada				
32,000	BMO Laddered Preferred Share Index ETF	\$ 319,021	\$ 373,760	
39,000	Horizons Active Preferred Share ETF	322,630	375,570	
26,000	iShares S&P/TSX Canadian Preferred Share Index ETF	328,198	368,680	
	Total equities - preferred	969,849	1,118,010	10.7%
EQUITIES - Common				
Canada				
3,000	Bank of Montreal	\$ 226,160	\$ 319,620	
8,100	Canadian Imperial Bank of Commerce	842,784	980,343	
15,107	Emera Incorporated	673,453	606,697	
18,658	Fortis Inc.	736,052	781,397	
13,100	Power Financial Corporation	415,322	387,629	
9,500	Royal Bank of Canada	859,731	983,630	
13,500	The Bank of Nova Scotia	1,009,518	1,039,365	
12,600	The Toronto-Dominion Bank	764,814	988,974	
		5,527,834	6,087,655	58.4%
United States				
600	Berkshire Hathaway Inc. Class B	103,995	165,933	
9,700	Walgreens Boots Alliance, Inc.	814,794	913,365	
	Total equities - common	918,789	1,079,298	10.3%
	Total investment portfolio	6,446,623	7,166,953	68.7%
	Total investment portfolio	7,416,472	8,284,963	79.4%
	Transaction costs	(987)	-	-
		\$ 7,415,485	8,284,963	79.4%
	Other assets less liabilities		2,146,453	20.6%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		\$ 10,431,416	100.0%

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

(a) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$414,248 (September 30, 2017: \$380,696). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Sector	September 30, 2018	September 30, 2017
Canadian Equity	58.4%	70.0%
Other Net Assets (Liabilities)	20.6%	6.8%
Canadian Fixed Income	10.7%	13.6%
U.S. Equity	10.3%	9.6%
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Financials	46.7%	52.3%
Other Net Assets (Liabilities)	20.6%	6.8%
Utilities	13.3%	17.8%
Exchange Traded Funds	10.7%	13.5%
Consumer Staples	8.7%	-
Real Estate	-	9.6%
Total	100.0%	100.0%

Currency Risk

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 directly affected by changes in the value of these currencies relative to the Canadian dollar.

The tables below indicate the foreign currencies to which the Fund had significant direct exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	-	1,079,298	1,079,298	-	53,965	53,965
Total	-	1,079,298	1,079,298	-	53,965	53,965
% of net assets attributable to holders of redeemable units	-	10.3%	10.3%	-	0.5%	0.5%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	-	782,353	782,353	-	39,118	39,118
Total	-	782,353	782,353	-	39,118	39,118
% of net assets attributable to holders of redeemable units	-	9.6%	9.6%	-	0.5%	0.5%

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

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk. The Fund has indirect exposure to interest rate risk through its investments in preferred share ETFs.

Credit Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to credit risk. The Fund had indirect exposure to credit risk through its investment in preferred share ETFs.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades. All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(b) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	8,284,963	-	-	8,284,963
Total	8,284,963	-	-	8,284,963

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	7,613,920	-	-	7,613,920
Total	7,613,920	-	-	7,613,920

(c) STRUCTURED ENTITIES

The Fund's investments in ETFs are susceptible to market price risk arising from uncertainties about future values. The Manager makes investment decisions after its due diligence on the strategy and overall quality of the ETF's manager.

The Fund's investments in ETFs as at September 30, 2018 and September 30, 2017 are summarized below:

September 30, 2018	Fair Value of Fund's Investment (\$)	Net Asset Value of ETF (\$)	% of ETF's Net Assets
BMO Laddered Preferred Share Index ETF	373,760	2,162,236,600	-
Horizons Active Preferred Share ETF	375,570	1,792,570,000	-
iShares S&P/TSX Canadian Preferred Share Index ETF	368,680	1,563,500,000	-

September 30, 2017	Fair Value of Fund's Investment (\$)	Net Asset Value of ETF (\$)	% of ETF's Net Assets
BMO Laddered Preferred Share Index ETF	370,560	2,232,620,000	-
Horizons Active Preferred Share ETF	369,330	1,360,730,000	-
iShares S&P/TSX Canadian Preferred Share Index ETF	368,160	1,485,040,000	-

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 2,915,000	\$ 2,566,984
Subscriptions receivable	196	34,510
Dividends receivable	37,133	33,294
Investments (note 5)	13,995,249	12,544,917
	<u>16,947,578</u>	<u>15,179,705</u>
Liabilities		
Current Liabilities		
Management fees payable	18,095	15,171
Expenses payable	7,895	6,861
Redemptions payable	10,406	-
	<u>36,396</u>	<u>22,032</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 16,911,182</u>	<u>\$ 15,157,673</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	5,180,718	4,270,287
Series F	11,730,464	10,887,386
Series G (note 1(c))	-	-
	<u>\$ 16,911,182</u>	<u>\$ 15,157,673</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	349,520	291,969
Series F	742,969	707,465
Series G (note 1(c))	-	-
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	14.82	14.63
Series F	15.79	15.39
Series G (note 1(c))	-	-

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments		
Dividends	\$ 493,247	\$ 366,604
Interest for distribution purposes	70,632	22,869
Net realized gain (loss) on investments	470,118	670,441
Change in unrealized appreciation (depreciation) on investments	152,536	826,400
	<u>1,186,533</u>	<u>1,886,314</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	(10,738)	(6,459)
Total income (net)	<u>1,175,795</u>	<u>1,879,855</u>
Expenses		
Management fees (note 8)	227,118	166,160
Unitholder reporting costs	112,565	93,426
Audit fees	14,176	12,834
Withholding tax expense	8,044	5,763
Custodial fees	6,208	4,030
Independent review committee fees	2,981	3,448
Legal fees	1,882	3,161
Transaction costs	1,674	1,578
Total operating expenses	<u>374,648</u>	<u>290,400</u>
Less: expenses absorbed by Manager	(44,466)	(43,894)
Net operating expenses	<u>330,182</u>	<u>246,506</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 845,613</u>	<u>\$ 1,633,349</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	209,308	298,543
Series F	636,305	1,332,751
Series G	-	2,055
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	0.62	1.44
Series F	0.85	2.01
Series G	-	1.84

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	4,270,287	\$	1,777,168
Series F		10,887,386		7,976,763
Series G		-		14,433
		<u>15,157,673</u>		<u>9,768,364</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		209,308		298,543
Series F		636,305		1,332,751
Series G		-		2,055
		<u>845,613</u>		<u>1,633,349</u>
Distributions to Holders of Redeemable Units				
From net investment income				
Series A		(15,220)		(160)
Series F		(86,908)		(111,428)
Series G		-		-
		<u>(102,128)</u>		<u>(111,588)</u>
From net realized gains on investments				
Series A		(139,834)		(83,708)
Series F		(283,855)		(385,771)
Series G		-		(658)
		<u>(423,689)</u>		<u>(470,137)</u>
Net Decrease from Distributions to Holders of Redeemable Units		<u>(525,817)</u>		<u>(581,725)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		1,685,727		2,597,185
Series F		3,706,372		2,388,196
Series G		-		-
		<u>5,392,099</u>		<u>4,985,381</u>
Reinvestments of distributions				
Series A		154,144		83,868
Series F		368,178		495,678
Series G		-		658
		<u>522,322</u>		<u>580,204</u>
Redemptions of redeemable units				
Series A		(983,694)		(402,609)
Series F		(3,497,014)		(808,803)
Series G		-		(16,488)
		<u>(4,480,708)</u>		<u>(1,227,900)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>1,433,713</u>		<u>4,337,685</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		5,180,718		4,270,287
Series F		11,730,464		10,887,386
Series G (note 1 (c))		-		-
	\$	<u>16,911,182</u>	\$	<u>15,157,673</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018		2017	
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$	845,613	\$	1,633,349
Adjustments for:				
Net realized (gain) loss on investments		(470,118)		(670,441)
Change in unrealized (appreciation) depreciation on investments		(152,536)		(826,400)
Unrealized foreign exchange (gain) loss on cash		-		(641)
(Increase) decrease in dividends receivable		(3,839)		(8,013)
Increase (decrease) in management fees and expenses payable		3,958		8,654
Purchase of investments		(4,818,403)		(4,682,108)
Proceeds from sale of investments		3,990,725		3,124,150
Net Cash Generated (Used) by Operating Activities		(604,600)		(1,421,450)
Cash Flows from Financing Activities				
Distributions to holders of redeemable units, net of reinvested distributions		(3,495)		(1,521)
Proceeds from redeemable units issued (note 3)		4,834,376		4,774,169
Amount paid on redemption of redeemable units (note 3)		(3,878,265)		(1,049,550)
Net Cash Generated (Used) by Financing Activities		952,616		3,723,098
Net increase (decrease) in cash and cash equivalents		348,016		2,301,648
Unrealized foreign exchange gain (loss) on cash		-		641
Cash and cash equivalents - beginning of period		2,566,984		264,695
Cash and cash equivalents - end of period		2,915,000		2,566,984
Cash and cash equivalents comprise:				
Cash at bank		315,267		367,204
Short-term investments		2,599,733		2,199,780
	\$	2,915,000	\$	2,566,984
From operating activities:				
Interest received, net of withholding tax	\$	70,632	\$	22,869
Dividends received, net of withholding tax	\$	481,364	\$	352,828

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
Canada				
9,110	Bank of Montreal	\$ 702,280	\$ 970,579	
13,900	Canadian Imperial Bank of Commerce	1,418,831	1,682,317	
27,920	Emera Incorporated	1,244,291	1,121,267	
31,762	Fortis Inc.	1,239,078	1,330,193	
42,100	Power Financial Corporation	1,368,790	1,245,739	
16,100	Royal Bank of Canada	1,377,720	1,666,994	
22,200	The Bank of Nova Scotia	1,633,613	1,709,178	
21,400	The Toronto-Dominion Bank	1,239,671	1,679,686	
		<u>10,224,274</u>	<u>11,405,953</u>	67.5%
United States				
3,200	Berkshire Hathaway Inc. Class B	554,640	884,977	
18,100	Walgreens Boots Alliance, Inc.	1,520,056	1,704,319	
		<u>2,074,696</u>	<u>2,589,296</u>	15.3%
	Total investment portfolio	12,298,970	13,995,249	82.8%
	Transaction costs	(1,864)	-	-
		<u>\$ 12,297,106</u>	<u>13,995,249</u>	82.8%
	Other assets less liabilities		2,915,933	17.2%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		<u>\$ 16,911,182</u>	100.0%

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

(a) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$699,762 (September 30, 2017: \$627,246). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and by industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Region	September 30, 2018	September 30, 2017
Canada	67.5%	72.1%
Other Net Assets (Liabilities)	17.2%	17.2%
United States	15.3%	10.7%
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Financials	58.2%	55.9%
Other Net Assets (Liabilities)	17.2%	17.2%
Utilities	14.5%	17.3%
Consumer Staples	10.1%	-
Real Estate	-	9.6%
Total	100.0%	100.0%

Currency Risk

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 tables below indicate the foreign currencies to which the Fund had significant exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	-	2,589,296	2,589,296	-	129,465	129,465
Total	-	2,589,296	2,589,296	-	129,465	129,465
% of net assets attributable to holders of redeemable units	-	15.3%	15.3%	-	0.8%	0.8%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	-	1,615,483	1,615,483	-	80,774	80,774
Total	-	1,615,483	1,615,483	-	80,774	80,774
% of net assets attributable to holders of redeemable units	-	10.7%	10.7%	-	0.5%	0.5%

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk.

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

Credit Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to credit risk.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades. All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(b) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	13,995,249	-	-	13,995,249
Total	13,995,249	-	-	13,995,249

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	12,544,917	-	-	12,544,917
Total	12,544,917	-	-	12,544,917

(c) STRUCTURED ENTITIES

As at September 30, 2018 and September 30, 2017, the Fund did not have any investments in structured entities.

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 147,632	\$ 137,038
Margin accounts (note 11)	10,876	6,668
Interest receivable	10	2
Dividends receivable	9,094	1,349
Investments (note 5)	5,009,920	6,538,737
Investments - pledged as collateral (note 5 and 11)	316,759	447,608
Derivative assets	11,168	-
	<u>5,505,459</u>	<u>7,131,402</u>
Liabilities		
Current Liabilities		
Management fees payable	8,745	10,669
Expenses payable	2,537	3,054
Redemptions payable	15,495	7,044
Derivative liabilities	9,127	35,330
	<u>35,904</u>	<u>56,097</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 5,469,555</u>	<u>\$ 7,075,305</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	428,314	504,601
Series A2	4,796,771	6,396,290
Series F	244,470	174,414
	<u>\$ 5,469,555</u>	<u>\$ 7,075,305</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	39,834	44,370
Series A2	438,627	555,479
Series F	21,452	14,672
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	10.75	11.37
Series A2	10.94	11.51
Series F	11.40	11.89

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments and derivatives		
Dividends	\$ 147,052	\$ 143,226
Interest for distribution purposes	597	303
Net realized gain (loss) on investments and options	1,036,370	782,882
Net realized gain (loss) on forward currency contracts	(55,593)	89,090
Change in unrealized appreciation (depreciation) on investments and derivatives	(903,562)	1,287,595
	<u>224,864</u>	<u>2,303,096</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	5,576	(7,415)
Total income (net)	<u>230,440</u>	<u>2,295,681</u>
Expenses		
Unitholder reporting costs	148,460	150,676
Management fees (note 8)	125,178	136,423
Audit fees	13,749	12,448
Custodial fees	5,046	465
Independent review committee fees	2,891	3,344
Transaction costs	2,492	4,885
Legal fees	2,167	3,066
Interest expense	18	143
Withholding tax expense (reclaims)	(3,107)	19,343
Total operating expenses	<u>296,894</u>	<u>330,793</u>
Less: expenses absorbed by Manager	(136,302)	(130,896)
Net operating expenses	<u>160,592</u>	<u>199,897</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 69,848</u>	<u>\$ 2,095,784</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	(712)	112,579
Series A2	75,370	1,925,860
Series F	(4,810)	57,345
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	(0.02)	2.83
Series A2	0.15	3.28
Series F	(0.26)	3.44

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	504,601	\$	316,018
Series A2		6,396,290		5,660,292
Series F		174,414		196,398
		<u>7,075,305</u>		<u>6,172,708</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		(712)		112,579
Series A2		75,370		1,925,860
Series F		(4,810)		57,345
		<u>69,848</u>		<u>2,095,784</u>
Distributions to Holders of Redeemable Units				
From return of capital				
Series A		(23,194)		(21,572)
Series A2		(285,511)		(314,863)
Series F		(11,073)		(8,733)
Net Decrease from Distributions to Holders of Redeemable Units		<u>(319,778)</u>		<u>(345,168)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		-		93,650
Series A2		71,197		182,799
Series F		122,536		37,635
		<u>193,733</u>		<u>314,084</u>
Reinvestments of distributions				
Series A		20,492		19,504
Series A2		272,358		298,572
Series F		8,894		8,363
		<u>301,744</u>		<u>326,439</u>
Redemptions of redeemable units				
Series A		(72,873)		(15,578)
Series A2		(1,732,933)		(1,356,370)
Series F		(45,491)		(116,594)
		<u>(1,851,297)</u>		<u>(1,488,542)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>(1,355,820)</u>		<u>(848,019)</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		428,314		504,601
Series A2		4,796,771		6,396,290
Series F		244,470		174,414
	\$	<u>5,469,555</u>	\$	<u>7,075,305</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018		2017	
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$	69,848	\$	2,095,784
Adjustments for:				
Net realized (gain) loss on investments and options		(1,036,370)		(782,882)
Change in unrealized (appreciation) depreciation on investments and derivatives		903,562		(1,287,595)
Unrealized foreign exchange (gain) loss on cash		223		(826)
(Increase) decrease in interest receivable		(8)		(2)
(Increase) decrease in dividends receivable		(7,745)		1,555
Increase (decrease) in management fees and expenses payable		(2,441)		1,070
Purchase of investments		(321,399)		(802,524)
Proceeds from sale of investments		2,076,502		2,037,102
Net Cash Generated (Used) by Operating Activities		1,682,172		1,261,682
Cash Flows from Financing Activities				
Change in margin cash		(4,208)		(6,665)
Distributions to holders of redeemable units, net of reinvested distributions		(18,034)		(20,611)
Proceeds from redeemable units issued (note 3)		127,962		278,357
Amount paid on redemption of redeemable units (note 3)		(1,777,075)		(1,450,365)
Net Cash Generated (Used) by Financing Activities		(1,671,355)		(1,199,284)
Net increase (decrease) in cash and cash equivalents		10,817		62,398
Unrealized foreign exchange gain (loss) on cash		(223)		826
Cash and cash equivalents - beginning of period		137,038		73,814
Cash and cash equivalents - end of period		147,632		137,038
Cash and cash equivalents comprise:				
Cash at bank	\$	47,887	\$	137,038
Short-term investments		99,745		-
	\$	147,632	\$	137,038
From operating activities:				
Interest received, net of withholding tax	\$	589	\$	301
Dividends received, net of withholding tax	\$	142,414	\$	125,438
From financing activities:				
Interest paid	\$	(18)	\$	(143)

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares/ (Contracts)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
France				
600	BNP Paribas S.A.	\$ 42,044	\$ 47,429	
4,000	BNP Paribas S.A. ADR	156,152	157,271	
		198,196	204,700	3.7%
Netherlands				
14,000	ING Groep N.V. ADR	209,807	234,538	4.3%
Norway				
9,000	DNB ASA	210,937	244,602	4.5%
Sweden				
12,500	Nordea Bank AB	184,961	175,964	3.2%
United Kingdom				
60,000	Barclays PLC	647,592	173,520	
50,000	Barclays PLC ADR	1,300,827	578,014	
2,500	HSBC Holdings PLC ADR	153,741	142,049	
34,000	Standard Chartered PLC	413,055	364,279	
5,000	The Royal Bank of Scotland Group PLC	20,171	21,044	
46,500	The Royal Bank of Scotland Group PLC ADR	543,245	392,203	
		3,078,631	1,671,109	30.6%
United States				
14,000	Bank of America Corporation	252,185	532,728	
10,000	Citigroup Inc.	518,047	926,630	
2,000	Fifth Third Bancorp	50,981	72,126	
4,000	JPMorgan Chase & Co.	157,413	582,999	
2,800	Morgan Stanley	93,192	168,426	
2,000	State Street Corporation	148,023	216,429	
1,000	The Goldman Sachs Group Inc.	181,986	289,639	
100	Wells Fargo & Company	5,638	6,789	
		1,407,465	2,795,766	51.1%
	Total equities	\$ 5,289,997	\$ 5,326,679	97.4%
DERIVATIVES - OPTIONS'				
Call Options				
United Kingdom				
USD (50)	The Royal Bank of Scotland Group PLC ADR, Call 10, 16/11/2018	(257)	(323)	-
United States				
USD (55)	Bank of America Corporation, Call 34, 16/11/2018	(1,205)	(355)	
USD (10)	Citigroup Inc., Call 75, 19/10/2018	(772)	(620)	
USD (15)	Citigroup Inc., Call 77.5, 16/11/2018	(1,130)	(1,143)	
USD (10)	Citigroup Inc., Call 80, 19/10/2018	(404)	(90)	
USD (10)	Citigroup Inc., Call 82.5, 16/11/2018	(297)	(129)	
USD (5)	JPMorgan Chase & Co., Call 125, 16/11/2018	(459)	(136)	
		(4,267)	(2,473)	-
	Total call options	(4,524)	(2,796)	-
Put Options				
Netherlands				
USD (30)	ING Groep N.V. ADR, Put 12, 19/10/2018	(554)	(155)	-
United Kingdom				
USD (35)	The Royal Bank of Scotland Group PLC ADR, Put 7, 16/11/2018	(630)	(2,713)	(0.1%)
	Total put options	(1,184)	(2,868)	(0.1%)
	Total options	(5,708)	(5,664)	(0.1%)

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

Schedule of Investment Portfolio (continued)

as at September 30, 2018

No. of Shares/ (Contracts)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
FORWARD CURRENCY CONTRACTS (Schedule 1)				
	Total unrealized gain on forward currency contracts	-	11,168	0.2%
	Total unrealized loss on forward currency contracts	-	(3,463)	(0.1%)
		-	7,705	0.1%
	Net Investments	5,284,289	5,328,720	97.4%
	Transaction costs	(18,920)	-	-
		\$ 5,265,369	5,328,720	97.4%
	Other assets less liabilities		140,835	2.6%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		\$ 5,469,555	100.0%

¹ The contract size of the options is 100 shares, except as otherwise noted.

Schedule 1

Contract Price	Settlement Date	Purchased Currency			Sold Currency			Unrealized gain (loss) (\$)
		Currency	Amount (\$)	Value as at September 30, 2018 (\$)	Currency	Amount (\$)	Value as at September 30, 2018 (\$)	
0.65430	Oct-26-18	Canadian Dollar	114,626	114,626	Euro	75,000	112,632	1,994
0.77097	Oct-26-18	Canadian Dollar	1,945,605	1,945,605	United States Dollar	1,500,000	1,936,431	9,174
							Unrealized gain	11,168
0.59717	Nov-16-18	Canadian Dollar	535,860	535,860	British Pound	320,000	539,323	(3,463)
							Unrealized loss	(3,463)

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

(a) OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Fund uses two counterparties for the execution of forward currency contracts. The Fund has master netting or similar arrangements in place with both counterparties. This means that in the event of default or bankruptcy, the Fund may set off the assets held with the counterparty against the liabilities it owes to the same counterparty. The contracts in place under these arrangements that settle on the same date have been offset and presented as a net figure in the statements of financial position of the Fund and the table below, where there is a legally enforceable right and an intention to settle the contracts on a net basis. There is no collateral associated with these arrangements.

The following table presents the gross amount of recognized financial assets and liabilities of the Fund that are offset under master netting or similar arrangements as at September 30, 2018 and September 30, 2017:

	TD Securities Inc. (\$)	Bank of New York Mellon (\$)
September 30, 2018		
Gross derivative assets	11,168	-
Gross derivative liabilities	-	(3,463)
Net exposure	11,168	(3,463)
September 30, 2017		
Gross derivative assets	-	-
Gross derivative liabilities	(18,144)	(12,885)
Net exposure	(18,144)	(12,885)

(b) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$266,051 (September 30, 2017: \$349,102). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and by industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Region	September 30, 2018	September 30, 2017
United States	51.1%	59.0%
United Kingdom	30.5%	25.0%
Norway	4.5%	2.1%
Netherlands	4.3%	3.9%
France	3.7%	3.7%
Sweden	3.2%	1.9%
Other Net Assets (Liabilities)	2.6%	1.8%
Forward Currency Contracts	0.1%	(0.4%)
Italy	-	3.0%
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Diversified Banks	83.7%	79.6%
Investment Banking & Brokerage	8.4%	12.4%
Asset Management & Custody Banks	4.0%	3.4%
Other Net Assets (Liabilities)	2.6%	1.8%
Regional Banks	1.3%	3.3%
Forward Currency Contracts	0.1%	(0.4%)
Short Positions - Derivatives	(0.1%)	(0.1%)
Total	100.0%	100.0%

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

Currency Risk

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 use of currency risk mitigation strategies such as forward currency contracts involves special risks including the possible default by the counterparty to the transaction, illiquidity and to the extent the Manager's assessment of certain market movements is incorrect, the risk that the use of such strategies could result in losses greater than if the strategy had not been used. The forward currency contracts may have the effect of limiting or reducing the total returns of the Fund if the Manager's expectations concerning future events or market conditions prove to be incorrect. In addition, costs associated with the forward currency contracts may outweigh the benefits of the arrangements in some circumstances.

The Manager may, from time to time, at its sole discretion, enter into forward currency contracts in relation to all or a portion of the value of the Fund's non-Canadian dollar currency exposure or the non-Canadian currency exposure of the issuers whose securities comprise the Fund's portfolio back, directly or indirectly, to the Canadian dollar. Forward currency contract amounts are based on a combination of trading currency of the Fund's holdings and an estimate of the currency to which their operations are exposed.

The tables below indicate the foreign currencies to which the Fund had significant exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms, net of the notional amounts of forward currency contracts. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
British Pound	(539,155)	558,843	19,688	(26,958)	27,942	984
Euro	(112,220)	47,428	(64,792)	(5,611)	2,371	(3,240)
Norwegian Krone	-	244,602	244,602	-	12,230	12,230
Swedish Krona	-	175,965	175,965	-	8,798	8,798
United States Dollar	(1,913,214)	4,294,177	2,380,963	(95,661)	214,709	119,048
Total	(2,564,589)	5,321,015	2,756,426	(128,230)	266,050	137,820
% of net assets attributable to holders of redeemable units	(46.9%)	97.3%	50.4%	(2.4%)	4.9%	2.5%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
British Pound	(502,135)	637,976	135,841	(25,107)	31,899	6,792
Euro	(148,006)	272,983	124,977	(7,400)	13,649	6,249
Norwegian Krone	-	150,868	150,868	-	7,543	7,543
Swedish Krona	-	135,301	135,301	-	6,765	6,765
United States Dollar	(736,084)	5,784,917	5,048,833	(36,804)	289,246	252,442
Total	(1,386,225)	6,982,045	5,595,820	(69,311)	349,102	279,791
% of net assets attributable to holders of redeemable units	(19.6%)	98.6%	79.0%	(1.0%)	4.9%	3.9%

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk.

Credit Risk

The Fund's exposure to credit risk arises primarily from investments in forward currency contracts. The Fund limits its exposure to credit losses on forward currency contracts by ensuring there are netting arrangements with each counterparty to the forward currency contracts, such that any gains (amounts owing to the Fund) on individual contracts can be set off against any losses (amounts owing to the counterparty) in the event of default or bankruptcy. The maximum exposure to credit risk from these contracts is equivalent to the fair value of forward currency contracts that are in a net unrealized gain position as of the reporting date as outlined below including the effect of master netting or similar arrangements in place with all counterparties. As at September 30, 2018, the Fund had forward currency contracts with two counterparties, one of which was in a net unrealized gain position of \$11,168. The counterparty, TD Securities Inc., had a Standard & Poor's credit rating of A-1+ which exceeds the minimum requirement outlined in securities legislation. As at September 30, 2017, the Fund did not have any forward currency contracts in a net unrealized gain position.

The Fund's cash and margin accounts are maintained at financial institutions with a Standard & Poor's credit rating of AA- and A+; and therefore credit risk is deemed minimal.

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

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades.

The Fund writes cash secured put options in accordance with its investment objectives and strategies. The value of the securities and/or cash required to satisfy the options if they were exercised, is presented in the table below.

Value of securities or cash required to satisfy put options as at:	Less than 1 month (\$)	1 to 3 months (\$)	Greater than 3 months and less than one year (\$)	Total (\$)
September 30, 2018	46,499	31,645	-	78,144
September 30, 2017	-	132,136	-	132,136

All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(c) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Derivative Assets	-	11,168	-	11,168
Derivative Liabilities	(5,664)	(3,463)	-	(9,127)
Equities - Long	5,326,679	-	-	5,326,679
Total	5,321,015	7,705	-	5,328,720

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Derivative Liabilities	(4,301)	(31,029)	-	(35,330)
Equities - Long	6,986,345	-	-	6,986,345
Total	6,982,044	(31,029)	-	6,951,015

(d) STRUCTURED ENTITIES

As at September 30, 2018 and September 30, 2017, the Fund did not have any investments in structured entities.

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 342,194	\$ 363,363
Margin accounts (note 11)	9,943	9,707
Subscriptions receivable	85	70,078
Receivable for investments sold	568	-
Interest receivable	8	3
Dividends receivable	11,991	6,547
Investments (note 5)	4,488,773	5,604,372
Investments - pledged as collateral (note 5 and 11)	228,712	115,812
Derivative assets	17,791	22,573
	<u>5,100,065</u>	<u>6,192,455</u>
Liabilities		
Current Liabilities		
Management fees payable	6,988	8,543
Expenses payable	2,302	2,667
Derivative liabilities	10,158	31,793
	<u>19,448</u>	<u>43,003</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 5,080,617</u>	<u>\$ 6,149,452</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	141,509	141,388
Series A2	3,416,588	4,777,254
Series F	1,522,520	1,230,810
	<u>\$ 5,080,617</u>	<u>\$ 6,149,452</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	15,550	14,964
Series A2	372,533	503,264
Series F	161,106	127,077
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	9.10	9.45
Series A2	9.17	9.49
Series F	9.45	9.69

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments and derivatives		
Dividends	\$ 178,176	\$ 207,889
Interest for distribution purposes	1,927	1,302
Net realized gain (loss) on investments and options	640,913	509,355
Net realized gain (loss) on forward currency contracts	11,527	59,605
Change in unrealized appreciation (depreciation) on investments and derivatives	(601,581)	73,061
	<u>230,962</u>	<u>851,212</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	(3,257)	(11,155)
Total income (net)	<u>227,705</u>	<u>840,057</u>
Expenses		
Unitholder reporting costs	119,259	130,398
Management fees (note 8)	100,542	113,743
Audit fees	13,718	12,409
Custodial fees	7,009	2,698
Transaction costs	6,281	3,327
Independent review committee fees	2,884	3,334
Legal fees	2,162	2,713
Interest expense	37	77
Withholding tax expense (reclaims)	(52,706)	13,883
Total operating expenses	<u>199,186</u>	<u>282,582</u>
Less: expenses absorbed by Manager	(113,925)	(116,695)
Net operating expenses	<u>85,261</u>	<u>165,887</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 142,444</u>	<u>\$ 674,170</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	2,122	9,669
Series A2	123,346	504,917
Series F	16,976	159,584
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	0.14	0.90
Series A2	0.28	0.95
Series F	0.12	1.09

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	141,388	\$	120,767
Series A2		4,777,254		5,357,629
Series F		1,230,810		1,641,894
		<u>6,149,452</u>		<u>7,120,290</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		2,122		9,669
Series A2		123,346		504,917
Series F		16,976		159,584
		<u>142,444</u>		<u>674,170</u>
Distributions to Holders of Redeemable Units				
From net investment income				
Series A		(1,199)		(827)
Series A2		(40,444)		(26,003)
Series F		(24,781)		(19,404)
		<u>(66,424)</u>		<u>(46,234)</u>
From return of capital				
Series A		(6,451)		(4,702)
Series A2		(175,178)		(237,163)
Series F		(46,719)		(55,383)
		<u>(228,348)</u>		<u>(297,248)</u>
Net Decrease from Distributions to Holders of Redeemable Units		<u>(294,772)</u>		<u>(343,482)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		-		76,354
Series A2		117,768		116,906
Series F		420,482		13,229
		<u>538,250</u>		<u>206,489</u>
Reinvestments of distributions				
Series A		7,649		4,083
Series A2		189,751		214,983
Series F		67,714		71,195
		<u>265,114</u>		<u>290,261</u>
Redemptions of redeemable units				
Series A		(2,000)		(63,956)
Series A2		(1,575,909)		(1,154,015)
Series F		(141,962)		(580,305)
		<u>(1,719,871)</u>		<u>(1,798,276)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>(916,507)</u>		<u>(1,301,526)</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		141,509		141,388
Series A2		3,416,588		4,777,254
Series F		1,522,520		1,230,810
	\$	<u>5,080,617</u>	\$	<u>6,149,452</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018		2017	
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$	142,444	\$	674,170
Adjustments for:				
Net realized (gain) loss on investments and options		(640,913)		(509,355)
Change in unrealized (appreciation) depreciation on investments and derivatives		601,581		(73,061)
Unrealized foreign exchange (gain) loss on cash		463		(478)
(Increase) decrease in interest receivable		(5)		(3)
(Increase) decrease in dividends receivable		(5,444)		2,299
Increase (decrease) in management fees and expenses payable		(1,920)		(2,086)
Purchase of investments		(944,327)		(432,235)
Proceeds from sale of investments		1,968,937		2,391,890
Net Cash Generated (Used) by Operating Activities		<u>1,120,816</u>		<u>2,051,141</u>
Cash Flows from Financing Activities				
Change in margin cash		(236)		(7,156)
Distributions to holders of redeemable units, net of reinvested distributions		(29,658)		(58,081)
Proceeds from redeemable units issued (note 3)		175,597		129,188
Amount paid on redemption of redeemable units (note 3)		(1,287,225)		(1,810,252)
Net Cash Generated (Used) by Financing Activities		<u>(1,141,522)</u>		<u>(1,746,301)</u>
Net increase (decrease) in cash and cash equivalents		(20,706)		304,840
Unrealized foreign exchange gain (loss) on cash		(463)		478
Cash and cash equivalents - beginning of period		363,363		58,045
Cash and cash equivalents - end of period		<u>342,194</u>		<u>363,363</u>
Cash and cash equivalents comprise:				
Cash at bank	\$	42,524	\$	238,431
Short-term investments		299,670		124,932
	\$	<u>342,194</u>	\$	<u>363,363</u>
From operating activities:				
Interest received, net of withholding tax	\$	1,922	\$	1,299
Dividends received, net of withholding tax	\$	225,438	\$	196,306
From financing activities:				
Interest paid	\$	(37)	\$	(77)

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares/ (Contracts)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
Australia				
14,000	Amcors Limited	\$ 153,136	\$ 178,817	
120,000	AusNet Services	113,915	182,066	
3,000	South32 Limited ADR	26,616	54,288	
		293,667	415,171	8.2%
Bermuda				
7,000	Brookfield Property Partners L.P.	183,243	189,070	3.7%
Canada				
4,000	Crescent Point Energy Corp.	55,726	32,880	0.7%
France				
200	LVMH Moet Hennessy Louis Vuitton SE	43,620	91,360	
2,325	TOTAL SA ADR	138,080	193,368	
		181,700	284,728	5.6%
Germany				
5,500	GEA Group AG	170,304	253,054	5.0%
Netherlands				
3,055	NN Group NV	118,110	176,067	3.5%
Switzerland				
8,981	Aryzta AG	314,038	110,400	
2,600	Dufry AG	425,187	378,638	
700	Nestlé SA	41,455	75,380	
1,500	Novartis AG ADR	131,778	166,933	
200	Roche Holding AG	37,313	62,582	
800	Roche Holding AG ADR	29,411	31,165	
		979,182	825,098	16.2%
United Kingdom				
18,000	Barclays PLC ADR	434,419	208,085	
8,500	BHP Billiton PLC	469,259	482,857	
5,500	Compass Group PLC	121,901	157,967	
200	Diageo PLC ADR	29,193	36,597	
16,500	Dignity PLC	379,937	283,063	
1,000	HSBC Holdings PLC ADR	58,381	56,820	
7,000	Prudential PLC	87,183	207,354	
500	Reckitt Benckiser Group PLC	52,384	59,059	
30,000	Rentokil Initial PLC	68,484	160,812	
4,500	Royal Dutch Shell PLC ADR Class A	315,252	396,059	
		2,016,393	2,048,673	40.3%
United States				
100	JPMorgan Chase & Co.	6,181	14,575	
4,000	Mondelez International Inc. Class A	171,168	221,957	
12,100	Oaktree Strategic Income Corporation	151,025	135,190	
50	Technology Select Sector SPDR Fund ETF	2,199	4,865	
800	The Kraft Heinz Company	61,246	56,946	
500	Walgreens Boots Alliance, Inc.	43,245	47,081	
100	Wal-Mart Stores, Inc.	9,663	12,130	
		444,727	492,744	9.7%
	Total equities	4,443,052	4,717,485	92.9%
DERIVATIVES - OPTIONS¹				
Call Options				
United Kingdom				
USD (25)	BHP Billiton PLC ADR, Call 50, 21/12/2018	(1,615)	(1,453)	
USD (10)	Royal Dutch Shell PLC ADR, Call 80, 19/10/2018	(755)	(129)	
		(2,370)	(1,582)	-
United States				
USD (10)	Mondelez International Inc., Call 46, 19/10/2018	(313)	(39)	
USD (4)	The Kraft Heinz Company, Call 62.5, 19/10/2018	(126)	(26)	
		(439)	(65)	-
	Total call options	(2,809)	(1,647)	-

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

Schedule of Investment Portfolio (continued)

as at September 30, 2018

No. of Shares/ (Contract Size)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
Put Options				
Jersey				
USD (3)	WPP PLC ADR, Put 70, 16/11/2018	(945)	(891)	-
United States				
USD (10)	iShares MSCI South Africa ETF, Put 40, 19/10/2018	(578)	(13)	
USD (15)	iShares MSCI South Africa ETF, Put 45, 19/10/2018	(923)	(271)	
USD (20)	Newell Brands, Inc., Put 20, 19/10/2018	(883)	(1,085)	
USD (20)	Newell Brands, Inc., Put 18, 16/11/2018	(751)	(840)	
	Total put options	(3,135)	(2,209)	(0.1%)
	Total options	(4,080)	(3,100)	(0.1%)
		(6,889)	(4,747)	(0.1%)
FORWARD CURRENCY CONTRACTS (Schedule 1)				
	Total unrealized gain on forward currency contracts	-	17,791	0.3%
	Total unrealized loss on forward currency contracts	-	(5,411)	(0.1%)
		-	12,380	0.2%
	Net Investments	4,436,163	4,725,118	93.0%
	Transaction costs	(19,058)	-	-
		\$ 4,417,105	4,725,118	93.0%
	Other assets less liabilities		355,499	7.0%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		\$ 5,080,617	100.0%

¹ The contract size of the options is 100 shares, except as otherwise noted.

Schedule 1

Contract Price	Settlement Date	Purchased Currency			Sold Currency			Unrealized gain (loss) (\$)
		Currency	Amount (\$)	Value as at September 30, 2018 (\$)	Currency	Amount (\$)	Value as at September 30, 2018 (\$)	
0.65430	Oct-26-18	Canadian Dollar	259,820	259,820	Euro	170,000	255,300	4,520
0.77059	Oct-26-18	Canadian Dollar	648,850	648,850	United States Dollar	500,000	645,477	3,373
1.02484	Oct-11-18	Canadian Dollar	156,123	156,123	Australian Dollar	160,000	149,367	6,756
0.75215	Oct-11-18	Canadian Dollar	332,380	332,380	Swiss Franc	250,000	329,238	3,142
							Unrealized gain	17,791
0.59717	Nov-16-18	Canadian Dollar	837,282	837,282	British Pound	500,000	842,693	(5,411)
							Unrealized loss	(5,411)

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

(a) OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Fund uses three counterparties for the execution of forward currency contracts. The Fund has master netting or similar arrangements in place with all counterparties. This means that in the event of default or bankruptcy, the Fund may set off the assets held with the counterparty against the liabilities it owes to the same counterparty. The contracts in place under these arrangements that settle on the same date have been offset and presented as a net figure in the statements of financial position of the Fund and the table below, where there is a legally enforceable right and an intention to settle the contracts on a net basis. There is no collateral associated with these arrangements.

The following table presents the gross amount of recognized financial assets and liabilities of the Fund that are offset under master netting or similar arrangements as at September 30, 2018 and September 30, 2017:

	TD Securities Inc. (\$)	National Bank of Canada (\$)	Bank of New York Mellon (\$)
September 30, 2018			
Gross derivative assets	7,893	9,898	
Gross derivative liabilities			(5,411)
Net exposure	7,893	9,898	(5,411)
September 30, 2017			
Gross derivative assets	-	22,573	-
Gross derivative liabilities	(10,925)	-	(15,033)
Net exposure	(10,925)	22,573	(15,033)

(b) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$235,637 (September 30, 2017: \$285,717). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and by industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Region	September 30, 2018	September 30, 2017
United Kingdom	40.3%	32.9%
Switzerland	16.2%	20.6%
United States	9.6%	10.6%
Australia	8.2%	7.9%
Other Net Assets (Liabilities)	7.0%	7.1%
France	5.6%	7.2%
Germany	5.0%	6.0%
Bermuda	3.7%	-
Netherlands	3.5%	2.6%
Canada	0.7%	5.1%
Forward Currency Contracts	0.2%	-
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Consumer Discretionary	18.0%	13.6%
Financials	15.8%	14.9%
Materials	14.0%	18.5%
Energy	12.3%	14.8%
Consumer Staples	12.1%	12.0%
Industrials	8.2%	10.7%
Other Net Assets (Liabilities)	7.0%	7.1%
Health Care	5.1%	5.2%
Real Estate	3.7%	-
Utilities	3.6%	3.2%
Forward Currency Contracts	0.2%	-
Exchange Traded Funds	0.1%	0.1%
Short Positions - Derivatives	(0.1%)	(0.1%)
Total	100.0%	100.0%

Currency Risk

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 use of currency risk mitigation strategies such as forward currency contracts involves special risks including the possible default by the counterparty to the transaction, illiquidity and to the extent the Manager's assessment of certain market movements is incorrect, the risk that the use of such strategies could result in losses greater than if the strategy had not been used. The forward currency contracts may have the effect of limiting or reducing the total returns of the Fund if the Manager's expectations concerning future events or market conditions prove to be incorrect. In addition, costs associated with the forward currency contracts may outweigh the benefits of the arrangements in some circumstances.

The Manager may, from time to time, at its sole discretion, enter into forward currency contracts in relation to all or a portion of the value of the Fund's non-Canadian dollar currency exposure or the non-Canadian currency exposure of the issuers whose securities comprise the Fund's portfolio back, directly or indirectly, to the Canadian dollar. Forward currency contract amounts are based on a combination of trading currency of the Fund's holdings and an estimate of the currency to which their operations are exposed.

The tables below indicate the foreign currencies to which the Fund had significant exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms, net of the notional amounts of forward currency contracts. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
Australian Dollar	(149,367)	360,882	211,515	(7,468)	18,044	10,576
British Pound	(837,853)	868,255	30,402	(41,893)	43,413	1,520
Euro	(255,299)	520,481	265,182	(12,765)	26,024	13,259
Swiss Franc	(329,238)	627,000	297,762	(16,462)	31,350	14,888
United States Dollar	(612,041)	2,114,170	1,502,129	(30,602)	105,708	75,106
Total	(2,183,798)	4,490,788	2,306,990	(109,190)	224,539	115,349
% of net assets attributable to holders of redeemable units	(43.0%)	88.4%	45.4%	(2.1%)	4.4%	2.3%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
Australian Dollar	(240,560)	406,899	166,339	(12,028)	20,345	8,317
British Pound	(584,128)	771,569	187,441	(29,206)	38,578	9,372
Euro	(222,008)	700,615	478,607	(11,100)	35,031	23,931
Swiss Franc	(451,177)	964,002	512,825	(22,559)	48,200	25,641
United States Dollar	(349,108)	2,551,354	2,202,246	(17,456)	127,568	110,112
Total	(1,846,981)	5,394,439	3,547,458	(92,349)	269,722	177,373
% of net assets attributable to holders of redeemable units	(30.0%)	87.7%	57.7%	(1.5%)	4.4%	2.9%

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk.

Credit Risk

The Fund's exposure to credit risk arises primarily from investments in forward currency contracts. The Fund limits its exposure to credit losses on forward currency contracts by ensuring there are netting arrangements with each counterparty to the forward currency contracts, such that any gains (amounts owing to the Fund) on individual contracts can be set off against any losses (amounts owing to the counterparty) even in the event of default or bankruptcy. The maximum exposure to credit risk from these contracts is equivalent to the fair value of forward currency contracts that are in a net unrealized gain position as of the reporting date as outlined in the table below including the effect of master netting or similar arrangements in place with all counterparties. The following tables outline the exposure and credit rating of each counterparty in an unrealized gain position as of the date of the statements of financial position. The counterparties have credit ratings which exceed the minimum requirement outlined in securities legislation.

September 30, 2018		
	Net Unrealized Gain (\$)	Credit Rating
TD Securities Inc.	7,893	Standard & Poor's A-1+
National Bank of Canada	9,898	Standard & Poor's A-1

September 30, 2017		
	Net Unrealized Gain (\$)	Credit Rating
National Bank of Canada	22,573	Standard & Poor's A

The Fund's cash and margin accounts are maintained at financial institutions with a Standard & Poor's credit rating of AA- and A+; and therefore credit risk is deemed minimal.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades.

The Fund writes cash secured put options in accordance with its investment objectives and strategies. The value of the securities and/or cash required to satisfy the options if they were exercised, is presented in the table below:

Value of securities or cash required to satisfy put options	Less than 1 month (\$)	1 to 3 months (\$)	Greater than 3 months and less than one year (\$)	Total (\$)
September 30, 2018	190,520	73,624	-	264,144
September 30, 2017	157,215	228,027	13,000	398,242

All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(c) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Derivative Assets	-	17,791	-	17,791
Derivative Liabilities	(4,747)	(5,411)	-	(10,158)
Equities - Long	4,717,485	-	-	4,717,485
Total	4,712,738	12,380	-	4,725,118

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Derivative Assets	-	22,573	-	22,573
Derivative Liabilities	(5,835)	(25,958)	-	(31,793)
Equities - Long	5,720,184	-	-	5,720,184
Total	5,714,349	(3,385)	-	5,710,964

(d) STRUCTURED ENTITIES

The Fund's investments in ETFs are susceptible to market price risk arising from uncertainties about the future values. The Manager makes investment decisions after its due diligence on the strategy and overall quality of the ETF's manager.

The Fund's investments in ETFs as at September 30, 2018 and September 30, 2017 are summarized below:

September 30, 2018	Fair Value of Fund's Investment (\$)	Net Asset Value of ETF (\$)	% of ETF's Net Assets
Technology Select Sector SPDR Fund ETF	4,865	29,667,392,190	-

September 30, 2017	Fair Value of Fund's Investment (\$)	Net Asset Value of ETF (\$)	% of ETF's Net Assets
Technology Select Sector SPDR Fund ETF	7,374	22,241,018,975	-

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 352,193	\$ 513,672
Margin accounts (note 11)	8,863	15,479
Subscriptions receivable	-	750
Receivable for investments sold	326	-
Interest receivable	1,409	1,361
Dividends receivable	21,427	15,312
Investments (note 5)	8,014,595	6,744,570
Investments - pledged as collateral (note 5 and 11)	153,389	173,116
Derivative assets	11,810	6,608
	<u>8,564,012</u>	<u>7,470,868</u>
Liabilities		
Current Liabilities		
Management fees payable	11,531	9,765
Expenses payable	3,977	3,350
Redemptions payable	8,088	142
Payable for investments purchased	-	21,690
Derivative liabilities	10,081	17,701
	<u>33,677</u>	<u>52,648</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 8,530,335</u>	<u>\$ 7,418,220</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	-	1,284,568
Series A (previously A2) (note 1(d))	7,288,781	4,491,787
Series F	1,241,554	1,641,865
	<u>\$ 8,530,335</u>	<u>\$ 7,418,220</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	-	127,113
Series A (previously A2) (note 1(d))	721,639	440,052
Series F	117,069	155,028
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	-	10.11
Series A (previously A2) (note 1(d))	10.10	10.21
Series F	10.61	10.59

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments and derivatives		
Dividends	\$ 316,994	\$ 208,275
Interest for distribution purposes	21,660	46,107
Net realized gain (loss) on investments and options	274,367	106,778
Net realized gain (loss) on forward currency contracts	(2,717)	49,917
Change in unrealized appreciation (depreciation) on investments and derivatives	(145,113)	418,227
	<u>465,191</u>	<u>829,304</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	2,030	(11,863)
Total income (net)	<u>467,221</u>	<u>817,441</u>
Expenses		
Management fees (note 8)	135,547	99,053
Unitholder reporting costs	120,909	119,281
Audit fees	14,126	12,788
Custodial fees	8,681	2,812
Transaction costs	6,283	2,685
Independent review committee fees	2,970	3,435
Legal fees	2,226	2,796
Interest expense	42	19
Withholding tax expense (reclaims)	(17,920)	12,012
Total operating expenses	<u>272,864</u>	<u>254,881</u>
Less: expenses absorbed by Manager	(103,020)	(107,252)
Net operating expenses	<u>169,844</u>	<u>147,629</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 297,377</u>	<u>\$ 669,812</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	27,375	100,869
Series A (previously A2) (note 1(d))	211,446	416,180
Series F	58,556	152,763
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	0.20	1.02
Series A (previously A2) (note 1(d))	0.36	1.11
Series F	0.47	1.23

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	1,284,568	\$	753,528
Series A (previously A2) (note 1(d))		4,491,787		3,475,041
Series F		1,641,865		1,115,664
		<u>7,418,220</u>		<u>5,344,233</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		27,375		100,869
Series A (previously A2) (note 1(d))		211,446		416,180
Series F		58,556		152,763
		<u>297,377</u>		<u>669,812</u>
Distributions to Holders of Redeemable Units				
From net investment income				
Series A		(10,030)		(14,818)
Series A (previously A2) (note 1(d))		(98,492)		(50,798)
Series F		(31,527)		(32,658)
		<u>(140,049)</u>		<u>(98,274)</u>
From return of capital				
Series A		(24,309)		(35,827)
Series A (previously A2) (note 1(d))		(203,857)		(137,444)
Series F		(30,755)		(30,259)
		<u>(258,921)</u>		<u>(203,530)</u>
Net Decrease from Distributions to Holders of Redeemable Units		<u>(398,970)</u>		<u>(301,804)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		220,100		455,011
Series A (previously A2) (note 1(d))		3,785,671		1,506,181
Series F		318,517		622,260
		<u>4,324,288</u>		<u>2,583,452</u>
Reinvestments of distributions				
Series A		27,632		38,174
Series A (previously A2) (note 1(d))		280,392		174,576
Series F		51,212		56,325
		<u>359,236</u>		<u>269,075</u>
Redemptions of redeemable units				
Series A		(1,525,336)		(12,369)
Series A (previously A2) (note 1(d))		(1,178,166)		(891,949)
Series F		(766,314)		(242,230)
		<u>(3,469,816)</u>		<u>(1,146,548)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>1,213,708</u>		<u>1,705,979</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		-		1,284,568
Series A (previously A2) (note 1(d))		7,288,781		4,491,787
Series F		1,241,554		1,641,865
	\$	<u>8,530,335</u>	\$	<u>7,418,220</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018		2017	
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$	297,377	\$	669,812
Adjustments for:				
Net realized (gain) loss on investments and options		(274,367)		(106,778)
Change in unrealized (appreciation) depreciation on investments and derivatives		145,113		(418,227)
Unrealized foreign exchange (gain) loss on cash		94		(180)
(Increase) decrease in interest receivable		(48)		1,006
(Increase) decrease in dividends receivable		(6,115)		(6,936)
Increase (decrease) in management fees and expenses payable		2,393		3,586
Purchase of investments		(2,791,947)		(2,530,395)
Proceeds from sale of investments		1,636,065		1,287,718
Net Cash Generated (Used) by Operating Activities		<u>(991,435)</u>		<u>(1,100,394)</u>
Cash Flows from Financing Activities				
Change in margin cash		6,616		(11,730)
Distributions to holders of redeemable units, net of reinvested distributions		(39,734)		(34,979)
Proceeds from redeemable units issued (note 3)		2,799,131		2,520,329
Amount paid on redemption of redeemable units (note 3)		(1,935,963)		(1,094,029)
Net Cash Generated (Used) by Financing Activities		<u>830,050</u>		<u>1,379,591</u>
Net increase (decrease) in cash and cash equivalents		(161,385)		279,197
Unrealized foreign exchange gain (loss) on cash		(94)		180
Cash and cash equivalents - beginning of period		513,672		234,295
Cash and cash equivalents - end of period		<u>352,193</u>		<u>513,672</u>
Cash and cash equivalents comprise:				
Cash at bank		52,841		64,151
Short-term investments		299,352		449,521
	\$	<u>352,193</u>	\$	<u>513,672</u>
From operating activities:				
Interest received, net of withholding tax	\$	21,612	\$	47,113
Dividends received, net of withholding tax	\$	328,799	\$	189,327
From financing activities:				
Interest paid	\$	(41)	\$	(19)

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares/Par Value/ (Contracts)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
BONDS				
Bermuda				
200,000	Digicel Group Limited Callable 6.75% March 1, 2023	\$ 249,628	\$ 215,383	2.5%
	Total bonds	249,628	215,383	2.5%
EQUITIES - Preferred				
Bermuda				
3,000	Brookfield Infrastructure Partners L.P., Preferred, Series 5, Fixed-Reset	75,000	76,950	
3,000	Brookfield Infrastructure Partners L.P., Preferred, Series 9, Fixed-Reset	75,000	74,670	
3,000	Brookfield Infrastructure Partners L.P., Preferred, Series 11, Fixed-Reset	75,000	75,240	
2,000	Brookfield Renewable Partners L.P., Preferred, Series 11, Fixed-Reset	50,000	49,900	
2,200	Brookfield Renewable Partners L.P., Preferred, Series 13, Fixed-Reset	55,000	54,120	
		330,000	330,880	3.9%
Canada				
2,000	AltaGas Ltd. Preferred, Series K, Fixed-Reset	50,000	48,660	
3,000	Artis Real Estate Investment Trust, Preferred, Series I, Fixed-Reset	75,000	75,900	
5,000	Bank of Montreal, Preferred, Series 42, Fixed-Reset	125,000	126,700	
15,000	BCE Inc., Preferred, Series AE, Floating Rate	307,274	310,350	
3,000	Brookfield Asset Management Inc., Preferred, Series 2, Floating Rate	51,525	53,250	
1,000	Brookfield Asset Management Inc., Preferred, Series 46, Fixed-Reset	25,000	25,920	
2,000	Brookfield Asset Management Inc., Preferred, Series 48, Fixed-Reset	50,000	51,240	
6,000	Brookfield Asset Management Inc., Preferred, Series 8, Floating Rate	131,327	136,500	
500	Brookfield Office Properties Inc., Preferred, Series EE, Fixed-Reset	12,500	12,550	
3,000	Brookfield Office Properties Inc., Preferred, Series GG, Fixed-Reset	75,000	71,490	
15,000	Brookfield Office Properties Inc., Preferred, Series V, Floating Rate	205,186	238,650	
5,000	Brookfield Renewable Power Inc., Preferred, Series 2, Floating Rate	92,541	112,050	
3,000	Canadian Imperial Bank of Commerce, Preferred, Series 45, Fixed-Reset	75,000	75,540	
2,000	Capital Power Corp, Preferred, Series 9, Fixed-Reset	50,000	51,500	
8,500	ECN Capital Corp., Preferred, Series C, Fixed-Reset	200,460	185,130	
6,000	Emera Incorporated, Preferred, Series H, Fixed-Reset	150,000	152,220	
4,000	Enbridge Inc., Preferred, Series 11, Fixed-Reset	93,964	80,920	
1,000	Enbridge Inc., Preferred, Series 17, Fixed-Reset	25,000	25,450	
3,000	Enbridge Inc., Preferred, Series 19, Fixed-Reset	75,000	72,270	
9,000	First National Financial Corporation, Preferred, Series 1, Fixed-Reset	142,003	124,875	
3,000	Kinder Morgan Canada Ltd, Preferred, Series 1, Fixed-Reset	75,000	75,240	
3,000	National Bank of Canada, Preferred, Series 38, Fixed-Reset	75,000	75,960	
7,500	Northland Power Inc., Preferred, Series 1, Fixed-Reset	167,263	151,350	
3,000	Pembina Pipeline Corporation, Preferred, Series 21, Fixed-Reset	75,000	76,320	
3,000	The Toronto-Dominion Bank, Preferred, Series 16, Fixed-Reset	75,000	75,780	
14,000	Thomson Reuters Corporation, Preferred, Series B, Floating Rate	246,492	265,300	
8,000	TransAlta Corporation, Preferred, Series B, Floating Rate	114,092	128,040	
7,000	TransAlta Corporation, Preferred, Series E, Fixed-Reset	168,439	149,240	
1,500	TransCanada Corporation, Preferred, Series 15, Fixed-Reset	37,500	39,120	
4,800	TransCanada Corporation, Preferred, Series 2, Floating Rate	86,332	99,840	
		3,131,898	3,167,355	37.1%
	Total equities - preferred	3,461,898	3,498,235	41.0%
EQUITIES - Common				
Australia				
7,000	Amcor Limited	79,692	89,409	
47,000	AusNet Services	56,819	71,309	
		136,511	160,718	1.9%
Bermuda				
14,000	Brookfield Property Partners L.P.	356,490	378,140	
5,000	CK Infrastructure Holdings Ltd	35,125	51,149	
		391,615	429,289	5.0%
Canada				
4,000	Barrick Gold Corporation	80,473	57,246	
4,000	Crescent Point Energy Corp.	55,726	32,880	
1,038	Fortis Inc.	44,503	43,471	
50	iShares 1-5 Year Laddered Corporate Bond Index ETF	986	910	
2,000	iShares S&P/TSX Canadian Preferred Share Index ETF	28,675	28,360	
2,000	Northland Power Inc.	44,051	43,400	
3,500	RioCan Real Estate Investment Trust	83,212	86,380	
10,000	TransAlta Renewables Inc.	127,932	115,000	
		465,558	407,647	4.8%

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

Schedule of Investment Portfolio (continued)

as at September 30, 2018

No. of Shares/Par Value/ (Contracts)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
France				
1,600	TOTAL SA ADR	100,781	133,071	1.6%
Jersey				
800	WPP PLC ADR	101,291	75,711	0.9%
Sweden				
6,500	Nordea Bank AB	61,064	91,501	1.1%
Switzerland				
5,637	Aryzta AG	161,216	69,294	
1,000	Dufry AG	174,116	145,630	
100	Nestlé SA	7,713	10,768	
100	Roche Holding AG	28,565	31,291	
		371,610	256,983	3.0%
United Kingdom				
7,000	Barclays PLC ADR	129,834	80,922	
3,500	BHP Billiton PLC	192,748	198,824	
4,000	Bunzl PLC	130,790	162,496	
2,500	Compass Group PLC	55,759	71,803	
9,500	Dignity PLC	247,502	162,976	
500	Reckitt Benckiser Group PLC	52,384	59,059	
1,800	Royal Dutch Shell PLC ADR Class A	125,951	158,423	
		934,968	894,503	10.5%
United States				
3,000	Ares Capital Corporation	59,010	66,609	
2,500	AT&T Inc.	111,537	108,434	
8,000	BlackRock Capital Investment Corporation	75,538	60,966	
2,000	Energy Select Sector SPDR Fund	184,557	195,659	
40	Invesco Fundamental High Yield Corporate Bond ETF	832	957	
2,000	Invesco S&P 500 Enhanced Value ETF	79,073	91,277	
10	iShares iBoxx \$ Investment Grade Corporate Bond ETF	1,425	1,485	
1,500	iShares India 50 ETF	55,519	66,262	
6,000	iShares International Select Dividend ETF	234,964	252,879	
2,500	iShares MSCI Japan ETF	180,230	194,490	
2,000	iShares MSCI South Africa ETF	140,100	138,594	
100	JPMorgan Chase & Co.	4,545	14,575	
15,300	Oaktree Strategic Income Corporation	196,223	170,944	
700	SPDR S&P Global Dividend ETF	58,565	61,374	
50	Technology Select Sector SPDR Fund ETF	2,260	4,865	
2,200	The Kraft Heinz Company	176,980	156,602	
500	The Walt Disney Company	61,008	75,523	
1,000	Vanguard FTSE Europe ETF	71,511	72,617	
750	Vanguard S&P 500 ETF	238,818	258,701	
100	Wal-Mart Stores, Inc.	9,006	12,130	
		1,941,701	2,004,943	23.5%
	Total equities - common	4,505,099	4,454,366	52.3%
	Total investment portfolio	8,216,625	8,167,984	95.8%

DERIVATIVES - OPTIONS¹

Call Options

United Kingdom

USD (10)	BHP Billiton PLC ADR, Call 50, 21/12/2018	(698)	(581)	
USD (5)	Royal Dutch Shell PLC ADR, Call 80, 19/10/2018	(377)	(65)	
		(1,075)	(646)	-

United States

USD (6)	The Kraft Heinz Company, Call 62.5, 19/10/2018	(190)	(39)	
USD (2)	The Walt Disney Company, Call 115, 19/10/2018	(279)	(749)	
USD (3)	The Walt Disney Company, Call 125, 16/11/2018	(326)	(329)	
		(795)	(1,117)	-
	Total call options	(1,870)	(1,763)	-

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

Schedule of Investment Portfolio (continued)

as at September 30, 2018

No. of Shares/Par Value/ (Contracts)	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
Put Options				
Canada				
USD (30)	Barrick Gold Corporation, Put 10, 19/10/2018	(431)	(116)	
USD (25)	Barrick Gold Corporation, Put 11, 19/10/2018	(450)	(872)	
		(881)	(988)	-
Jersey				
USD (6)	WPP PLC ADR, Put 70, 16/11/2018	(1,725)	(1,782)	-
United States				
USD (10)	iShares MSCI South Africa ETF, Put 40, 19/10/2018	(578)	(13)	
USD (20)	iShares MSCI South Africa ETF, Put 45, 19/10/2018	(1,241)	(362)	
USD (30)	Newell Brands, Inc., Put 20, 19/10/2018	(1,325)	(1,628)	
USD (20)	Newell Brands, Inc., Put 18, 16/11/2018	(751)	(840)	
		(3,895)	(2,843)	(0.1%)
	Total put options	(6,501)	(5,613)	(0.1%)
	Total options	(8,371)	(7,376)	(0.1%)
FORWARD CURRENCY CONTRACTS (Schedule 1)				
	Total unrealized gain on forward currency contracts	-	11,810	0.1%
	Total unrealized loss on forward currency contracts	-	(2,705)	-
		-	9,105	0.1%
	Net investments	8,208,254	8,169,713	95.8%
	Transaction costs	(14,770)	-	-
		\$ 8,193,484	8,169,713	95.8%
	Other assets less liabilities		360,622	4.2%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		\$ 8,530,335	100.0%

¹ The contract size of the options is 100 shares, except as otherwise noted.

Schedule 1

Contract Price	Settlement Date	Purchased Currency			Sold Currency			Unrealized gain (loss) (\$)
		Currency	Amount (\$)	Value as at September 30, 2018 (\$)	Currency	Amount (\$)	Value as at September 30, 2018 (\$)	
86.95000	Dec-12-18	Canadian Dollar	97,757	97,757	Japanese Yen	8,500,000	97,034	723
0.77097	Oct-26-18	Canadian Dollar	1,297,070	1,297,070	United States Dollar	1,000,000	1,290,954	6,116
1.02484	Oct-11-18	Canadian Dollar	82,940	82,940	Australian Dollar	85,000	79,351	3,589
0.75215	Oct-11-18	Canadian Dollar	146,247	146,247	Swiss Franc	110,000	144,865	1,382
							Unrealized gain	<u>11,810</u>
0.59717	Nov-16-18	Canadian Dollar	418,641	418,641	British Pound	250,000	421,346	(2,705)
							Unrealized loss	<u>(2,705)</u>

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

(a) OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Fund uses three counterparties for the execution of forward currency contracts. The Fund has master netting or similar arrangements in place with all counterparties. This means that in the event of default or bankruptcy, the Fund may set off the assets held with the counterparty against the liabilities it owes to the same counterparty. The contracts in place under these arrangements that settle on the same date have been offset and presented as a net figure in the statements of financial position of the Fund and the table below, where there is a legally enforceable right and an intention to settle the contracts on a net basis. There is no collateral associated with these arrangements.

The following table presents the gross amount of recognized financial assets and liabilities of the Fund that are offset under master netting or similar arrangements as at September 30, 2018 and September 30, 2017:

	TD Securities Inc. (\$)	National Bank of Canada (\$)	Bank of New York Mellon (\$)
September 30, 2018			
Gross derivative assets	6,839	4,971	-
Gross derivative liabilities	-	-	(2,705)
Net exposure	6,839	4,971	(2,705)
September 30, 2017			
Gross derivative assets	2,115	4,493	-
Gross derivative liabilities	(8,146)	-	(3,866)
Net exposure	(6,031)	4,493	(3,866)

(b) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$408,030 (September 30, 2017: \$345,600). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and industry sector, as at September 30, 2018 and September 30, 2017.

By Geographic Region	September 30, 2018	September 30, 2017
Canada	41.9%	40.3%
United States	23.4%	24.7%
Bermuda	11.4%	8.9%
United Kingdom	10.5%	9.9%
Other Net Assets (Liabilities)	4.2%	6.9%
Switzerland	3.0%	3.5%
Australia	1.9%	2.9%
France	1.6%	1.4%
Sweden	1.1%	1.1%
Jersey	0.9%	0.5%
Forward Currency Contracts	0.1%	(0.1%)
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Financials	16.7%	21.5%
Utilities	16.5%	11.8%
Exchange Traded Funds	15.9%	14.3%
Energy	10.5%	12.1%
Real Estate	10.1%	7.5%
Consumer Discretionary	9.3%	6.4%
Telecommunication Services	4.3%	5.0%
Other Net Assets (Liabilities)	4.2%	6.9%
Materials	4.1%	5.1%
Consumer Staples	3.5%	3.7%
Corporate Bonds	2.5%	3.3%
Industrials	1.9%	1.3%
Health Care	0.4%	1.3%
Forward Currency Contracts	0.1%	(0.1%)
Short Positions - Derivatives	-	(0.1%)
Total	100.0%	100.0%

Currency Risk

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 use of currency risk mitigation strategies such as forward currency contracts involves special risks including the possible default by the counterparty to the transaction, illiquidity and to the extent the Manager's assessment of certain market movements is incorrect, the risk that the use of such strategies could result in losses greater than if the strategy had not been used. The forward currency contracts may have the effect of limiting or reducing the total returns of the Fund if the Manager's expectations concerning future events or market conditions prove to be incorrect. In addition, costs associated with the forward currency contracts may outweigh the benefits of the arrangements in some circumstances.

The Manager may, from time to time, at its sole discretion, enter into forward currency contracts in relation to all or a portion of the value of the Fund's non-Canadian dollar currency exposure or the non-Canadian currency exposure of the issuers whose securities comprise the Fund's portfolio back, directly or indirectly, to the Canadian dollar. Forward currency contract amounts are based on a combination of trading currency of the Fund's holdings and an estimate of the currency to which their operations are exposed.

The tables below indicate the foreign currencies to which the Fund had significant direct exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms, net of the notional amounts of forward currency contracts. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
Australian Dollar	(78,067)	160,717	82,650	(3,903)	8,036	4,133
British Pound	(419,371)	456,333	36,962	(20,969)	22,817	1,848
Hong Kong Dollar	-	51,149	51,149	-	2,557	2,557
Japanese Yen	(97,035)	-	(97,035)	(4,852)	-	(4,852)
Swedish Krona	-	91,501	91,501	-	4,575	4,575
Swiss Franc	(144,865)	256,983	112,118	(7,243)	12,849	5,606
United States Dollar	(1,260,934)	2,917,148	1,656,214	(63,047)	145,857	82,810
Total	(2,000,272)	3,933,831	1,933,559	(100,014)	196,691	96,677
% of net assets attributable to holders of redeemable units	(23.4%)	46.1%	22.7%	(1.2%)	2.3%	1.1%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
Australian Dollar	(123,555)	211,681	88,126	(6,178)	10,584	4,406
British Pound	(150,641)	213,243	62,602	(7,532)	10,662	3,130
Hong Kong Dollar	-	53,669	53,669	-	2,684	2,684
Japanese Yen	(55,552)	-	(55,552)	(2,778)	-	(2,778)
Swedish Krona	-	84,563	84,563	-	4,228	4,228
Swiss Franc	(83,790)	223,947	140,157	(4,190)	11,197	7,007
United States Dollar	(349,528)	2,844,592	2,495,064	(17,475)	142,230	124,755
Total	(763,066)	3,631,695	2,868,629	(38,153)	181,585	143,432
% of net assets attributable to holders of redeemable units	(10.3%)	49.0%	38.7%	(0.5%)	2.4%	1.9%

The Fund also had indirect exposure to currency risk through ETFs which may hold securities traded in foreign currencies.

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund had direct exposure to interest rate risk from its holdings of interest bearing financial instruments. If there had been a parallel upward shift of interest rates of 25 basis points on September 30, 2018, the net assets of the Fund would have been lower by approximately \$22,241 (September 30, 2017: \$3,800). Similarly, if there had been a parallel downward shift of interest rates of 25 basis points the net assets of the Fund would have been higher by approximately \$17,092 (September 30, 2017: \$1,558).

The Fund has indirect exposure to interest rate risk through its investments in fixed income ETFs.

Credit Risk

The Fund's exposure to credit risk arises primarily from investments in forward currency contracts and preferred shares.

The Fund limits its exposure to credit losses on forward currency contracts by ensuring there are netting arrangements with each counterparty to the forward currency contracts, such that any gains (amounts owing to the Fund) on individual contracts can be set off against any losses (amounts owing to the counterparty) even in the event of default or bankruptcy. The maximum exposure to credit risk from these contracts is equivalent to the fair value of forward currency contracts that are in a net unrealized gain position as of the reporting date as outlined in the table below including the effect of master netting or similar arrangements in place with all counterparties. The following tables outline the exposure and credit rating of each counterparty in an unrealized gain position as of the date of the statements of financial position. The counterparties have credit ratings which exceed the minimum requirement outlined in securities legislation.

September 30, 2018		
	Net Unrealized Gain (\$)	Credit Rating
TD Securities Inc.	6,839	Standard & Poor's A-1+
National Bank of Canada	4,971	Standard & Poor's A-1

September 30, 2017		
	Net Unrealized Gain (\$)	Credit Rating
National Bank of Canada	4,493	Standard & Poor's A

The table below shows preferred shares as a percentage of net assets held under each credit rating. Credit ratings are obtained from Standard & Poors.

Portfolio by Rating Category	Percentage of Net Assets	
	As at September 28, 2018	As at September 28, 2017
P-1	-	1.1%
P-2	20.4%	17.1%
P-3	17.6%	17.6%
N/R	5.5%	5.1%

The Fund's cash and margin accounts are maintained at financial institutions with a Standard & Poor's credit rating of AA- and A+; and therefore credit risk is deemed minimal.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades.

The Fund writes cash secured put options in accordance with its investment objectives and strategies. The value of the securities and/or cash required to satisfy the options if they were exercised, is presented in the table below:

Value of securities or cash required to satisfy put options	Less than 1 month (\$)	1 to 3 months (\$)	Greater than 3 months and less than one year (\$)	Total (\$)
September 30, 2018	319,686	100,748	-	420,434
September 30, 2017	355,546	138,188	13,000	506,734

All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(c) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Bonds - Long	-	215,383	-	215,383
Derivative Assets	-	11,810	-	11,810
Derivative Liabilities	(7,376)	(2,705)	-	(10,081)
Equities - Long	7,952,601	-	-	7,952,601
Total	7,945,225	224,488	-	8,169,713

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Bonds - Long	-	244,559	-	244,559
Derivative Assets	-	6,608	-	6,608
Derivative Liabilities	(5,689)	(12,012)	-	(17,701)
Equities - Long	6,416,132	256,995	-	6,673,127
Total	6,410,443	496,150	-	6,906,593

(d) STRUCTURED ENTITIES

The Fund's investments in ETFs are susceptible to market price risk arising from uncertainties about the future values. The Manager makes investment decisions after its due diligence on the strategy and overall quality of the ETF's manager.

The Fund's investments in ETFs as at September 30, 2018 and September 30, 2017 are summarized below:

September 30, 2018	Fair Value of Fund's Investment (\$)	Net Asset Value of ETF (\$)	% of ETF's Net Assets
Energy Select Sector SPDR Fund	195,659	23,809,242,780	-
Invesco Fundamental High Yield Corporate Bond ETF	957	1,254,155,984	-
Invesco S&P 500 Enhanced Value ETF	91,277	34,277,420	0.3%
iShares 1-5 Year Laddered Corporate Bond Index ETF	910	1,172,400,000	-
iShares iBoxx \$ Investment Grade Corporate Bond ETF	1,485	43,926,174,870	-
iShares India 50 ETF	66,262	1,128,656,687	-
iShares International Select Dividend ETF	252,879	5,793,037,334	-
iShares MSCI Japan ETF	194,490	21,611,758,635	-
iShares MSCI South Africa ETF	138,594	533,587,073	-
iShares S&P/TSX Canadian Preferred Share Index ETF	28,360	1,563,500,000	-
SPDR S&P Global Dividend ETF	61,374	267,415,466	-
Technology Select Sector SPDR Fund ETF	4,865	29,667,392,190	-
Vanguard FTSE Europe ETF	72,617	21,202,434,750	-
Vanguard S&P 500 ETF	258,701	134,889,592,800	-

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

September 30, 2017	Fair Value of Fund's Investment (\$)	Net Asset Value of ETF (\$)	% of ETF's Net Assets
iShares International Select Dividend ETF	252,744	5,884,725,893	-
Energy Select Sector SPDR Fund	170,892	20,739,850,950	-
SPDR S&P 500 ETF Trust	156,736	303,497,719,000	-
iShares MSCI Japan ETF	139,024	19,988,206,350	-
PowerShares S&P 500 Enhanced Value Factor Portfolio ETF	81,528	65,222,388	0.1%
Vanguard FTSE Europe ETF	72,781	22,155,173,775	-
iShares India 50 ETF	63,860	1,395,583,420	-
SPDR S&P Global Dividend ETF	59,332	207,661,785	-
iShares S&P/TSX Canadian Preferred Share Index ETF	28,320	1,485,040,000	-
iShares iBoxx \$ Investment Grade Corporate Bond ETF	15,126	47,300,455,650	-
Technology Select Sector SPDR Fund ETF	14,748	22,241,018,975	-
PowerShares Fundamental High Yield Corporate Bond Portfolio	11,904	1,490,325,078	-
iShares 1-5 Year Laddered Corporate Bond Index ETF	1,858	1,759,530,000	-

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 20,361	\$ 54,401
Receivable for investments sold	-	35,871
Dividends receivable	320	380
Investments (note 5)	603,749	505,161
	<u>624,430</u>	<u>595,813</u>
Liabilities		
Current Liabilities		
Management fees payable	886	872
Expenses payable	289	270
	<u>1,175</u>	<u>1,142</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 623,255</u>	<u>\$ 594,671</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	353,285	383,479
Series F	269,970	211,192
	<u>\$ 623,255</u>	<u>\$ 594,671</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	42,108	48,059
Series F	31,862	26,102
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	8.39	7.98
Series F	8.47	8.09

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017
Income		
Net gain (loss) on investments		
Dividends	\$ 5,223	\$ 3,885
Interest for distribution purposes	161	818
Net realized gain (loss) on investments	(4,433)	21,295
Change in unrealized appreciation (depreciation) on investments	48,214	(60,864)
	<u>49,165</u>	<u>(34,866)</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	(118)	39
Total income (net)	<u>49,047</u>	<u>(34,827)</u>
Expenses		
Unitholder reporting costs	83,492	91,207
Audit fees	14,202	12,867
Management fees (note 8)	11,043	10,989
Independent review committee fees	2,986	3,457
Legal fees	1,886	2,813
Minimum tax	1,181	732
Custodial fees	337	1,600
Transaction costs	207	141
Withholding tax expense	114	-
Interest expense	-	4
Total operating expenses	<u>115,448</u>	<u>123,810</u>
Less: expenses absorbed by Manager	<u>(99,446)</u>	<u>(108,642)</u>
Net operating expenses	<u>16,002</u>	<u>15,168</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 33,045</u>	<u>\$ (49,995)</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	18,316	(37,552)
Series F	14,729	(12,443)
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	0.40	(0.77)
Series F	0.51	(0.55)

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 periods ended September 30,	2018		2017	
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period				
Series A	\$	383,479	\$	470,433
Series F		211,192		171,350
		<u>594,671</u>		<u>641,783</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units				
Series A		18,316		(37,552)
Series F		14,729		(12,443)
		<u>33,045</u>		<u>(49,995)</u>
Distributions to Holders of Redeemable Units				
From net investment income				
Series A		(53)		(37)
Series F		(35)		(68)
		<u>(88)</u>		<u>(105)</u>
From net realized gains on investments				
Series A		(92)		(2,602)
Series F		(3,333)		(2,035)
		<u>(3,425)</u>		<u>(4,637)</u>
Net Decrease from Distributions to Holders of Redeemable Units		<u>(3,513)</u>		<u>(4,742)</u>
Redeemable Unit Transactions				
Proceeds from redeemable units issued				
Series A		7,134		66,810
Series F		49,927		104,920
		<u>57,061</u>		<u>171,730</u>
Reinvestments of distributions				
Series A		145		2,639
Series F		3,368		2,103
		<u>3,513</u>		<u>4,742</u>
Redemptions of redeemable units				
Series A		(55,644)		(116,212)
Series F		(5,878)		(52,635)
		<u>(61,522)</u>		<u>(168,847)</u>
Net Increase (Decrease) from Redeemable Unit Transactions		<u>(948)</u>		<u>7,625</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period				
Series A		353,285		383,479
Series F		269,970		211,192
	\$	<u>623,255</u>	\$	<u>594,671</u>

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

Statements of Cash Flows

for the periods ended September 30,	2018	2017
Cash Flows from Operating Activities		
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$ 33,045	\$ (49,995)
Adjustments for:		
Net realized (gain) loss on investments	4,433	(21,295)
Change in unrealized (appreciation) depreciation on investments	(48,214)	60,864
Unrealized foreign exchange (gain) loss on cash	18	(3)
(Increase) decrease in dividends receivable	60	(69)
Increase (decrease) in management fees and expenses payable	33	(172)
Purchase of investments	(93,788)	(110,369)
Proceeds from sale of investments	74,852	56,284
Net Cash Generated (Used) by Operating Activities	(29,561)	(64,755)
Cash Flows from Financing Activities		
Proceeds from redeemable units issued (note 3)	8,368	170,956
Amount paid on redemption of redeemable units (note 3)	(12,829)	(168,073)
Net Cash Generated (Used) by Financing Activities	(4,461)	2,883
Net increase (decrease) in cash and cash equivalents	(34,022)	(61,872)
Unrealized foreign exchange gain (loss) on cash	(18)	3
Cash and cash equivalents - beginning of period	54,401	116,270
Cash and cash equivalents - end of period	20,361	54,401
Cash and cash equivalents comprise:		
Cash at bank	\$ 20,361	\$ 54,401
From operating activities:		
Interest received, net of withholding tax	\$ 161	\$ 818
Dividends received, net of withholding tax	\$ 5,169	\$ 3,816
From financing activities:		
Interest paid	\$ -	\$ (4)

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

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
Bermuda				
1,249	Brookfield Business Partners L.P.	\$ 33,561	\$ 73,791	
2,100	Liberty Latin America Ltd. Class A	92,005	56,528	
		125,566	130,319	20.9%
British Virgin Islands				
3,650	Nomad Foods Limited	50,093	95,516	15.3%
Canada				
11,600	Baytex Energy Corp.	65,566	43,500	
515	Brookfield Asset Management Inc. Class A	22,589	29,622	
5,373	Crescent Point Energy Corp.	90,792	44,166	
755	Linamar Corporation	44,884	44,930	
5,880	Whitecap Resources, Inc.	59,673	46,099	
		283,504	208,317	33.4%
Guernsey				
2,995	Pershing Square Holdings, Ltd.	62,099	59,033	9.5%
United States				
190	Berkshire Hathaway Inc. Class B	34,727	52,545	
965	Hertz Global Holdings, Inc.	52,706	20,354	
400	Walgreens Boots Alliance, Inc.	34,049	37,665	
		121,482	110,564	17.8%
	Total investment portfolio	642,744	603,749	96.9%
	Transaction costs	(806)	-	-
		\$ 641,938	603,749	96.9%
	Other assets less liabilities		19,506	3.1%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS	\$	623,255	100.0%

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

(a) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$30,187 (September 30, 2017: \$25,258). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and by industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Region	September 30, 2018	September 30, 2017
Canada	33.4%	36.1%
Bermuda	20.9%	7.8%
United States	17.8%	11.8%
British Virgin Islands	15.3%	11.1%
Guernsey	9.5%	7.6%
Other Net Assets (Liabilities)	3.1%	15.1%
United Kingdom	-	10.5%
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Financials	22.8%	21.1%
Energy	21.4%	24.1%
Consumer Staples	21.3%	11.1%
Consumer Discretionary	16.3%	16.3%
Industrials	15.1%	12.3%
Other Net Assets (Liabilities)	3.1%	15.1%
Total	100.0%	100.0%

Currency Risk

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 tables below indicate the foreign currencies to which the Fund had significant exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	1,333	425,054	426,387	66	21,253	21,319
Total	1,333	425,054	426,387	66	21,253	21,319
% of net assets attributable to holders of redeemable units	0.2%	68.2%	68.4%	-	3.4%	3.4%

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	36,222	327,143	363,365	1,811	16,357	18,168
Total	36,222	327,143	363,365	1,811	16,357	18,168
% of net assets attributable to holders of redeemable units	6.1%	55.0%	61.1%	0.3%	2.8%	3.1%

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk.

Credit Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to credit risk.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades. All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(b) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017:

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	603,749	-	-	603,749
Total	603,749	-	-	603,749

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	505,161	-	-	505,161
Total	505,161	-	-	505,161

(c) STRUCTURED ENTITIES

As at September 30, 2018 and September 30, 2017, the Fund did not have any investments in structured entities.

Statements of Financial Position

As at September 30,	2018	2017
Assets		
Current Assets		
Cash and cash equivalents	\$ 284,695	\$ 369,798
Receivable for investments sold	-	16,580
Dividends receivable	328	187
Investments (note 5)	1,198,386	614,154
	<u>1,483,409</u>	<u>1,000,719</u>
Liabilities		
Current Liabilities		
Management fees payable	2,402	1,390
Expenses payable	689	364
Payable for investments purchased	-	42,186
	<u>3,091</u>	<u>43,940</u>
Net Assets Attributable to Holders of Redeemable Units	<u>\$ 1,480,318</u>	<u>\$ 956,779</u>
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	1,103,679	583,373
Series F	376,639	373,406
	<u>\$ 1,480,318</u>	<u>\$ 956,779</u>
Number of Redeemable Units Outstanding (note 6)		
Series A	110,538	59,160
Series F	37,126	37,693
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	9.98	9.86
Series F	10.14	9.91

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

"Michael Lee-Chin"

Director

"Robert Almeida"

Director

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

Statements of Comprehensive Income

for the periods ended September 30,	2018	2017*
Income		
Net gain (loss) on investments		
Dividends	\$ 16,024	\$ 2,262
Interest for distribution purposes	2,451	550
Net realized gain (loss) on investments	602	87
Change in unrealized appreciation (depreciation) on investments	32,423	1,254
	<u>51,500</u>	<u>4,153</u>
Other income		
Foreign exchange gain (loss) on cash and other net assets	(650)	(376)
Total income (net)	<u>50,850</u>	<u>3,777</u>
Expenses		
Unitholder reporting costs	71,379	23,763
Management fees (note 8)	23,647	4,486
Audit fees	13,782	11,726
Custodial fees	3,089	2,788
Independent review committee fees	2,988	1,383
Legal fees	1,859	1,160
Withholding tax expense	916	126
Transaction costs	248	210
Interest expense and bank charges	-	13
Total operating expenses	<u>117,908</u>	<u>45,655</u>
Less: expenses absorbed by Manager	<u>(86,084)</u>	<u>(39,418)</u>
Net operating expenses	<u>31,824</u>	<u>6,237</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>\$ 19,026</u>	<u>\$ (2,460)</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series		
Series A	9,864	(1,818)
Series F	9,162	(642)
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Series A	0.11	(0.05)
Series F	0.24	(0.03)

*From April 28, 2017 (inception date) to September 30, 2017

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

for the periods ended September 30,	2018	2017*
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period		
Series A	\$ 583,373	\$ -
Series F	373,406	-
	<u>956,779</u>	<u>-</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units		
Series A	9,864	(1,818)
Series F	9,162	(642)
	<u>19,026</u>	<u>(2,460)</u>
Distributions to Holders of Redeemable Units		
From net investment income		
Series A	-	-
Series F	(4)	-
Net Decrease from Distributions to Holders of Redeemable Units	<u>(4)</u>	<u>-</u>
Redeemable Unit Transactions		
Proceeds from redeemable units issued		
Series A	529,922	636,947
Series F	25,872	374,048
	<u>555,794</u>	<u>1,010,995</u>
Reinvestments of distributions		
Series A	-	-
Series F	4	-
	<u>4</u>	<u>-</u>
Redemptions of redeemable units		
Series A	(19,480)	(51,756)
Series F	(31,801)	-
	<u>(51,281)</u>	<u>(51,756)</u>
Net Increase (Decrease) from Redeemable Unit Transactions	<u>504,517</u>	<u>959,239</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period		
Series A	1,103,679	583,373
Series F	376,639	373,406
	<u>\$ 1,480,318</u>	<u>\$ 956,779</u>

*From April 28, 2017 (inception date) to September 30, 2017

Statements of Cash Flows

for the periods ended September 30,	2018	2017*
Cash Flows from Operating Activities		
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$ 19,026	\$ (2,460)
Adjustments for:		
Net realized (gain) loss on investments	(602)	(87)
Change in unrealized (appreciation) depreciation on investments	(32,423)	(1,254)
Unrealized foreign exchange (gain) loss on cash	(47)	49
(Increase) decrease in dividends receivable	(141)	(187)
Increase (decrease) in management fees and expenses payable	1,337	1,754
Purchase of investments	(633,884)	(591,675)
Proceeds from sale of investments	57,071	4,468
Net Cash Generated (Used) by Operating Activities	(589,663)	(589,392)
Cash Flows from Financing Activities		
Proceeds from redeemable units issued (note 3)	555,794	990,317
Amount paid on redemption of redeemable units (note 3)	(51,281)	(31,078)
Net Cash Generated (Used) by Financing Activities	504,513	959,239
Net increase (decrease) in cash and cash equivalents	(85,150)	369,847
Unrealized foreign exchange gain (loss) on cash	47	(49)
Cash and cash equivalents - beginning of period	369,798	-
Cash and cash equivalents - end of period	284,695	369,798
Cash and cash equivalents comprise:		
Cash at bank	84,831	169,818
Short-term investments	199,864	199,980
	\$ 284,695	\$ 369,798
From operating activities:		
Interest received, net of withholding tax	\$ 2,451	\$ 550
Dividends received, net of withholding tax	\$ 14,967	\$ 1,949
From financing activities:		
Interest paid	\$ -	\$ (13)

*From April 28, 2017 (inception date) to September 30, 2017

Schedule of Investment Portfolio

as at September 30, 2018

No. of Shares	Security Name	Average Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
Bermuda				
1,081	Brookfield Infrastructure Partners L.P.	\$ 55,262	\$ 55,684	
2,138	Brookfield Property Partners L.P.	60,663	57,689	
3,666	Liberty Latin America Ltd. Class A	100,027	98,681	
		<u>215,952</u>	<u>212,054</u>	14.3%
Canada				
1,073	Brookfield Asset Management Inc. Class A	54,106	61,716	
400	Canopy Growth Corporation	22,317	25,100	
1,762	Fortis Inc.	78,137	73,793	
1,193	Linamar Corporation	76,446	70,995	
8,342	Whitecap Resources, Inc.	72,520	65,401	
		<u>303,526</u>	<u>297,005</u>	20.1%
Panama				
641	Carnival Corporation	53,479	52,798	3.6%
United States				
36	Alphabet Inc. Class A	45,632	56,128	
377	Berkshire Hathaway Inc. Class B	86,742	104,261	
92	BlackRock, Inc.	54,856	56,009	
582	Danaher Corporation	65,045	81,684	
210	Facebook, Inc. Class A	50,822	44,609	
819	Fortive Corporation	70,731	89,072	
902	Oracle Corporation	55,094	60,071	
698	The Kraft Heinz Company	68,090	49,686	
1,009	Walgreens Boots Alliance, Inc.	95,218	95,009	
		<u>592,230</u>	<u>636,529</u>	43.0%
	Total investment portfolio	1,165,187	1,198,386	81.0%
	Transaction costs	(478)	-	-
		<u>\$ 1,164,709</u>	<u>1,198,386</u>	81.0%
	Other assets less liabilities		281,932	19.0%
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS	<u>\$</u>	<u>1,480,318</u>	100.0%

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

(a) RISK MANAGEMENT

Please see note 5 for a description of the various financial risks detailed below.

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.

If the price of investments held by the Fund on September 30, 2018 had been higher or lower by 5%, the net assets attributable to holders of redeemable units of the Fund would have been higher or lower by \$59,919 (September 30, 2017: \$30,707). Actual results may differ from the above sensitivity analysis and the difference could be material.

Concentration Risk

The following tables present the Fund's exposure as a percentage of its net assets attributable to holders of redeemable units by geographic region and by industry sector as at September 30, 2018 and September 30, 2017:

By Geographic Region	September 30, 2018	September 30, 2017
United States	43.0%	32.3%
Canada	20.1%	18.6%
Other Net Assets (Liabilities)	19.0%	35.8%
Bermuda	14.3%	6.4%
Panama	3.6%	3.1%
United Kingdom	-	3.8%
Total	100.0%	100.0%

By Industry Sector	September 30, 2018	September 30, 2017
Other Net Assets (Liabilities)	19.0%	35.8%
Consumer Discretionary	15.0%	10.0%
Financials	15.0%	12.0%
Information Technology	10.9%	6.1%
Consumer Staples	9.8%	10.7%
Utilities	8.8%	9.0%
Health Care	7.2%	4.9%
Industrials	6.0%	4.9%
Energy	4.4%	3.2%
Real Estate	3.9%	3.4%
Total	100.0%	100.0%

Currency Risk

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 tables below indicate the foreign currencies to which the Fund had significant exposure at September 30, 2018 and September 30, 2017, in Canadian dollar terms. The table also illustrates the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

September 30, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	2,181	963,097	965,278	109	48,155	48,264
Total	2,181	963,097	965,278	109	48,155	48,264
% of net assets attributable to holders of redeemable units	0.1%	65.1%	65.2%	-	3.3%	3.3%

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

September 30, 2017:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary (\$)	Non-monetary (\$)	Total (\$)	Monetary (\$)	Non-monetary (\$)	Total (\$)
United States Dollar	12,967	467,139	480,106	648	23,357	24,005
Total	12,967	467,139	480,106	648	23,357	24,005
% of net assets attributable to holders of redeemable units	1.4%	48.8%	50.2%	0.1%	2.4%	2.5%

Interest Rate Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to interest rate risk.

Credit Risk

As at September 30, 2018 and September 30, 2017, the Fund did not have significant direct exposure to credit risk.

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 diversified portfolio with no more than 10% of its net assets in illiquid investments at the time of purchase. The Fund may also borrow temporarily to fund redemptions or settle trades. All other obligations were due within 3 months from the financial reporting date. Issued redeemable units are payable on demand.

(b) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at September 30, 2018 and September 30, 2017.

As at September 30, 2018	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	1,198,386	-	-	1,198,386
Total	1,198,386	-	-	1,198,386

As at September 30, 2017	Assets (Liabilities)			Total (\$)
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	
Equities - Long	614,154	-	-	614,154
Total	614,154	-	-	614,154

(c) STRUCTURED ENTITIES

As at September 30, 2018 and September 30, 2017, the Fund did not have any investments in structured entities.

Notes to Financial Statements

1. GENERAL INFORMATION

(a) Portland Advantage Fund, Portland Canadian Balanced Fund, Portland Canadian Focused Fund, Portland Global Banks Fund, Portland Global Dividend Fund, Portland Global Income Fund, Portland Value Fund and Portland 15 of 15 Fund (each a Fund and collectively referred to as the Funds) are open-ended mutual funds created under the laws of Ontario in Canada and governed by a master declaration of trust as amended and restated from time to time. The Funds offer units to the public under a simplified prospectus dated April 20, 2018, as may be amended from time to time (the Prospectus). The formation date of the Funds and inception dates of each series of the Funds are as follows:

Name of Fund	Formation Date of Fund	Inception Date		
		Series A, Series F (note 1d)	Series A2 (note 1b and note 1d))	Series G (note 1c)
Portland Advantage Fund	October 1, 2012	October 31, 2012	n/a	March 14, 2013
Portland Canadian Balanced Fund	October 1, 2012	October 31, 2012	n/a	March 14, 2013
Portland Canadian Focused Fund	October 1, 2012	October 31, 2012	n/a	January 24, 2013
Portland Global Banks Fund	June 25, 2007	December 17, 2013	July 17, 2007	n/a
Portland Global Dividend Fund	April 27, 2007	May 29, 2014	May 16, 2007	n/a
Portland Global Income Fund	January 27, 2005	December 17, 2013	February 18, 2005	n/a
Portland Value Fund	April 14, 2015	May 19, 2015	n/a	n/a
Portland 15 of 15 Fund	April 12, 2017	April 28, 2017	n/a	n/a

Portland Investment Counsel Inc. (the Manager) is the Investment Fund Manager, Portfolio Manager and Trustee of the Funds. The head office of the Fund is 1375 Kerns Road, Suite 100, Burlington, Ontario L7P 4V7. These financial statements are presented in Canadian dollars and were authorized for issue by the board of directors of the Manager on December 6, 2018. The Funds are authorized to issue an unlimited number of units in an unlimited number of series.

The statements of financial position of the Funds are as at September 30, 2018 and September 30, 2017. The statements of comprehensive income, changes in net assets attributable to holders of redeemable units, and cash flows of the Funds are for the years ended September 30, 2018 and September 30, 2017 unless the Fund commenced operations during either year, in which case the statements of comprehensive income, changes in net assets attributable to holders of redeemable units, and cash flows are for the period from formation date in the above table to the applicable year end reporting date.

The following table presents the investment objective of each Fund.

Name of Fund	Investment Objective
Portland Advantage Fund	Provide positive long-term total returns, consisting of both income and capital gains, by investing primarily in a portfolio of Canadian equities.
Portland Canadian Balanced Fund	Provide positive long-term total returns, consisting of both income and capital gains by investing primarily in a portfolio of fixed income securities and Canadian equity securities.
Portland Canadian Focused Fund	Provide positive long-term total returns by investing primarily in a portfolio of Canadian equities.
Portland Global Banks Fund	Provide positive long-term total returns by investing primarily in a portfolio of global bank equities.
Portland Global Dividend Fund	Provide income and long-term total returns by investing primarily in a portfolio of global dividend paying equities.
Portland Global Income Fund	Provide income and long-term total returns by investing primarily in a high-quality portfolio of fixed/floating rate income securities, preferred shares and dividend paying equities of issuers located anywhere in the world.
Portland Value Fund	Provide positive long-term total returns by investing primarily in a portfolio of global equities.
Portland 15 of 15 Fund	Provide positive long-term total returns by investing primarily in a portfolio of global equities.

(b) Fund Restructuring

Portland Global Banks Fund and Portland Global Income Fund were converted from being closed-end investment funds into an open-end mutual funds with multiple series on December 13, 2013 with an inception date of operations on December 17, 2013. Prior to the restructuring, Series A2 Units of these Funds were referred to as Trust Units.

Portland Global Dividend Fund was converted from being a closed-end investment fund into an open-end mutual fund with multiple series on May 23, 2014 with an inception date of operations on May 29, 2019. Prior to the restructuring, Series A2 Units of this Fund was referred to as Trust Units.

(c) Effective April 20, 2017, the applicable Funds no longer offered Series G units. All Series G units were redeemed as of April 28, 2017.

(d) Effective April 20, 2018, the Series A Units of Portland Global Income Fund were redesignated as Series A2 Units of Portland Global Income Fund. Immediately following the redesignation, the Series A2 Units of Portland Global Income Fund were re-named Series A. In addition, the Manager reduced the annual management fee payable on Series F Units from 0.85% to 0.65% effective April 20, 2018.

2. BASIS OF PRESENTATION

These financial statements of the Funds have been prepared in compliance with International Financial Reporting Standards (IFRS).

The date of initial application for the new classification and measurement standards in IFRS 9 - Financial Instruments is for fiscal years beginning on or after January 1, 2018. The Funds have early adopted IFRS 9 in these financial statements and IFRS 9 has been applied retrospectively by the Funds. There were no changes in measurement attributes for any of the financial assets and liabilities held by the Funds as at January 1, 2018, however, some of the classifications have changed compared to the previous classification under IAS 39.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial instruments

(a) Classification

The Funds have adopted IFRS 9 for the first time in these financial statements. IFRS 9 replaced IAS 39 and provides a new framework for classification and measurement of financial assets and liabilities, as well as new standards for hedge accounting. The Funds do not have arrangements in place that meet the criteria for hedge accounting, so those aspects of the standard have not been applied in these financial statements.

The Funds classify financial assets based on the business model used for managing such financial assets and the contractual cash flow characteristics of those financial assets. Each 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 Funds recognize financial instruments at fair value upon initial recognition, inclusive of transaction costs in the case of financial instruments not measured at fair value. Purchases and sales of financial assets are recognized as at their trade date. The Funds classify their investment in equities, fixed income securities and derivatives as financial assets or financial liabilities at fair value through profit or loss (FVTPL).

The Funds' 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 Funds have elected to classify their obligations for net assets attributable to holders of redeemable units as financial liabilities at FVTPL.

All remaining assets and liabilities of the Funds are classified as amortized cost and are reflected at the amount required to be paid, discounted to reflect the time value of money when appropriate.

The Funds' accounting policies for measuring the fair value of its investments and derivatives are similar to those used in measuring its net asset value (NAV) for unitholder transactions; therefore it is expected that net assets attributable to holders of redeemable units will be the same in all material respects as the NAV per unit used in processing unitholder transactions.

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 Funds 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 Funds commit 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 statement of comprehensive income. 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 statement of comprehensive income within 'Change in unrealized appreciation (depreciation) on investments' or 'Change in unrealized appreciation (depreciation) on investments and derivatives' 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 Funds have 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' or 'Net realized gain (loss) on investments and options' in the statements of comprehensive income.

Amounts receivable or payable with respect to derivative transactions, including premiums or discounts received or paid, are included in the statements of financial position under 'Derivative assets' or 'Derivative liabilities'.

When the Funds write an option, an amount equal to fair value which is based on the premium received by the Funds is recorded as a liability. When options are closed, the difference between the premium and the amount received, net of brokerage commissions, or the full amount of the premium if the option expires worthless, is recognized as a gain or loss and is presented in the statements of comprehensive income within 'Net realized gain (loss) on investments and options'. When a written call option is exercised, the amount of gain or loss realized from the disposition of the related investment at the exercise price, plus the premiums received at the time the option was written are included in the statements of comprehensive income within 'Net realized gain (loss) on investments and options'. When a written put option is exercised, the amount of premiums received is deducted from the cost to acquire the related investment.

Option premiums paid when a Fund purchases an option are recorded as an asset. Exchange traded options are valued at their last traded market price where the last traded market price falls within the day's bid-ask spread. In cases where the last traded price is not within the day's bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on specific facts and circumstances.

Realized gains and losses relating to purchased options may arise from:

- i. Expiration of purchased options - realized losses will arise equal to the premium paid;
- ii. Exercise of the purchased options - realized gains will arise up to the intrinsic value of the option net of premiums paid; or
- iii. Closing of the purchased options - realized gains or losses will arise equal to the proceeds from selling the options to close the position, net of any premium paid.

Realized gains and losses related to options are included in 'Net realized gain (loss) on investments and options' in the statements of comprehensive income.

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 Funds use 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, 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 Funds' 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.

Forward contracts are agreements to purchase or sell financial instruments at a specified future date. As forward contracts are not traded on an exchange, the agreements between counterparties are not standardized. Changes in value of forward contracts are settled only on termination of the contract. Open forward contracts are revalued to fair value in the statements of comprehensive income based on the difference between the contract rate and the applicable forward rate. Gains and losses associated with the valuation of open forward contracts are recorded in the statements of comprehensive income as 'Change in unrealized appreciation (depreciation) of investments and derivatives'. The cumulative change in value upon settlement is included in the statements of comprehensive income as 'Net realized gain (loss) on currency forward contracts'.

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

In accordance with the Funds' fair value policy, an Investment Committee comprised of representatives from the fund reporting and oversight, compliance and portfolio management teams respond to fair value situations, using inputs from various sources which may include the portfolio management team, the administrator and general news. Fair value situations are reported to senior management and the independent review committee and if deemed necessary, to the Board of Directors.

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:

- a) restricted activities;
- b) 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;
- c) insufficient equity to permit the structured entity to finance its activities without subordinate financial support; and
- d) financing in the form of multiple contractually linked instruments to investors that create concentrations of credit or other risks (tranches).

The Funds consider all of their 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 in 'Change in unrealized appreciation (depreciation) of the investments' or 'Change in unrealized appreciation (depreciation) on investments and derivatives'.

Revenue recognition

'Interest for distribution purposes' shown on the statements of comprehensive income represents the stated rate of interest earned by the Funds on fixed income securities accounted for on an accrual basis, as applicable. The Funds do not amortize premiums paid or discounts received on the purchase of fixed income securities other than zero coupon debt securities which are amortized on a straight line basis. 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 Funds' 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. Realized foreign exchange gains and losses related to investments and options are recognized when incurred and are presented in the statements of comprehensive income within 'Net realized gain (loss) on investments' or 'Net realized gain (loss) on investments and options'. Realized gains and losses on forward currency contracts are recognized when incurred and are presented in the statements of comprehensive income within 'Net realized gain (loss) on currency forward contracts'.

Unrealized exchange gains or losses on investments, options and forward currency contracts are included in 'Change in unrealized appreciation (depreciation) of investments' or 'Change in unrealized appreciation (depreciation) on investments and derivatives' in the statements of comprehensive income.

'Foreign exchange gain (loss) on cash and other net assets' arise from sale of foreign currencies, 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 Funds consider 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 and amortization of premiums and discounts on fixed income securities with the exception of zero coupon bonds. The cost of each investment is determined on an average basis by dividing the total cost of such investment by the number of shares purchased. On the schedule of investment portfolio, transaction costs have been deducted in aggregate from the total cost of individual investments which include transaction costs. The premium received on a written put option is added to the cost of investments acquired when the written put option is exercised.

Redeemable units

The Funds issue multiple series of redeemable units, which are redeemable at the holder's option and do not have identical rights. Therefore, such units are classified as financial liabilities. Redeemable units can be put back to the Funds at any redemption date for cash equal to a proportionate share of the Funds' NAV attributable to the unit series. Units are redeemable daily.

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 Funds' NAVs per unit is calculated by dividing the NAV of each series of redeemable units by the total number of outstanding redeemable units of each respective series.

Expenses

Expenses of the Funds, including management fees and other operating expenses, are 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.

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 represents the Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series, divided by the daily average units outstanding of that series during the reporting period.

Distributions to the 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 Funds are required to distribute enough net income and net realized capital gains so that they do not have to pay ordinary income taxes. All distributions by the Funds 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. Each 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 Funds 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 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 Funds include only the net cash flow impact and do not include non-cash switches between series of a Fund that occurred during the year in 'Proceeds from redeemable units issued' or 'Amount paid on redemption of redeemable units'. The below non-cash switches have been excluded from each Funds operation and financing activities on the statements of cash flows.

For the period ended	September 30, 2018 (\$)	September 30, 2017 (\$)
Portland Advantage Fund	7,513	-
Portland Canadian Focused Fund	592,037	178,350
Portland Canadian Balanced Fund	53,131	98,450
Portland Global Banks Fund	65,771	37,227
Portland Global Dividend Fund	432,646	7,723
Portland Global Income Fund	1,525,907	62,373
Portland Value Fund	48,693	774
Portland 15 of 15 Fund	-	20,678

Future accounting changes

New standards, amendments and interpretations effective after January 1, 2018 and that have not been early adopted

There are no new accounting standards effective after January 1, 2018 which affect the accounting policies of the Funds.

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 Funds have 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 Funds using reputable pricing sources (such as pricing agencies) or indicative prices. Such values may be indicative and not executable or binding. The Funds would exercise judgement and estimates on the quantity and quality of pricing sources used. Where no market data is available, the Funds 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 Funds. The Funds 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.

Classification of financial assets and liabilities

Financial assets may be classified as financial assets at amortized cost, financial assets at FVTPL or financial assets at fair value through other comprehensive income. Financial liabilities may be classified as financial liabilities at amortized cost or financial liabilities at FVTPL. In order to classify its financial assets and liabilities in accordance with IFRS 9, the Manager uses judgment to assess the business model of the Funds and the cash flows of their financial assets and liabilities. The classification of financial assets and liabilities of the Funds are outlined in note 3.

5. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS

The Funds' investment activities may be exposed to various financial risks, including market risk (which includes price risk, currency risk and interest rate risk), concentration risk, credit risk and liquidity risk. The Funds' risk management goals are to ensure that the outcome of activities involving risk is consistent with the Funds' investment objectives and risk tolerance per the Funds' Prospectus. All investments result in a risk of loss of capital.

For a detailed discussion of risks associated with each Fund, refer to the 'Fund Specific Notes to the Financial Statements'.

Price risk

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 Funds are susceptible to market price risk arising from uncertainties about future prices of the instruments. Each Fund limits its exposure to any one security to 10% of NAV at the time of purchase, which is monitored on a daily basis.

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.

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 Funds 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. The Funds may enter into forward currency contracts to limit their currency exposure.

Interest rate risk

Interest rate risk arises on interest-bearing financial instruments having fixed interest rates held by the Funds, such as bonds and borrowings. The fair value and future cash flows of such instruments will fluctuate due to changes in market interest rates.

Credit risk

Credit risk is the risk that the issuer of a debt security (including preferred shares) or counterparty to a financial instrument will fail to pay the interest or to repay the principal or discharge an obligation of a commitment that it has entered into with the Fund.

All transactions in listed securities are executed with approved brokers. The risk of default is considered minimal, as delivery of all securities sold is only made once the broker has received payment.

The carrying value of investments and other assets represents the maximum credit risk exposure as of the date of the statements of financial position.

Liquidity risk

Liquidity risk is the risk that the Funds will encounter difficulty in meeting their obligations associated with financial liabilities. The Funds are exposed to daily cash redemptions. As a result, the Funds invest the majority of assets in investments that are traded in an active market and can be readily disposed of. There can be no assurance that an active trading market for the investments will exist at all times, or that the prices at which the securities trade accurately reflect their values. In accordance with securities regulations, each Fund must maintain at least 90% of assets in liquid investments at time of purchase. In addition, each Fund has the ability to borrow up to 5% of its net assets attributable to holders of redeemable units for the purposes of funding redemptions and settling portfolio transactions.

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.

6. REDEEMABLE UNITS

The Funds are permitted to issue an unlimited number of series of units, having such terms and conditions as the Manager may determine. Additional series may be offered in future on different terms, including different fee and dealer compensation terms and different minimum subscription levels. Each unit of a series represents an undivided ownership interest in the net assets of the Fund attributable to that series of units.

The Funds endeavor to invest capital in appropriate investments in conjunction with their investment objectives. The Funds maintain sufficient liquidity to meet redemptions, such liquidity being augmented by short-term borrowings or disposal of investments, where necessary.

Units of the Funds are available in multiple series as outlined below. The principal difference between the series of units relates to the management fee payable to the Manager, the compensation paid to dealers, distributions and the expenses payable 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 being redeemed, determined at the close of business on the day the redemption request is submitted.

Series A Units and Series A2 Units are available to all investors.

Series F Units are available to investors 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 Funds do not incur distribution costs, or individual investors approved by the Manager.

The number of units issued and outstanding for the period ended September 30, 2018 was as follows:

	Balance, Beginning of Period	Units Issued Including Switches from Other Series	Units Reinvested	Units Redeemed Including Switches from Other Series	Balance, End of Period	Weighted Average Number of Units
Portland Advantage Fund						
Series A Units	203,582	3,327	1	32,914	173,996	186,588
Series F Units	185,761	1,373	2,135	56,336	132,933	157,290

	Balance, Beginning of Period	Units Issued Including Switches from Other Series	Units Reinvested	Units Redeemed Including Switches from Other Series	Balance, End of Period	Weighted Average Number of Units
Portland Canadian Balanced Fund						
Series A Units	254,066	80,559	7,287	37,461	304,451	283,754
Series F Units	281,449	151,030	14,292	77,935	368,836	346,188
Portland Canadian Focused Fund						
Series A Units	291,969	114,876	10,372	67,697	349,520	334,921
Series F Units	707,465	238,138	23,470	226,104	742,969	749,828
Portland Global Banks Fund						
Series A Units	44,370	-	1,764	6,300	39,834	39,686
Series A2 Units	555,479	5,858	23,042	145,752	438,627	494,026
Series F Units	14,672	9,743	731	3,694	21,452	18,537
Portland Global Dividend Fund						
Series A Units	14,964	-	804	218	15,550	15,298
Series A2 Units	503,264	12,268	19,805	162,804	372,533	436,345
Series F Units	127,077	41,323	6,908	14,202	161,106	137,883
Portland Global Income Fund						
Series A Units	127,113	21,506	2,713	151,332	-	136,180
Series A Units (Previously Series A2 Units)	440,052	369,313	27,431	115,157	721,639	591,509
Series F Units	155,028	29,449	4,791	72,199	117,069	125,915
Portland Value Fund						
Series A Units	48,059	823	18	6,792	42,108	45,534
Series F Units	26,102	6,049	414	703	31,862	28,793
Portland 15 of 15 Fund						
Series A Units	59,160	53,367	-	1,989	110,538	86,127
Series F Units	37,693	2,609	1	3,177	37,126	38,871

The number of units issued and outstanding for the period ended September 30, 2017 was as follows:

	Balance, Beginning of Period	Units Issued Including Switches from Other Series	Units Reinvested	Units Redeemed Including Switches from Other Series	Balance, End of Period	Weighted Average Number of Units
Portland Advantage Fund						
Series A Units	235,362	7,802	3,374	42,956	203,582	230,401
Series F Units	255,828	2,976	6,542	79,585	185,761	222,487
Series G Units	102	-	1	103	-	102
Portland Canadian Balanced Fund						
Series A Units	188,496	91,105	3,546	29,081	254,066	227,211
Series F Units	227,788	61,151	7,125	14,615	281,449	262,538
Series G Units	91	-	2	93	-	92
Portland Canadian Focused Fund						
Series A Units	133,584	180,707	5,886	28,208	291,969	207,322
Series F Units	569,929	158,442	33,334	54,240	707,465	664,180
Series G Units	1,110	-	47	1,157	-	1,116
Portland Global Banks Fund						
Series A Units	35,744	8,219	1,768	1,361	44,370	39,734
Series A2 Units	634,956	15,900	26,900	122,277	555,479	587,271
Series F Units	21,532	3,208	734	10,802	14,672	16,674
Portland Global Dividend Fund						
Series A Units	13,402	8,055	442	6,935	14,964	10,715
Series A2 Units	593,551	12,316	23,311	125,914	503,264	530,878
Series F Units	179,954	1,386	7,621	61,884	127,077	146,685
Portland Global Income Fund						
Series A Units	79,618	44,903	3,828	1,236	127,113	99,305
Series A2 Units	364,590	147,660	17,396	89,594	440,052	374,210
Series F Units	113,958	59,080	5,428	23,438	155,028	124,286

	Balance, Beginning of Period	Units Issued Including Switches from Other Series	Units Reinvested	Units Redeemed Including Switches from Other Series	Balance, End of Period	Weighted Average Number of Units
Portland Value Fund						
Series A Units	53,522	8,243	308	14,014	48,059	48,462
Series F Units	19,316	13,092	245	6,551	26,102	22,692
Portland 15 of 15 Fund						
Series A Units	-	64,455	-	5,295	59,160	35,931
Series F Units	-	37,693	-	-	37,693	23,973

7. TAXATION

All of the Funds except Portland Value Fund and Portland 15 of 15 Fund qualify as mutual fund trusts within the meaning of the Income Tax Act (Canada). Portland Value Fund and Portland 15 of 15 Fund are unit trusts, have registered investment status and will qualify as mutual fund trusts once they each have 150 qualifying unitholders. The Funds are subject to tax on any income, including net realized capital gains, which is not paid or payable to their unitholders. Each Fund's net income for tax purposes and sufficient net capital gains realized in any period are required to be distributed to unitholders such that no income tax is payable by each Fund. As a result, the Funds do not record income taxes. Since the Funds do not record income taxes, the tax benefit of capital and non-capital losses, if any, are not been reflected in the statements of financial position as deferred income tax assets.

Portland Value Fund and Portland 15 of 15 Fund may incur Minimum Tax as defined in the Tax Act since they are unit trusts. 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, if applicable.

The Funds currently incur 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. Withholding taxes are shown as a separate item in the statements of comprehensive income.

The taxation year-end for the Funds is December 15, except Portland Value Fund and Portland 15 of 15 Fund which have taxation year-ends of December 31.

The following chart presents the amount of non-capital loss carry forwards available to the Funds by year of expiry:

	2030 (\$)	2032 (\$)	2033 (\$)	2035 (\$)	2037 (\$)	Total (\$)
Portland Global Banks Fund	109,415	1,913	336,358	56,124	-	503,810
Portland 15 of 15 Fund	-	-	-	-	3,478	3,478

The following chart presents the amount of unused capital losses which can be carried forward indefinitely by the Funds:

	Total (\$)
Portland Global Banks Fund	159,072,011
Portland Global Dividend Fund	26,593,737
Portland Global Income Fund	23,038,303
Portland 15 of 15 Fund	210

8. MANAGEMENT FEES AND EXPENSES

Pursuant to the Prospectus, the Funds agree to pay management fees to the Manager, calculated and accrued daily based on a percentage of the NAV of each series of each Fund and paid monthly. The annual management fees rate of the respective series of units are as follows:

	Series A Units	Series A2 Units	Series F Units
Portland Advantage Fund	2.00%	n/a	1.00%
Portland Canadian Balanced Fund	2.00%	n/a	1.00%
Portland Canadian Focused Fund	2.00%	n/a	1.00%
Portland Global Banks Fund	2.00%	1.75%	1.00%
Portland Global Dividend Fund	2.00%	1.85%	1.00%
Portland Global Income Fund (note 1(d))	1.65%	n/a	0.65%
Portland Value Fund	2.00%	n/a	1.00%
Portland 15 of 15 Fund	2.00%	n/a	1.00%

The Manager is reimbursed for any operating expenses it incurs on behalf of the Funds, including regulatory filing fees, custodian fees, legal and audit fees, costs associated with the independent review committee, bank charges, the costs of financial reporting, and all related sales taxes. GST and HST paid by the Funds on its expenses is not recoverable. The Manager also provides key management personnel to the Funds. The Manager may charge the Funds for actual time spent by its personnel (or those of its affiliates) in overseeing the day-to-day business affairs of the Funds. 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 absorb operating expenses of the Funds at its discretion but is under no obligation to do so.

The Manager may reduce the effective management fee payable by some unitholders by reducing the management fee it charges to the particular Fund and directing a Fund to make management fee distributions to these unitholders in amounts equal to the amounts of the management fee reduction.

Management fee distributions are accounted for as distributions for financial reporting purposes.

9. SOFT DOLLARS

Allocation of business to brokers of the Funds is made on the basis of coverage, trading ability and fundamental research expertise. The Manager may choose to affect portfolio transactions with dealers who provide research, statistical and other similar services to the Funds 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 periods ended September 30, 2018 and September 30, 2017 are presented in the table below:

For the period ended	September 30, 2018 (\$)	September 30, 2017 (\$)
Portland Advantage Fund	412	899
Portland Canadian Balanced Fund	-	-
Portland Canadian Focused Fund	-	-
Portland Global Banks Fund	31	79
Portland Global Dividend Fund	108	149
Portland Global Income Fund	236	223
Portland Value Fund	67	40
Portland 15 of 15 Fund	81	70

10. RELATED PARTY TRANSACTIONS

The following tables outline the management fees and operating expense reimbursements that were paid to the Manager by the Funds during the periods ended September 30, 2018 and September 30, 2017. The tables include the amount of operating expense reimbursement that was paid to affiliates of the Manager for administrative services provided in managing the day-to-day operation of the Funds and the amount of additional absorbed operating expenses that the Manager chose not to charge to the Funds. All of the dollar amounts in the tables below exclude applicable GST or HST:

Period ended September 30, 2018	Management Fees (\$)	Operating Expense Reimbursement (\$)	Absorbed Operating Expenses (\$)	Operating Expenses Reimbursed to Affiliates of the Manager (\$)
Portland Advantage Fund	60,720	20,380	90,895	862
Portland Canadian Balanced Fund	125,586	48,169	52,655	862
Portland Canadian Focused Fund	201,269	82,723	39,405	862
Portland Global Banks Fund	114,382	32,904	124,540	862
Portland Global Dividend Fund	92,141	28,489	104,335	862
Portland Global Income Fund	120,548	40,815	91,620	862
Portland Value Fund	9,769	3,057	87,970	1,038
Portland 15 of 15 Fund	20,909	6,199	76,100	762

Period ended September 30, 2017	Management Fees (\$)	Operating Expense Reimbursement (\$)	Absorbed Operating Expenses (\$)	Operating Expenses Reimbursed to Affiliates of the Manager (\$)
Portland Advantage Fund	77,998	26,921	93,615	2,237
Portland Canadian Balanced Fund	95,268	36,122	69,040	2,237
Portland Canadian Focused Fund	147,364	64,699	38,900	2,237
Portland Global Banks Fund	124,645	35,727	119,595	2,237
Portland Global Dividend Fund	104,358	31,948	106,955	2,237
Portland Global Income Fund	88,098	30,115	95,390	2,237
Portland Value Fund	9,714	2,918	96,035	2,204
Portland 15 of 15 Fund	3,963	1,239	34,825	305

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

As at September 30, 2018	Management Fees (\$)	Operating Expense Reimbursement (\$)
Portland Advantage Fund	4,244	1,437
Portland Canadian Balanced Fund	10,390	4,274
Portland Canadian Focused Fund	16,035	6,996
Portland Global Banks Fund	7,989	2,317
Portland Global Dividend Fund	6,403	2,097
Portland Global Income Fund	10,263	3,538
Portland Value Fund	785	255
Portland 15 of 15 Fund	2,124	609

As at September 30, 2017	Management Fees (\$)	Operating Expense Reimbursement (\$)
Portland Advantage Fund	5,368	1,903
Portland Canadian Balanced Fund	8,246	3,289
Portland Canadian Focused Fund	13,447	6,082
Portland Global Banks Fund	9,750	2,791
Portland Global Dividend Fund	7,853	2,440
Portland Global Income Fund	8,684	2,979
Portland Value Fund	771	239
Portland 15 of 15 Fund	1,185	365

The Manager and/or its affiliates 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. The following tables present the number of shares of each of the Funds held by the Manager and Related Parties on each reporting date.

As at September 30, 2018	Manager	Related Parties
Portland Advantage Fund	-	45,283
Portland Canadian Balanced Fund	-	116
Portland Canadian Focused Fund	-	3,692
Portland Global Income Fund	126	6,103
Portland Global Banks Fund	629	4,921
Portland Global Dividend Fund	511	3,411
Portland Value Fund	-	22,163
Portland 15 of 15 Fund	-	15,000

As at September 30, 2017	Manager	Related Parties
Portland Advantage Fund	-	51,324
Portland Canadian Balanced Fund	-	8,137
Portland Canadian Focused Fund	-	11,039
Portland Global Income Fund	122	13,556
Portland Global Banks Fund	599	6,121
Portland Global Dividend Fund	485	4,983
Portland Value Fund	-	21,858
Portland 15 of 15 Fund	-	15,000

11. BROKERAGE FACILITY

As of September 30, 2018 and September 30, 2017, each of Portland Global Banks Fund, Portland Global Income Fund and Portland Global Dividend Fund had a Settlement Services Agreement with RBC Dominion Securities Inc. (RBCDS), and had placed securities and cash on account with RBCDS as collateral for their option writing strategy. In the event of default, including failure to make any payment or delivery to RBCDS, RBCDS may freeze the collateral property and cease the provision of settlement services. In such circumstances, RBCDS had the right to set off the collateral property to reduce or eliminate the amount owed to them. RBCDS also has the right to sell or otherwise dispose of the collateral property held on account for the Funds in order to set off against amounts owing to them from the Funds. 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'.

12. COMPARISON OF NET ASSET VALUE

As at September 30, 2018, the NAV per unit used for transactional purposes of the following funds was different than the net assets attributable to holders of redeemable units per unit used in these financial statements because of the difference in the NAV date of September 28, 2018 and the financial statement date of September 30, 2018.

Fund/Series	NAV per Unit (\$)	Net assets attributable to holders of redeemable units per unit (\$)
Portland 15 of 15 Fund - Series A	9.99	9.98

As at September 30, 2017, there was no difference between the NAV per unit used for transactional purposes and the net assets attributable to holders of redeemable units per unit in these financial statements.

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