PORTLAND
INVESTMENT COUNSEL®

Portland Focused Plus Fund

Interim Financial Report

June 30, 2019

Portland Focused Plus Fund

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PORTLAND FOCUSED PLUS FUND

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Management's Responsibility for Financial Reporting

The accompanying financial statements of Portland Focused Plus Fund (the Trust) have been prepared by Portland Investment Counsel Inc. (the Manager) in its capacity as manager of the Trust. The Manager of the Trust 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 Trust, have 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 Trust are described in note 3 to these financial statements.

"Michael Lee-Chin"

Michael Lee-Chin,
Director
August 12, 2019

"Robert Almeida"

Robert Almeida,
Director
August 12, 2019

These financial statements have not been reviewed by an independent auditor.

Statements of Financial Position (unaudited)

	As at June 30, 2019	As at December 31, 2018
Assets		
Current Assets		
Cash and cash equivalents	$ 1,111	$ 1,031
Subscriptions receivable	185,308	416,608
Dividends receivable	139,354	149,955
Investments (note 5)	20,538,795	4,688,526
Investments - pledged as collateral (note 5 and 11)	22,981,983	42,700,964
	43,846,551	47,957,084
Liabilities		
Current Liabilities		
Borrowing (note 11)	16,081,112	29,863,403
Management fees payable	25,554	15,636
Expenses payable	51,966	73,802
Redemptions payable	951,442	9,304
Distributions payable	-	52,297
Organization expenses payable (note 8)	715	1,430
	17,110,789	30,015,872
Non-current Liabilities		
Organization expenses payable (note 8)	1,787	1,787
	17,112,576	30,017,659
Net Assets Attributable to Holders of Redeemable Units	$ 26,733,975	$ 17,939,425
Net Assets Attributable to Holders of Redeemable Units Per Series		
Series A	3,815,240	2,516,996
Series F	16,928,235	10,535,950
Series M	1,860,865	1,922,953
Series P	4,129,635	2,963,526
	$ 26,733,975	$ 17,939,425
Number of Redeemable Units Outstanding (note 6)		
Series A	55,772	50,672
Series F	241,353	208,006
Series M	25,311	36,737
Series P	57,252	57,252
Net Assets Attributable to Holders of Redeemable Units Per Unit		
Series A	$ 68.41	$ 49.67
Series F	$ 70.14	$ 50.65
Series M	$ 73.52	$ 52.34
Series P	$ 72.13	$ 51.76

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

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

Director Director

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

Statements of Comprehensive Income (unaudited)

for the periods ended June 30,		2019		2018
Income				
Net gain (loss) on investments				
Dividends	$	707,459	$	588,371
Interest for distribution purposes		5,910		103,117
Net realized gain (loss) on investments		1,025,995		422,765
Change in unrealized appreciation (depreciation) on investments		5,526,282		(1,885,765)
		7,265,646		(771,512)
Other income				
Foreign exchange gain (loss) on cash and other net assets		767,870		(494,785)
Total income (net)		8,033,516		(1,266,297)
Expenses				
Interest expense and bank charges (note 11)		351,844		251,126
Performance fees (note 8)		321,872		-
Management fees (note 8)		136,611		93,188
Securityholder reporting costs		61,921		38,983
Withholding tax expense		30,451		16,681
Audit fees		5,811		6,843
Transaction costs		1,661		2,808
Independent review committee fees		1,356		1,444
Custodial fees		101		100
Legal fees		-		209
Total operating expenses		911,628		411,382
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	$	7,121,888	$	(1,677,679)
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Series				
Series A	$	940,537	$	(270,754)
Series F	$	4,237,070	$	(893,666)
Series M	$	778,172	$	(259,038)
Series P	$	1,166,109	$	(254,221)
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit				
Series A	$	17.83	$	(6.48)
Series F	$	19.35	$	(5.99)
Series M	$	21.26	$	(7.00)
Series P	$	20.37	$	(5.14)

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

Statements of Changes in Net Assets Attributable to Holders of Redeemable Units (unaudited)

for the periods ended June 30,	2019	2018
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period		
Series A	$ 2,516,996	$ 2,684,217
Series F	10,535,950	9,257,640
Series M	1,922,953	3,814,200
Series P	2,963,526	3,884,547
	17,939,425	19,640,604
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units		
Series A	940,537	(270,754)
Series F	4,237,070	(893,666)
Series M	778,172	(259,038)
Series P	1,166,109	(254,221)
	7,121,888	(1,677,679)
Redeemable Unit Transactions		
Proceeds from redeemable units issued		
Series A	382,871	237,241
Series F	2,495,979	1,831,272
Series M	-	-
Series P	-	500,000
	2,878,850	2,568,513
Redemptions of redeemable units		
Series A	(25,164)	(80,486)
Series F	(340,764)	(195,265)
Series M	(840,260)	(1,525,024)
Series P	-	(990,013)
	(1,206,188)	(2,790,788)
Net Increase (Decrease) from Redeemable Unit Transactions	1,672,662	(222,275)
Net Assets Attributable to Holders of Redeemable Units at End of Period		
Series A	3,815,240	2,570,218
Series F	16,928,235	9,999,981
Series M	1,860,865	2,030,138
Series P	4,129,635	3,140,313
	$ 26,733,975	$ 17,740,650

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

Statements of Cash Flows (unaudited)

for the periods ended June 30,		2019		2018
Cash Flows from Operating Activities				
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	$	7,121,888	$	(1,677,679)
Adjustments for:				
Net realized (gain) loss on investments		(1,025,995)		(422,765)
Change in unrealized (appreciation) depreciation on investments		(5,526,282)		1,885,765
Unrealized foreign exchange (gain) loss on cash		(451)		385,412
(Increase) decrease in dividends receivable		10,601		(15,468)
Increase (decrease) in management fees and expenses payable		(11,918)		14,023
Increase (decrease) in organization expenses payable		(715)		(716)
Purchase of investments		(1,154,558)		(7,052,386)
Proceeds from sale of investments		11,575,547		7,044,363
Net Cash Generated (Used) by Operating Activities		10,988,117		160,549
Cash Flows from Financing Activities				
Increase (decrease) in borrowing		(13,782,291)		(1,108,820)
Distributions to holders of redeemable units, net of reinvested distributions		(52,297)		(19,108)
Proceeds from redeemable units issued (note 3)		3,100,270		4,118,900
Amount paid on redemption of redeemable units (note 3)		(254,170)		(2,789,181)
Net Cash Generated (Used) by Financing Activities		(10,988,488)		201,791
Net increase (decrease) in cash and cash equivalents		(371)		362,340
Unrealized foreign exchange gain (loss) on cash		451		(385,412)
Cash and cash equivalents - beginning of period		1,031		24,008
Cash and cash equivalents - end of period		1,111		936
Cash and cash equivalents comprise:				
Cash at bank	$	1,111	$	936
From operating activities:				
Interest received, net of withholding tax	$	5,910	$	103,117
Dividends received, net of withholding tax	$	687,609	$	556,222
From financing activities:				
Interest paid	$	532,382	$	237,319

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

Schedule of Investment Portfolio (unaudited)
as at June 30, 2019

No. of Shares	Security Name	Cost	Fair Value	% of Net Assets Attributable to Holders of Redeemable Units
EQUITIES				
Canada				
38,004	Canadian Imperial Bank of Commerce	4,187,992	3,913,652	
92,900	Magna International Inc.	5,720,155	6,053,364	
84,700	The Bank of Nova Scotia	6,287,266	5,957,798	
100,700	The Toronto-Dominion Bank	6,874,628	7,705,564	
		23,070,041	23,630,378	88.4%
United States				
800	Berkshire Hathaway Inc. Class B	158,144	223,326	
84,000	Citigroup Inc.	7,025,750	7,703,454	
28,700	McKesson Corporation	4,628,253	5,050,925	
25,800	The Goldman Sachs Group Inc.	6,035,197	6,912,695	
		17,847,344	19,890,400	74.4%
	Total investments portfolio	40,917,385	43,520,778	162.8%
	Transaction costs	(5,194)	-	-
		$ 40,912,191	43,520,778	162.8%
	Other assets less liabilities		(16,786,803)	(62.8%)
	NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS		$ 26,733,975	100.0%

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

(a) OFFSETTING ASSETS AND LIABILITIES

The Trust borrows on margin for the purposes of making investments. Collateral in the form of securities is required to secure the borrowing. Securities pledged as collateral have not been offset against the borrowing, but are presented separately on the statements of financial position as investments that are pledged as collateral. The broker holding the collateral has the right to sell or re-pledge such securities in order to pay back the loan. However, the Trust does not have the right of offset.

(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 Trust's investment objectives and strategy.

If the prices of the investments held by the Trust on June 30, 2019 had been higher or lower by 5%, net assets attributable to holders of redeemable units of the Trust would have been higher or lower by $2,176,039 (December 31, 2018: $2,369,475). Actual results may differ from this sensitivity analysis and the difference could be material.

Concentration risk

The following tables present the Trust's exposure as a percentage of the total carrying value of the investments by geographic region and by industry sector as at June 30, 2019 and December 31, 2018.

By Geographic Region	June 30, 2019	December 31, 2018
Canada	54.3%	57.8%
United States	45.7%	42.2%
Total	**100.0%**	**100.0%**

By Industry Sector	June 30, 2019	December 31, 2018
Financials	74.5%	70.1%
Consumer Discretionary	13.9%	17.2%
Health Care	11.6%	12.7%
Total	**100.0%**	**100.0%**

Currency risk

As the Trust 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.

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

The tables below indicate the foreign currencies to which the Trust had significant exposure at June 30, 2019 and December 31, 2018 in Canadian dollar terms. The tables also illustrate the potential impact on the net assets attributable to holders of redeemable units if the Canadian dollar had strengthened or weakened by 5% in relation to each of the other currencies, with all other variables held constant.

June 30, 2019:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary ($)	Non-monetary ($)	Total ($)	Monetary ($)	Non-monetary ($)	Total ($)
United States Dollar	(16,004,834)	19,890,400	3,885,566	(800,242)	994,520	194,278
Total	**(16,004,834)**	**19,890,400**	**3,885,566**	**(800,242)**	**994,520**	**194,278**
% of net assets attributable to holders of redeemable units	**(59.9%)**	**74.4%**	**14.5%**	**(3.0%)**	**3.7%**	**0.7%**

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

December 31, 2018:

	Exposure			Impact on net assets attributable to holders of redeemable units		
	Monetary ($)	Non-monetary ($)	Total ($)	Monetary ($)	Non-monetary ($)	Total ($)
United States Dollar	(21,279,390)	19,980,540	(1,298,850)	(1,063,970)	999,027	(64,943)
Total	(21,279,390)	19,980,540	(1,298,850)	(1,063,970)	999,027	(64,943)
% of net assets attributable to holders of redeemable units	**(118.6%)**	**111.4%**	**(7.2%)**	**(5.9%)**	**5.5%**	**(0.4%)**

Interest rate risk

As at June 30, 2019 and December 31, 2018, the Trust had significant direct exposure to interest rate risk from its use of borrowing. The amount borrowed as at June 30, 2019 was $16,081,112 (December 31, 2018: $29,863,403) and was repayable on demand.

If interest rates had doubled during the period, interest expense would have been higher and ending net assets attributable to holders of redeemable units would have been lower by $351,654 (June 30, 2018: $250,826).

Credit risk

As at June 30, 2019 and December 31, 2018, the Trust did not have significant exposure to credit risk.

Liquidity risk

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

The liquidity risk associated with issued redeemable units is managed by investing in a portfolio of highly liquid equity securities. Redeemable units are redeemed on demand at the holder's option. However, the Manager does not envisage that the contractual maturity disclosed in the table below will be representative of the actual cash outflows, as holders of these instruments typically retain them for the medium to long term. As at June 30, 2019 and December 31, 2018, there were no individual investors that held more than 10% of the Trust's redeemable units.

The main concentration of liquidity risk arises from the Trust's borrowing activities. Borrowings are repayable on demand and are partially covered by collateral held on account at the broker with whom the borrowings are made.

All other obligations of the Trust were due within 3 months from the financial reporting date. The tables below analyze the Trust's financial liabilities into relevant maturity groupings based on the remaining period to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows.

June 30, 2019	< 6 months ($)	> 6 months ($)	Total ($)
Borrowing	16,081,112	-	16,081,112
Net assets attributable to holders of redeemable units	26,733,975	-	26,733,975
Management fees and expenses payable	77,520	-	77,520
Redemptions payable	951,442	-	951,442
Organization expenses payable	715	1,787	2,502

December 31, 2018	< 6 months ($)	> 6 months ($)	Total ($)
Borrowing	29,863,403	-	29,863,403
Net assets attributable to holders of redeemable units	17,939,425	-	17,939,425
Management fees and expenses payable	89,438	-	89,438
Redemptions payable	9,304	-	9,304
Distributions payable	52,297	-	52,297
Organization expenses payable	1,430	1,787	3,217

Leverage risk

The Trust may generally borrow up to 70% of its total assets. The Trust was subject to leverage risk as at June 30, 2019 and December 31, 2018. The Trust pledges securities as collateral and is able to borrow up to limits imposed by the broker it has pledged the collateral to. The amount of borrowing allowed by the broker depends on the nature of the securities pledged. The Trust pays interest on the amounts borrowed. Interest is accrued daily and paid monthly.

As at June 30, 2019, the amount borrowed was $16,081,112 (December 31, 2018: $29,863,403). The lender nets the amount borrowed with any cash balances held by the Trust and includes the impact of any securities bought or sold that are not yet paid by or to the Trust. When calculated this way, the borrowing percentage as at June 30, 2019 was 36.9 % (December 31, 2018: 63.0%). Interest expense for the period ended June 30, 2019 was $351,654 (June 30, 2018: $ 250,826).

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

(c) FAIR VALUE MEASUREMENTS

The following tables illustrate the classification of the Trust's financial instruments within the fair value hierarchy as at June 30, 2019 and December 31, 2018:

	Assets (Liabilities)			
As at June 30, 2019	Level 1 ($)	Level 2 ($)	Level 3 ($)	Total ($)
Equities - Long	43,520,778	-	-	43,520,778
Total	**43,520,778**	**-**	**-**	**43,520,778**

	Assets (Liabilities)			
As at December 31, 2018	Level 1 ($)	Level 2 ($)	Level 3 ($)	Total ($)
Equities - Long	47,389,490	-	-	47,389,490
Total	**47,389,490**	**-**	**-**	**47,389,490**

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

1. GENERAL INFORMATION

Portland Focused Plus Fund (the Trust) is an open-end investment fund established under the laws of the Province of Ontario as a trust pursuant to an amended and restated master declaration of trust dated as of December 13, 2013, as amended thereafter and as may be amended and restated from time to time. The formation date of the Trust was March 1, 2016 and inception date was March 31, 2016. The Manager is also the Investment Fund Manager, Portfolio Manager and Trustee of the Trust. The head office of the Trust is 1375 Kerns Road, Suite 100, Burlington, Ontario L7P 4V7. These financial statements were authorized for issue by the Board of Directors of the Manager on August 12, 2019.

The Trust offers units to the public on a private placement basis under an offering memorandum. The investment objective of the Trust is to achieve, over the long term, preservation of capital and a satisfactory return.

The statements of financial position of the Trust are as at June 30, 2019 and December 31, 2018. The statements of comprehensive income, changes in net assets attributable to holders of redeemable units and cash flows are for the six-month periods ended June 30, 2019 and June 30, 2018.

2. BASIS OF PRESENTATION

These financial statements 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 Trust has adopted IFRS 9 in these financial statements and IFRS 9 has been applied retrospectively by the Trust. There were no changes in measurement attributes for any of the financial assets and liabilities held by the Trust 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 Trust has adopted IFRS 9 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 Trust does 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 Trust classifies financial assets based on the business model used for managing such financial assets and the contractual cash flow characteristics of those financial assets. The Trust 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 Trust recognizes 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 Trust classifies as investments in equities and fixed income securities as financial assets or financial liabilities at fair value through profit or loss (FVTPL).

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

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

The Trust's accounting policies for measuring the fair value of its investments are similar to those used in measuring net asset value (NAV) for unitholder transactions; therefore, the NAV will be similar to the net assets attributable to holders of redeemable units for financial reporting purposes except for the treatment of organization expenses. Such expenses are deductible from NAV over a five-year period commencing in 2016. Such expenses are fully deductible in the first year of operations under IFRS. Therefore, the NAV of the Trust is higher than the net assets attributable to holders of redeemable units in these financial statements. There is a comparison of NAV per unit and net assets attributable to holders of redeemable units per unit within note 12.

Financial assets and liabilities may be offset and the net amount reported in the statements of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

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

Financial assets are de-recognized when the rights to receive cash flows have expired or the Trust has transferred substantially all the risks and rewards of ownership. Upon disposal, the difference between the amount received and the average cost to acquire the financial asset (for financial assets at FVTPL) or amortized cost (for financial assets at amortized cost) is included within 'Net realized gain (loss) on investments' 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 marketable securities) are based on quoted market prices at the close of trading on the reporting date. The Trust uses the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's closing bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread and the difference is material, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. If there has been no trade, the mid-price (average bid and asking price) as of the close of the business on the reporting date is used to approximate fair value. The Trust's policy is to recognize transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

Revenue recognition

'Interest for distribution purposes' shown on the statements of comprehensive income represents the stated rate of interest earned by the Trust on fixed income securities accounted for on an accrual basis, as applicable. The Trust does 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 Trust's subscriptions and redemptions are denominated in Canadian dollars, which is also its functional and presentation currency. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates that transactions occur. Assets and liabilities denominated in a foreign currency are translated into the functional currency using the exchange rate prevailing at the reporting date. Foreign exchange gains and losses related to assets and liabilities at amortized cost are recognized in profit and loss and are presented as 'Foreign exchange gain (loss) on cash and other net assets' on the statements of comprehensive income. Realized foreign exchange gains and losses related to investments are recognized when incurred and are presented in the statements of comprehensive income within 'Net realized gain (loss) on investments'.

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

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

Cash and cash equivalents

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

Cost of investments

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

Redeemable units

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

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

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

The Trust units do not meet the criteria in IAS 32 for classification as equity as the Trust offers multiple series of units which do not have identical features and are redeemable on demand for cash and therefore, have been classified as financial liabilities.

Expenses

Expenses of the Trust including management fees, performance 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.

Interest charged on margin borrowing is recorded on an accrual basis.

Organization expenses

Organization expenses include legal and registration fees associated with the formation of the Trust and are amortized over five years for tax purposes. For financial reporting purposes, these fees were expensed in their entirety in the first fiscal year of the Trust. Organization expenses are payable to the Manager and are being invoiced by the Manager. The Manager expects to invoice the entire amount of organization expenses within five years of the formation of the Trust.

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 weighted average units outstanding of that series during the reporting period.

Distribution 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 Trust will distribute sufficient net income and net realized gains to unitholders annually to ensure that it is not liable for ordinary income taxes.

All distributions by the Trust will automatically be reinvested in additional units of the Trust held by the investor at the NAV per unit, unless the investor notifies the Manager in writing that cash distributions are preferred.

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

Management fees and other costs directly attributable to a series are charged to that series. The Trust'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

Collateral other than cash is classified in the statements of financial position separately from other assets and liabilities as 'Investments - pledged as collateral' if the party to whom the collateral is provided has the right by contract or custom to sell or re-pledge the collateral.

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

The Trust includes only the net cash flow impact and do not include non-cash switches between series 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 the Trust's operation and financing activities on the statements of cash flows.

For the period ended	June 30, 2019 ($)	June 30, 2018 ($)
Portland Focused Plus Fund	9,880	49,912

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 Trust.

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 Trust has made in preparing these financial statements.

Fair value of securities not quoted in an active market

The fair value of such securities not quoted in an active market may be determined by the Trust using reputable pricing sources (such as pricing agencies) or indicative prices. Such values may be indicative and not executable or binding. The Trust would exercise judgment and estimates on the quantity and quality of pricing sources used. Where no market data is available, the Trust 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 Trust. The Trust 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.

Fair value of foreign securities

The Manager has procedures in place to determine the fair value of foreign securities traded in foreign markets to avoid stale prices and to take into account, among other things, any subsequent events occurring after the close of a foreign market. The Manager's fair value pricing techniques involve assigning values to the Trust's portfolio holdings that may differ from the closing prices on the foreign securities exchanges. The Manager will do this in circumstances where it has in good faith determined that to do so better reflects the market values of the securities in question.

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 Trust and the cash flows of their financial assets and liabilities. The classification of financial assets and liabilities of the Trust are outlined in note 3.

5. FINANCIAL INSTRUMENTS

(a) Risk management

The Trust's 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, liquidity risk and leverage risk. The Trusts 'risk management goals are to ensure that the outcome of activities involving risk is consistent with the Trust's investment objectives and risk tolerance per the offering memorandum. All investments result in a risk of loss of capital.

For a detailed discussion of risks associated with the Trust, 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 Trust are susceptible to market price risk arising from uncertainties about future prices of the instruments.

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 Trust 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.

Interest rate risk

Interest rate risk arises on interest-bearing financial instruments having fixed interest rates held by the Trust, 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 a party to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Trust. All transactions in listed securities are settled or paid for upon delivery using approved brokers. The risk of default is considered minimal, as delivery of securities sold is only made once the broker has received payment. Payment is made on a purchase once the securities have been received by the broker. The trade will fail if either party fails to meet its obligation.

Liquidity risk

Liquidity risk is the risk that the Trust will encounter difficulty in meeting their obligations associated with financial liabilities. The Trust is exposed to monthly cash redemptions and may borrow on margin to make investments. As a result, the Trust invests 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. The Manager monitors the Trust's liquidity positions on an ongoing basis.

Leverage risk

Leverage is the use of various financial instruments or borrowed capital, such as margin, to increase the potential return of an investment. While leverage presents opportunities for increasing the Trust's total returns, it has the effect of potentially increasing losses as well. In accordance with their investment objectives and strategies, the Trust intends to use leverage to enhance their returns by borrowing funds against the assets of the Trust. Any event that adversely affects the value of an investment, either directly or indirectly, is magnified when leverage is employed.

(b) 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; and
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 Trust is permitted to issue an unlimited number of redeemable units issuable in Series A, Series F, Series M, Series P, Series Q and Series O, 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 Trust attributable to that series of units.

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

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

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

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

Series M and Series P Units are available to investors who meet eligibility requirements and who invest a minimum of $500,000 in respect of the Trust.

Series Q Units are available to investors who meet eligibility requirements and who invest a minimum of $10,000,000. Series O Units are available to certain institutional investors making a minimum investment of $500,000. The Trust has not yet issued any Series Q or Series O Units.

The number of units issued and outstanding for the periods ended June 30, 2019 and June 30, 2018 were as follows:

Period ended June 30, 2019	Balance, Beginning of Period	Units Issued Including Switches to Other Series	Units Reinvested	Units Redeemed Including Switches to Other Series	Balance, End of Period	Weighted Average Number of Units
Series A	50,672	5,490	-	390	55,772	52,747
Series F	208,006	38,556	-	5,209	241,353	218,969
Series M	36,737	-	-	11,426	25,311	36,611
Series P	57,252	-	-	-	57,252	57,252

Period ended June 30, 2018	Balance, Beginning of Period	Units Issued Including Switches to Other Series	Units Reinvested	Units Redeemed Including Switches to Other Series	Balance, End of Period	Weighted Average Number of Units
Series A	40,179	3,873	-	1,331	42,721	41,795
Series F	136,055	29,414	-	3,209	162,260	149,161
Series M	54,349	-	-	22,424	31,925	36,985
Series P	55,861	7,904	-	14,194	49,571	49,426

7. TAXATION

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

The taxation year-end for the Trust is December 31.

The Trust did not have any loss carry forward amounts as at June 30, 2019.

8. FEES AND EXPENSES

The Trust's NAV per unit is determined on the last business day of each month at the close of regular trading on the Toronto Stock Exchange, (each, a Valuation Date) or on such other date as determined by the Manager (an Additional Pricing Date). Pursuant to the offering memorandum, the Trust agreed to pay management fees to the Manager, calculated and accrued on each Valuation Date and paid monthly.

The annual management fees rate of the respective series of units are as follows:

	Series A	Series F	Series M	Series P	Series Q
Portland Focused Plus Fund	2.00%	1.00%	1.00%	nil	0.75%

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

The Manager is entitled to receive a performance fee (Performance Fee) to be calculated and accrued on each Valuation Date and Additional Pricing Date for Series A, Series F and Series P Units and paid monthly. For each series of units, a high water mark (High Water Mark) will be calculated for use in the determination of the Performance Fee. The highest NAV per unit (minus the effect of any declared distributions since the Valuation Date or Additional Pricing Date at which the last Performance Fee became payable) for each series of units, upon which a Performance Fee was paid, establishes a High Water Mark for each series of units which must be exceeded subsequently for the Performance Fee applicable to each series of units to be payable. At inception of each series of units to which a Performance Fee may be applicable the High Water Mark will be the initial NAV per unit of the series of units.

The Performance Fee is equal to (a) 10% of the amount by which the NAV per unit of the series on the Valuation Date or Additional Pricing Date (including the effect of any declared distributions on said Valuation Date or Additional Pricing Date and adjusted to exclude the accrual of the Performance Fee) exceeds the High Water Mark, multiplied by (b) the number of units of that series outstanding on such Valuation Date or Additional Pricing Date, prior to giving effect to subscriptions, redemptions and distributions re-invested on such date.

The Manager is reimbursed for any operating expenses it incurs on behalf of the Trust, including regulatory filing fees, custodian fees, legal and audit fees, costs associated with the independent review committee, bank charges, the cost of financial reporting, expenses related to conducting unitholder meetings, costs associated with providing Fundserv access for registered dealers and all related sales taxes. The Manager also provides key management personnel to the Trust. The Manager may charge the Trust for actual time spent by its personnel (or those of its affiliates) in overseeing the day-to-day business affairs of the Trust. 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 Trust at its discretion but is under no obligation to do so.

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

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

9. SOFT DOLLARS

Allocation of business to brokers of the Trust is made on the basis of coverage, trading ability and fundamental research expertise. The Manager may choose to execute portfolio transactions with dealers who provide research, statistical and other similar services to the Trust 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 Trust has not participated in any third party soft dollar arrangements to date.

10. RELATED PARTY TRANSACTIONS

The following tables outline the management fees, performance fees and operating expense reimbursements that were paid to the Manager by the Trust during the periods ended June 30, 2019 and June 30, 2018. The tables include the amount of operating expense reimbursement that was paid to affiliates of the Manager. All of the dollar amounts in the tables below exclude applicable GST or HST.

Period ended	Management Fees ($)	Performance Fees ($)	Operating and Organization Expense Reimbursement ($)	Operating Expenses Reimbursed to Affiliates of the Manager ($)
June 30, 2019	122,412	288,073	62,417	747
June 30, 2018	83,698	-	43,362	1,042

The Trust owed the following amounts to the Manager as at June 30, 2019 and December 31, 2018, excluding the applicable GST or HST:

As at	Management Fees ($)	Performance Fees ($)	Operating Expense Reimbursement ($)	Organization Expenses ($)
June 30, 2019	22,696	-	11,477	2,502
December 31, 2018	14,308	-	4,121	3,217

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 Trust from time to time in the normal course of business. The following table presents the number of units of the Trust held by the Manager and Related Parties on each reporting date.

As at	Manager	Related Parties
June 30, 2019	-	60,167
December 31, 2018	-	63,000

11. BORROWING FACILITY

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

The amount borrowed as at June 30, 2019 was $16,081,112 (December 31, 2018: $29,863,403).

The minimum and maximum amounts borrowed and the amount of interest paid during the periods ended June 30, 2019 and June 30, 2018 are presented below:

Period Ended	Minimum Amount Borrowed ($)	Maximum Amount ($)	Interest Incurred ($)
June 30, 2019	16,081,112	30,283,250	351,654
June 30, 2018	14,085,370	22,058,661	250,826

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

The NAV per unit of the Trust is higher than the net assets attributable to holders of redeemable units per unit because of the difference in the accounting treatment of organization expenses.

For the Trust, such expenses were recorded in full in the financial statements for the year ended December 31, 2016 but are deducted from the NAV on a monthly basis over a five-year period for purposes of unitholder transactions. Therefore, the NAV per unit for the Trust is higher than net assets attributable to holders of redeemable units per unit. The following tables provide a comparison of NAV per unit and net assets attributable to holders of redeemable units of the Trust as at June 30, 2019 and December 31, 2018.

June 30, 2019:

Series	NAV per Unit ($)	Net assets attributable to holders of redeemable units per unit ($)
Series A Units	68.42	68.41
Series F Units	70.16	70.14
Series M Units	73.54	73.52
Series P Units	72.15	72.13

December 31, 2018:

Series	NAV per Unit ($)	Net assets attributable to holders of redeemable units per unit ($)
Series A Units	49.68	49.67
Series F Units	50.66	50.65
Series M Units	52.35	52.34
Series P Units	51.77	51.76

13. EXEMPTION FROM FILING

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

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