

Interim Management Report of Fund Performance

June 30, 2014

The Fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure, can be obtained at your request, and at no cost, by calling us at 866 998 8298; by writing to us at Harvest Portfolios Group, 710 Dorval Drive, Suite 209, Oakville, Ontario, L6K 3V7; by visiting our website at www.harvestportfolios.com; or on SEDAR at www.sedar.com.

CORPORATE OVERVIEW

Harvest Portfolios Group Inc. ("Harvest") is a Canadian Investment Manager focused on unique income generating investment products. Harvest was founded in 2009 by long term members of the investment management industry and is focused on developing investment products that follow the investment philosophy of:

- 1. Clear investment objectives
- 2. Transparency
- 3. Income generation

Harvest's mandate is to develop investment products that are clear in their mandate and easy for our investors to understand. We strive to be transparent, so that our investors can open their annual report and know exactly what they own. Our funds are also invested to provide investors with consistent monthly or quarterly income; therefore, we seek to invest our fund portfolios in well managed companies that have a history of steady cash flow and pay dividends or distributions.

INVESTMENT PRODUCT

The Harvest Canadian Income and Growth Fund (the "Fund") invests to provide investors with income and the potential for capital appreciation over the course of the business cycle by investing primarily in dividend paying securities of publicly-traded utilities, industrials, communications, real estate and retail issuers domiciled in Canada.



MANAGEMENT DISCUSSION OF FUND PERFORMANCE

The management report of fund performance contains financial highlights but does not contain the complete interim financial statements of the Fund. For your reference, the interim financial statements of the Fund are attached to the management report of fund performance. You may obtain additional copies of these documents at your request, and at no cost, by calling toll free at 1(866) 998-8298; by writing to us at Harvest Portfolios Group Inc., 710 Dorval Drive, Suite 209, Oakville, Ontario, L6K 3V7; or by visiting our website at www.harvestportfolios.com; or on SEDAR at www.sedar.com.

Unitholders may also contact us using one of these methods to request a copy of the Fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

INVESTMENT OBJECTIVES AND STRATEGY

The Fund's investment objectives are to:

- (i) provide unitholders with monthly distributions; and
- (ii) maximize long-term total return for unitholders while reducing volatility.

The Fund has been created to provide investors with income and the potential for capital appreciation.

INVESTMENT STARATEGY

To achieve the Fund's objectives, the Fund's portfolio sub-advisor, Avenue Investment Management Inc. ("Avenue" or "Investment Manager") invests in an actively managed portfolio comprised primarily of dividend-paying equity and debt securities of publicly-traded utilities, industrial, communications, real estate and retail issuers domiciled in Canada. The Investment Manager focuses on the less cyclical segments of the Canadian equities market with the goal of reducing volatility by diversifying away from the main sectors (financials, energy and materials) that make up the majority of the market capitalization on the Toronto Stock Exchange (the "TSX").

The Fund invests primarily in companies that have: (i) proven long-term histories of earnings; (ii) established and experienced management; and (iii) business models that are not primarily dependent on commodity prices.

The Investment Manager focuses on free cash flow and free cash flow yield, earnings potential, and the investment's intrinsic value in order to assess dividend sustainability and growth in distributions, with a view to delivering:

- 1. Attractive income generation;
- 2. Opportunity for capital gains; and
- 3. Lower volatility relative to the overall S&P/TSX Composite Index.

RISK

The risks associated with investing in the Fund are as described in the prospectus. There were no material changes to the Fund over the period that affected the overall level of risk of the Fund.

RESULTS OF OPERATIONS

The Funds return for the period ending June 30, 2014 was 6.45% for Series R, 6.50% for Series A and 7.20% for Series F compared to the S&P/ TSX Composite Total Return Index return of 12.86%. The relative performance in the short term in large part is due to the Fund's focus on non-cyclical Canadian companies and less focus on the main S&P TSX sub-sectors of Financials, Energy, and Materials. The S&P/TSX Composite performance has benefitted from the strong performance of the more cyclical and volatile segments of the market for the first six months of the year. The S&P TSX Energy Index returned 22% during the period while the S&P/TSX Materials Composite returned 15% to the end of the period.



The second quarter was characterized by more positive economic data after the cold winter slowed spending and impacted the North American economies in the first quarter. A headline that attracted attention was the multi-year low being reached in equity market volatility. Central Banks across North America and Europe continued to express their commitment to maintain accommodative monetary policies which removed some of the perceived uncertainty on behalf of market participants. The investments in utilities and pipelines have continued to be core sectors for the Fund, with strong returns in those holdings across the board thus far in 2014. The Canadian Telecoms and the small allocation towards Canadian Financials have also paced well through the first two quarters, anchored by a strong yield for the portfolio.

RECENT DEVELOPMENTS

During the period, the Fund launched Series D units which are available to all investors at fees described in the "Management and Other Fees" section below.

Effective January 1, 2014, the Fund prepared its financial statements in compliance with International Financial Reporting Standards (IFRS). The Fund adopted this basis of accounting as required by Canadian securities legislation and the Canadian Accounting Standards Board. Previously, the Fund prepared its financial statements in accordance with Canadian generally accepted accounting principles as defined in the Part V of the CICA Handbook ("Canadian GAAP"). The Fund has consistently applied the accounting policies used in the preparation of its opening IFRS statement of financial position at January 1, 2013 and throughout all periods presented in the financial statements, as if these policies had always been in effect.

RELATED PARTY TRANSACTIONS

There were no related party transactions during the reporting period, except for management fees and other expense reimbursements paid to Harvest, as noted below in "Management and Other Fees".

MANAGEMENT AND OTHER FEES

Harvest Portfolios Group Inc. is the Manager of the Fund and is responsible for managing or arranging for managing the Fund's overall business and operations and provides key management personnel to the Fund. The Manager pays Avenue a fee for its portfolio advisory service, from the management fee received from the Fund, calculated on the basis of the Fund's average net asset value.

Each series of units pays the Manager an annual management fee, plus applicable taxes, based on a percentage of the average daily net asset value ("NAV") of the Fund attributable to that applicable series (the "Management Fee").

Dealers may be paid a servicing fee in connection with Series A, Series R and Series D units for ongoing services they provide to investors, including investment advice, account statements and newsletters. Generally, the servicing fees, plus applicable taxes, are payable monthly in arrears based on the total client assets invested in each series of units of the Fund held by all of a Dealer's clients throughout the month. The Manager can change or cancel servicing fees at any time.

On Conversion of the Fund into an open-end mutual fund, the service fees charged on the Class R units increased by 0.60% (increasing the aggregate annual management fee to 2.25%) and the Fund ceased using leverage in order to achieve its investment objectives.

Fund Series	Annual Management Fee	Dealer Service Fee	Total Fees
R	1.25%	1.00%	2.25%
А	1.25%	1.25%	2.50%
F	1.25%	0.00%	1.25%
D	1.25%	0.25%	1.50%

The fees differ among the series of units of the Fund as set out in the chart below:



Operating expenses

The Fund is responsible for operating expenses relating to the carrying on of its business, including custodial services, interest, taxes, legal, audit fees, transfer agency services relating to the issue and redemption of units, and the cost of financial and other reports, costs and expenses for the Fund's Independent Review Committee ("IRC"), including fees and expenses of the IRC members and compliance with applicable laws, regulations and policies. The Manager pays for such expenses on behalf of the Fund, except for certain expenses such as interest, and is then reimbursed by the Fund.

The Manager may, in some cases, absorb a portion of the Fund's operating expenses. The amount of absorption for the period ended June 30, 2014 was \$45,063 (2013 - \$32,900). The Manager may cease doing so at any time without notice to unitholders.

Other expenses

The Manager will be reimbursed by the Fund for all reasonable costs, expenses and liabilities incurred by the Manager for performance of services on behalf of the Fund in connection with the discharge by the Manager of its duties hereunder. Such costs and expenses may include, without limitation: mailing and printing expenses for reports to unitholders and other unitholder communications; a reasonable allocation of salaries, benefits and consulting fees; independent directors of the Manager and other administrative expenses and costs incurred in connection with the Fund's continuous public offering and other obligations. These expenses are allocated by the Manager on a reasonable basis, across all of the Harvest Portfolios Group Inc. funds, and series of each applicable fund. These expenses were \$30,574 for the period ended June 30, 2014 (2013 - \$24,445) and are included in the unitholder reporting costs on the Statements of Comprehensive Income in the interim financial statements.

RECOMMENDATION OR REPORTS BY THE INDEPENDENT REVIEW COMMITTEE

The Independent Review Committee tabled no special reports and made no extraordinary material recommendations to management of the Fund during the period ended June 30, 2014.

FINANCIAL HIGHLIGHTS

The following tables present selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for past periods. This information is derived from the Fund's interim financial statements at June 30, 2014 and past annual audited financial statements.

THE FUND'S NET ASSETS PER	Series R									
UNIT		2014		2013		2012		2011		2010
Net assets - beginning of period ²	\$	14.47	\$	13.70	\$	12.46	\$	12.44	\$	11.17
Increase (decrease) from operations										
Total revenue		0.34		0.70		0.81		1.06		0.46
Total expenses		(0.22)		(0.44)		(0.45)		(0.42)		(0.25)
Realized gains (losses) for the period		0.54		0.58		1.24		0.16		0.55
Unrealized gains (losses) for the period		0.28		0.76		0.51		0.31		1.04
Total increase (decrease) from operations ¹	\$	0.94	\$	1.60	\$	2.11	\$	1.11	\$	1.80
Distributions ³										
From income (excluding dividends)		(0.42)		-		-		-		-
From dividends		-		-		(0.07)		(0.16)		-
From capital gains		-		-		(0.10)		(0.12)		(0.55)
Return of capital		-		(0.84)		(0.67)		(0.56)		-
Total annual distributions ³	\$	(0.42)		(0.84)	\$	(0.84)	\$	(0.84)	\$	(0.55)
Net assets - end of period ¹	\$	14.97	\$	14.47	\$	13.70	\$	12.46	\$	12.44



THE FUND'S NET ASSETS PER	Series A*							
UNIT		2014		2013		2012		
Net assets - beginning of period ²	\$	14.50	\$	13.71	\$	13.01		
Increase (decrease) from operations								
Total revenue		0.35		0.71		0.46		
Total expenses		(0.21)		(0.41)		(0.21)		
Realized gains (losses) for the period		0.55		0.72		0.27		
Unrealized gains (losses) for the period		0.25		0.60		0.32		
Total increase (decrease) from operations ¹	\$	0.94	\$	1.62	\$	0.84		
Distributions ³								
From income (excluding dividends)		(0.42)		-		-		
From dividends		-		-		(0.04)		
From capital gains		-		-		(0.06)		
Return of capital		-		(0.84)		(0.39)		
Total annual distributions ³	\$	(0.42)	\$	(0.84)	\$	(0.49)		
Net assets - end of period ¹	\$	15.02	\$	14.50	\$	13.71		

*Series A commenced operations on June 25, 2012

THE FUND'S NET ASSETS	Series F*							
PER UNIT		2014		2013		2012		
Net assets - beginning of period ²	\$	14.82	\$	13.81	\$	13.37		
Increase (decrease) from operations								
Total revenue		0.36		0.70		0.47		
Total expenses		(0.12)		(0.23)		(0.09)		
Realized gains (losses) for the period		0.55		0.75		0.35		
Unrealized gains (losses) for the period		0.28		0.44		0.10		
Total increase (decrease) from operations ¹	\$	1.07	\$	1.66	\$	0.83		
Distributions ³								
From income (excluding dividends)		(0.42)		-		-		
From dividends		-		-		(0.03)		
From capital gains		-		-		(0.05)		
Return of capital		-		(0.84)		(0.34)		
Total annual distributions ³	\$	(0.42)	\$	(0.84)	\$	(0.42)		
Net assets - end of period ¹	\$	15.45	\$	14.82	\$	13.81		

*Series F commenced operations on July 16, 2012



Series R

RATIOS AND SUPPLEMENTAL					
DATA	2014	2013	2012	2011	2010
Total net asset value	\$ 37,932,384	\$ 44,525,037	\$ 30,155,370	\$ 49,180,568	\$ 37,406,232
Number of units outstanding	2,533,494	3,077,537	2,201,587	3,945,599	3,007,822
Number of warrants outstanding	-	-	-	-	3,028,322
Management expense ratio ⁴ Management expense ratio before	2.99%	3.15%	3.41%	3.03%	10.99%
waivers or absorptions ⁴	2.99%	3.15%	3.41%	3.03%	10.99%
Trading expense ratio ⁵	0.14%	0.13%	0.22%	0.10%	0.35%
Portfolio turnover rate ⁶	15.26%	60.33%	28.69%	66.53%	46.92%
Net asset value per unit Closing market price	\$ 14.97	\$ 14.47	\$ 13.70	\$ 12.46	\$ 12.44
(HCF.UN)	\$ n/a	\$ n/a	\$ n/a	\$ 12.09	\$ 11.70
Closing market price (HCF.WT)	\$ n/a	\$ n/a	\$ n/a	\$ -	\$ 0.11

Series A

RATIOS AND SUPPLEMENTAL			
DATA	2014	2013	2012
Total net asset value	\$ 20,683,848	\$ 19,758,412	\$ 6,920,267
Number of units outstanding	1,377,336	1,362,396	504,801
Management expense ratio ⁴	2.89%	2.89%	2.96%
Management expense ratio before waivers or absorptions ⁴	3.28%	3.42%	3.52%
Trading expense ratio ⁵	0.14%	0.13%	0.22%
Portfolio turnover rate ⁶	15.26%	60.33%	28.69%
Net asset value per unit	\$ 15.02	\$ 14.50	\$ 13.71

*Series A commenced operations on June 25, 2012

Series F

RATIOS AND SUPPLEMENTAL			
DATA	2014	2013	2012
Total net asset value	\$ 2,632,046	\$ 2,647,817	\$ 620,786
Number of units outstanding	170,330	178,720	44,960
Management expense ratio ⁴	1.59%	1.59%	1.52%
Management expense ratio before waivers or absorptions ⁴	1.87%	2.01%	2.09%
Trading expense ratio ⁵	0.14%	0.13%	0.22%
Portfolio turnover rate ⁶	15.26%	60.33%	28.69%
Net asset value per unit	\$ 15.45	\$ 14.82	\$ 13.81

*Series F commenced operations on July 16, 2012

Explanatory Notes:

1. Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the reporting period. It is not intended that the Fund's net assets per unit table act as a continuity of opening and closing net assets per unit.



- 2. Net assets, at the commencement of operations was \$11.17, net of agents' commissions and issuance costs of \$0.83 per unit. On Conversion Day, June 20, 2012, all Fund units were exchanged one-for-one into Series R, at an NAV of \$13.1442. Series A and Series F commenced Operations on June 25, 2012 and July 16 2012 respectively.
- 3. Distributions were paid in cash until Conversion Day, June 20, 2012, after which, an automatic reinvestment or cash option was made available.
- 4. Management expense ratio ("MER") is based on total expenses (excluding commissions and other portfolio transaction costs) of the stated period and is expressed as an annualized percentage of daily average net asset value during the period. The Series R MER for 2012 includes interest expense of \$93,690, and conversion costs of \$183,055, without which the MER would be 2.72%.
- 5. The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the period.
- 6. The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a Fund's portfolio turnover rate, the greater the trading costs payable by the Fund and the greater the chance of an investor receiving taxable capital gains. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

Past Performance

The performance information presented herein assumes all dividends of the Fund during the periods presented were reinvested in additional securities of the Fund. The performance information does not take into account sales, redemption, or other charges that would have reduced returns or affected performance. Past performance of the Fund is not necessarily indicative of how it will perform in the future.

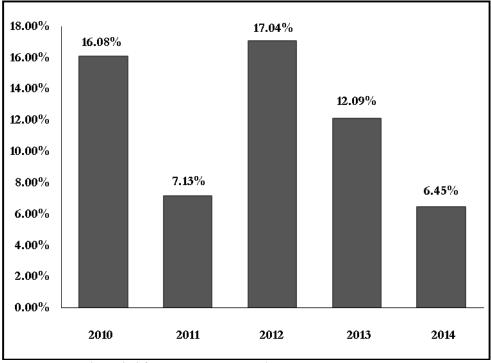
YEAR-BY-YEAR RETURNS

The following charts present the performance for each of the periods shown and illustrate how the performance varied for Series R, Series A and Series F. The charts show, in percentage terms, how much an investment made on the first day of each financial year would have grown or decreased by the last day of each financial year, except for the 2014 period which represents the interim period.



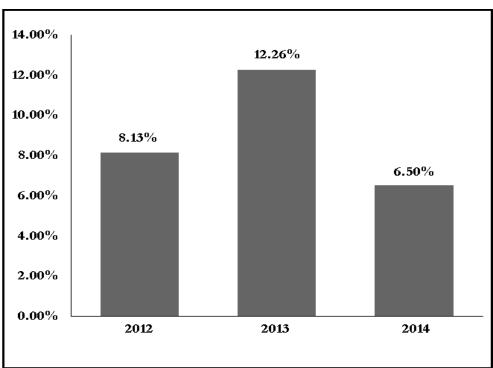
Fund Performance

Series R



2010 represents the period from June 29 to December 31.

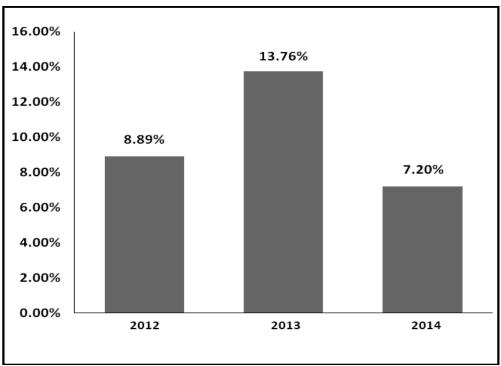




2012 represents the period from June 25 to December 31.







2012 represents the period from July 16 to December 31.



SUMMARY OF INVESTMENT PORTFOLIO

The Portfolio by category chart below provides a portfolio breakdown based on the total transactional net asset value of the Fund's portfolio holdings. A detailed breakdown of the Fund's holdings is available in the "Schedule of Investments" section of the Fund's interim financial statements.

As at June 30, 2014

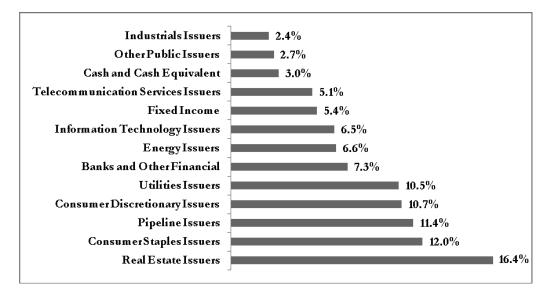
Top 25 Holdings	% of Net Asset Value	Yield (%)
Timbercreek Mortgage Investment Corporation	5.2	2.8
Mainstreet Equity Corp.	4.5	-
Inter Pipeline Ltd.	4.4	1.3
Artis Real Estate Investment Trust	4.4	2.3
DH Corporation	4.2	4.1
Brookfield Infrastructure Partners L.P.	4.1	4.6
Corus Entertainment Inc., Class B	3.7	1.5
Corby Spirit and Wine Ltd	3.7	3.4
Sirius XM Canada Holdings Inc.	3.6	6.3
Pembina Pipeline Corporation	3.5	1.3
Leon's Furniture Limited	3.4	2.8
Parkland Fuel Corporation	3.4	1.7
BCE Inc.	3.3	5.1
Boralex Inc.	3.3	4.0
Keyera Corp.	3.2	1.1
The North West Company Inc.	3.1	4.9
YPG Financing Inc., 8.00% Nov 30/22	2.8	6.3
Cash and cash equivalents	2.8	-
Medical Facilities Corporation	2.7	2.1
Rogers Sugar Inc.	2.7	8.0
Boralex Inc., 6.75% Jun 30/17	2.6	1.4
Altria Group, Inc.	2.5	4.6
Stuart Olson Inc.	2.4	4.6
Qualcomm Inc.	2.3	2.1
Regions Financial Corporation	2.3	1.8
	84.1	

This summary of investment portfolio may change due to the ongoing portfolio transactions of the Fund. Quarterly updates of the Fund's investment portfolio are available from Harvest Portfolios Group Inc. at <u>www.harvestportfolios.com</u>.



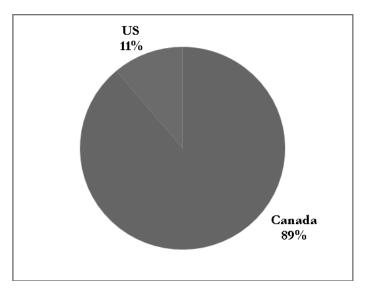
SECTOR ALLOCATION

Total Net Asset Value (100.0%)



GEOGRAPHIC ALLOCATION

Total Net Asset Value (100.0%)





Head Office

710 Dorval Drive, Suite 209 Oakville, ON L6K 3V7 Phone Number: 416.649.4541 Toll Free: 866.998.8298 Fax Number: 416.649.4542 Email: info@harvestportfolios.com

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This document may contain forward-looking statements relating to anticipated future events, results, circumstances, performance or expectations that are not historical facts but instead represent our beliefs regarding future events. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions and other forward-looking statements will not prove to be accurate. We caution readers of this document not to place undue reliance on our forward-looking statements as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed or implied in the forward-looking statements. Actual results may differ materially from management expectations as projected in such forward-looking statements for a variety of reasons, including but not limited to market and general economic conditions, interest rates, regulatory and statutory developments, the effects of competition in the geographic and business areas in which the Fund may invest and the risks detailed from time to time in the Fund's simplified prospectus or offering memorandum. We caution that the foregoing list of factors is not exhaustive and that when relying on forward-looking statements to make decisions with respect to investing in the Fund, investors and others should carefully consider these factors, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. Due to the potential impact of these factors, the Fund does not undertake, and specifically disclaims, any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, unless required by applicable law.

