

**Annual Financial Statements** 

December 31, 2015



#### MANAGEMENT RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying financial statements have been prepared by Harvest Portfolios Group Inc. in its capacity as Manager of the Fund and approved by the Board of Directors of the Manager. The Fund's Manager is responsible for the information and representation contained in 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 made by the Manager. The significant accounting policies, which the Manager believes are appropriate, are described in Note 3 to the financial statements.

PricewaterhouseCoopers LLP is the external auditor of the Fund. 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 included as an integral part of the financial statements.

On behalf of Harvest Portfolios Group Inc.,

Signed "Michael Kovacs"

Signed "Daniel Lazzer"

Michael Kovacs President and Chief Executive Officer Daniel Lazzer Chief Financial Officer

Oakville, Canada March 21, 2016





March 21, 2016

### **Independent Auditor's Report**

To the Unitholders of Harvest Banks & Buildings Income Fund (the Fund)

We have audited the accompanying financial statements of the Fund, which comprise the statements of financial position as at December 31, 2015 and 2014 and the statements of comprehensive income (loss), changes in net assets attributable to holders of redeemable units and cash flows for the years then ended, 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 these financial statements 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 these financial statements 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 audits 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 present fairly, in all material respects, the financial position of the Fund as at December 31, 2015 and 2014 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

(Signed) "PricewaterhouseCoopers LLP"

**Chartered Professional Accountants, Licensed Public Accountants** 

Toronto, Ontario

STATEMENTS OF FINANCIAL POSITION				
As at December 31,		2015		2014
Assets				
Current assets				
Investments	\$	16,516,094	\$	21,158,146
Cash		489,585		-
Dividends and interest receivable		48,736		50,557
		17,054,415		21,208,703
Liabilities				
Current liabilities				
Bank overdraft		-		20,300
Redemptions payable		8,088		63,710
Distributions payable (Note 4)		36,362		45,683
		44,450		129,693
Net assets attributable to holders of redeemable units	\$	17,009,965	\$	21,079,010
Net assets attributable to holders of redeemable units				
Series R	\$	6,306,733	\$	7,965,541
Series A	Ψ	9,119,811	Ψ	11,313,543
Series F		1,554,410		1,798,342
Series D		29,011		1,584
Number of redeemable units outstanding (Note 4)				
Series R		462,797		566,675
Series A		689,629		821,882
Series F		108,972		123,847
Series D		2,107		112
		•		
Net assets attributable to holders of redeemable units per unit				
Series R	\$	13.63	\$	14.06
Series A		13.22		13.77
Series F		14.26		14.52
Series D		13.77		14.14



For the year ended December 31,		2015		2014
Income		2010		2011
Net gain (loss) on investments				
Dividends	\$	550,206	\$	684,824
Interest for distribution purposes	·	28,580	·	73,243
Net realized gain (loss) on sale of investments		2,452,456		1,981,664
Net change in unrealized appreciation (depreciation) of investments		(1,971,522)		468,288
Net gain (loss) on investments		1,059,720		3,208,019
Other income		, ,		
Net realized gain (loss) on foreign exchange		9,787		(9,928
Net change in unrealized appreciation (depreciation) of foreign		,		( )
exchange		66		14
Other income		9,853		(9,787
Total income (net)	\$	1,069,573	\$	3,198,23
E (N P.)				
Expenses (Note 5)	•	224.260	Φ.	207.40
Management fees	\$	234,369	\$	296,48
Service fees		173,099		225,36
Withholding taxes		12,210		35,14
Unitholder reporting costs		34,167		34,45
Audit fees		30,711		34,26
Transfer agency fees		33,591		40,08
Custodian fees and bank charges		39,658		43,19
Independent Review Committee fees		2,229		6,47
Filing fees		20,499		17,04
Legal fees		7,228		20,15
Transaction costs (Note 7)		26,309		18,71
Total expenses	\$	614,070	\$	771,38
Expenses absorbed by manager (Note 5)		(34,888)		(41,367
Increase (decrease) in net assets attributable to holders of redeemable units	\$	490,391	\$	2,468,213
Increase (decrease) in net assets attributable to holders of redeemable units - Series R	\$	206,531	\$	956,16
Increase (decrease) in net assets attributable to holders of redeemable units - <b>Series A</b>	*	214,999	*	1,298,13
Increase (decrease) in net assets attributable to holders of redeemable units - <b>Series F</b>		68,356		213,83
Increase (decrease) in net assets attributable to holders of redeemable units - <b>Series D</b>		505		8
Increase (decrease) in net assets attributable to holders of redeemable units per unit -				
Series R (Note 4)	\$	0.40	\$	1.50
Increase (decrease) in net assets attributable to holders of redeemable units per unit -		0.00		4.0
Series A (Note 4)		0.29		1.3
Increase (decrease) in net assets attributable to holders of redeemable units per unit - Series F (Note 4)		0.58		1.6
Increase (decrease) in net assets attributable to holders of redeemable units per unit -		0.56		1.0.
Series D (Note 4)		1.02		0.7



STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE					
TO HOLDERS OF REDEEMABLE UNITS					
ALL SERIES					
For the year ended December 31,		2015		2014	
Net assets attributable to holders of redeemable units beginning of year	\$	21,079,010	\$	25,655,994	
Increase (decrease) in net assets attributable to holders of redeemable units	\$	490,391	\$	2,468,213	
Redeemable unit transactions					
Proceeds from issue of redeemable units		608,230		2,189,325	
Reinvestments of distributions to holders of redeemable units		669,456		823,696	
Redemption of redeemable units		(4,697,298)		(8,614,479)	
Net increase (decrease) in redeemable unit transactions	\$	(3,419,612)	\$	(5,601,458)	
Distributions to holders of redeemable units					
Capital gain		(1,007,995)		-	
Return of capital		(131,829)		(1,443,739)	
Total distributions to holders of redeemable units	\$	(1,139,824)	\$	(1,443,739)	
Net assets attributable to holders of redeemable units end of year	\$	17,009,965	\$	21,079,010	

STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE		
TO HOLDERS OF REDEEMABLE UNITS		
SERIES R	2045	2014
For the year ended December 31,	2015	2014
Net assets attributable to holders of redeemable units beginning of year	\$ 7,965,541	\$ 9,579,114
Increase (decrease) in net assets attributable to holders of redeemable units	\$ 206,531	\$ 956,163
Redeemable unit transactions		
Proceeds from issue of redeemable units	14,248	124,704
Reinvestments of distributions to holders of redeemable units	289,634	365,651
Redemption of redeemable units	(1,727,779)	(2,432,278)
Transfer of redeemable units	(12,500)	(98,624)
Net increase (decrease) in redeemable unit transactions	\$ (1,436,397)	\$ (2,040,547)
Distributions to holders of redeemable units		
Capital gain	(308,674)	-
Return of capital	(120,268)	(529,189)
Total distributions to holders of redeemable units	\$ (428,942)	\$ (529,189)
Net assets attributable to holders of redeemable units end of year	\$ 6,306,733	\$ 7,965,541



STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS						
SERIES A						
For the year ended December 31,		2015		2014		
Net assets attributable to holders of redeemable units beginning of year	\$	11,313,543	\$	14,143,047		
Increase (decrease) in net assets attributable to holders of redeemable units	\$	214,999	\$	1,298,131		
Redeemable unit transactions						
Proceeds from issue of redeemable units		418,866		1,611,623		
Reinvestments of distributions to holders of redeemable units		327,616		395,672		
Redemption of redeemable units		(2,518,373)		(5,428,491)		
Transfer of redeemable units		(24,161)		98,624		
Net increase (decrease) in redeemable unit transactions	\$	(1,796,052)	\$	(3,322,572)		
Distributions to holders of redeemable units						
Capital gain		(601,591)		-		
Return of capital		(11,088)		(805,063)		
Total distributions to holders of redeemable units	\$	(612,679)	\$	(805,063)		
Net assets attributable to holders of redeemable units end of year	\$	9,119,811	\$	11,313,543		

STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE		
TO HOLDERS OF REDEEMABLE UNITS		
SERIES F		
For the year ended December 31,	2015	2014
Net assets attributable to holders of redeemable units beginning of year	\$ 1,798,342	\$ 1,933,833
Increase (decrease) in net assets attributable to holders of redeemable units	\$ 68,356	\$ 213,835
Redeemable unit transactions		
Proceeds from issue of redeemable units	142,116	451,498
Reinvestments of distributions to holders of redeemable units	51,814	62,327
Redemption of redeemable units	(445,149)	(753,710)
Transfer of redeemable units	36,661	-
Net increase (decrease) in redeemable unit transactions	\$ (214,558)	\$ (239,885)
Distributions to holders of redeemable units		
Capital gain	(97,730)	-
Return of capital	-	(109,441)
Total distributions to holders of redeemable units	\$ (97,730)	\$ (109,441)
Net assets attributable to holders of redeemable units end of year	\$ 1,554,410	\$ 1,798,342

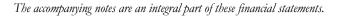


STATEMENT OF CHANGES IN NET ASSETS ATTRIBUTABLE		
TO HOLDERS OF REDEEMABLE UNITS		
SERIES D		
For the year ended December 31 and for the period from July 9, 2014		
(commencement of operations) to December 31, 2014	2015	2014
Net assets attributable to holders of redeemable units beginning of year	\$ 1,584	\$ -
Increase (decrease) in net assets attributable to holders of redeemable units	\$ 505	\$ 84
Redeemable unit transactions		
Proceeds from issue of redeemable units	33,000	1,500
Reinvestments of distributions to holders of redeemable units	392	46
Redemption of redeemable units	(5,997)	-
Net increase (decrease) in redeemable unit transactions	\$ 27,395	\$ 1,546
Distributions to holders of redeemable units		
Return of capital	(473)	(46)
Total distributions to holders of redeemable units	\$ (473)	\$ (46)
Net assets attributable to holders of redeemable units end of year	\$ 29,011	\$ 1,584



STATEMENTS OF CASH FLOWS				
For the year ended December 31,		2015		2014
Operating activities				_
Increase (decrease) in net assets attributable to holders of redeemable units	\$	490,391	\$	2,468,213
Add (deduct) items not affecting cash:				
Realized (gain) on sale of investments		(2,452,456)		(1,981,664)
Change in unrealized (appreciation) depreciation of investments		1,971,522		(468,288)
Change in unrealized (appreciation) depreciation of foreign exchange.		(66)		(141)
Proceeds from sale of investments		9,717,004		8,164,239
Purchases of investments		(4,594,018)		(1,654,494)
Net change in non-cash assets and liabilities		1,887		35,579
Net cash flow provided by (used in) operating activities	\$	5,134,264	\$	6,563,444
Financing activities				
Proceeds from redeemable units issued		608,230		2,189,325
Redemption of redeemable units		(4,752,920)		(8,605,219)
Distributions paid to holders of redeemable units (net of reinvested distributions)		(479,689)		(631,381)
Net cash flow provided by (used in) financing activities	\$	(4,624,379)	\$	(7,047,275)
Net increase (decrease) in cash during the year		509,885		(483,831)
(Bank overdraft) Cash, beginning of the year		(20,300)		463,531
Cash (Bank overdraft), end of the year	\$	489,585	\$	(20,300)
Supplemental disclosure of cash flow information	ø	20 500	¢	72 042
Interest received during the year*  Dividends received, not of wishholding toyee*	\$	28,580	\$	73,243
Dividends received, net of withholding taxes*		539,817		685,238

<sup>\*</sup>included in operating activities





	OF INVESTMENTS			
s at Decemb	per 31, 2015			
Number of Shares	Security	Average Cost (\$)	Carrying Value (\$)	% of Net
	EQUITIES			
	Real Estate Issuers			
88,824	BTB Real Estate Investment Trust	191,281	391,714	2.3
50,000	Crombie Real Estate Investment Trust	457,979	640,000	3.8
30,000	First Capital Realty Inc.	571,933	550,500	3.2
55,000	Killam Properties Inc.	585,750	578,050	3.4
30,000	Mainstreet Equity Corporation	684,860	902,100	5.3
100,000	Pure Industrial Real Estate Trust	451,654	437,000	2.0
55,000	Slate Office REIT	443,025	387,750	2.3
35,000	Slate Retail REIT	464,026	506,100	3.0
30,000	Smart Real Estate Investment Trust	853,680	905,700	5.3
74,490	Timbercreek Mortgage Investment Corporation	751,672	564,634	3.3
		5,455,860	5,863,548	34.5
	Banking and Other Financial Issuers			
43,000	Bank of America Corporation	351,011	1,005,278	5.9
8,000	Bank of Montreal	452,244	624,640	3.7
35,000	Barclays PLC ADR	563,390	630,096	3.7
38,000	Element Financial Corporation	624,040	634,600	3.7
7,000	JPMorgan Chase & Co.	252,782	642,056	3.8
22,000	Manulife Financial Corporation	484,220	456,280	2.7
64,000	Regions Financial Corporation	645,694	853,463	5.0
10,000	Royal Bank of Canada	526,718	741,500	4.3
20,000	Sun Life Financial Inc.	507,083	863,000	5.1
9,600	SunTrust Banks, Inc.	329,555	571,287	3.3
8,000	The Bank of Nova Scotia	416,634	447,760	2.6
18,400	The Toronto-Dominion Bank	682,372	998,016	5.9
10,500	Wells Fargo & Company	288,702	792,870	4.7
,	0 1 7	6,124,445	9,260,846	54.4
	Utility Issuers	,,	, -,	
20,000	Brookfield Renewable Energy Partners LP	602,939	725,400	4.3
,	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	602,939	725,400	4.3
	Pipeline Issuers	00 <b>2,</b> ,,0,	. 20, .00	110
30,000	Inter Pipeline Ltd.	726,900	666,300	3.9
30,000	The Lipselle Hui	726,900	666,300	3.9
	Total investments	12,910,144	16,516,094	97.1
-	Other assets less liabilities	12,710,117	493,871	2.9
	O mici addicto icoo madmined		7/3,0/1	4.9



#### NOTES TO THE ANNUAL FINANCIAL STATEMENTS

### December 31, 2015

#### 1. GENERAL INFORMATION

Harvest Banks & Buildings Income Fund (the "Fund") is an investment trust established under the laws of the Province of Ontario pursuant to a Declaration of Trust dated September 25, 2009 and as amended and restated, being the inception date. There was no significant activity in the Fund from the date of inception to commencement of operations on October 23, 2009. The address of the Fund's registered office is 710 Dorval Drive, Oakville, Ontario, L6K 3V7.

The Fund became an open-end mutual fund on October 18, 2011 (the "Conversion Date"). On the Conversation Date, the Units became redeemable at net asset value per unit on a daily basis, and the Fund became subject to National Instrument 81-102 Investment Funds.

The Fund's investment objectives are to provide unitholders with monthly distributions and to maximize total return for unitholders. As part of the investment strategy the Fund will invest in an actively managed portfolio that will consist primarily of Banking Issuers, Other Financial Issuers and Real Estate Issuers.

The Fund offers Series R, Series A, Series F and Series D units, only through registered dealers. Series R is the series in which all existing unitholders at October 18, 2011 were rolled into on the Conversion Date, on a unit-for-unit basis. New purchases in Series R are available to existing unitholders only, in an initial sales charge option. Series A units, which were created on October 18, 2011 but commenced operations on October 22, 2011, are available to all investors in an initial sales charge option and have a higher service fee than Series R. Series F units, which were created on October 18, 2011 but commenced operations on October 27, 2011, have no initial sales charge option and no service fees and are usually only available to investors who have feebased accounts with the dealers. Series D units, which were created on June 20, 2014 but commenced operations on July 9, 2014, have no initial sales charge option, a lower service fee than Series R and Series A and are available to all investors.

#### 2. BASIS OF PRESENTATION

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). These financial statements were authorized for issue by Harvest Portfolios Group Inc. (the "Manager") on March 21, 2016.

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Financial instruments

The Fund recognizes financial instruments at fair value upon initial recognition, plus transaction costs in the case of financial instruments not measured at fair value through profit or loss (FVTPL). Transaction costs on financial assets and liabilities at FVTPL are expensed as incurred. Regular way purchases and sales of financial assets are recognized at their trade date. The Fund's investments and derivative assets and liabilities are measured at fair value through profit or loss (FVTPL), including investments which have been designated at FVTPL. Derivative assets and liabilities are classified as held-for-trading (HFT). The Fund's obligation for net assets attributable to holders of redeemable units is presented at the redemption amount. All other financial assets and liabilities are measured at amortized cost. Under this method, financial assets and liabilities reflect the amount required to be received or paid, discounted, when appropriate, at the contract's effective interest rate. Carrying values of other financial assets and liabilities at amortized cost and net assets attributable to holders of redeemable units approximate their fair values due to the short term to maturity. The Fund's accounting policies for measuring the fair value of its investments and derivatives are identical to those used in measuring its net asset value (NAV) for transactions with unitholders. As at December 31, 2015, and December 31, 2014, there were no differences between the Fund's NAV per security and its net assets per security calculated in accordance with IFRS.

#### Fair value of investments

Investments that are traded in an active market are valued at their closing prices through recognized public stock exchanges or through recognized investment dealers on the valuation date. The Fund uses the last traded market price that falls within the 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 specific facts and circumstances. Investments held include equities, bonds and other debt instruments.



Investments held that are not traded on an active market are valued using valuation techniques, on such basis and in such a manner established by the Manager. The value of any security for which, in the opinion of the Manager, the published market quotations are not readily available shall be the fair value as determined by the Manager. The fair values of certain securities may be determined using valuation models that are based, in part, on assumptions that are not supported by observable market inputs. These methods and procedures may include, but are not limited to, performing comparisons with prices of comparable or similar securities, obtaining valuation related information from issuers and/or other analytical data relating to the investment and using other available indication of value. These values are independently assessed internally to ensure that they are reasonable. However, because of the inherent uncertainty of valuation, the estimated fair values for the aforementioned securities and interests may be materially different from the values that would be used had a ready market for the security existed. The fair values of such securities are affected by the perceived credit risks of the issuer, predictability of cash flows and length of time to maturity.

#### Classification of redeemable units

Under IFRS, IAS 32 Financial Instruments – Presentation requires that units or shares of an entity which include a contractual obligation for the issuer to repurchase or redeem them for cash or another financial asset be classified as a financial liability unless certain criteria are met. The Fund has issued multiple classes of units which are equally subordinate, but which are subject to different fees (Note 5). As a result, not all units have identical features and are presented as financial liabilities as they do not meet the criteria for classification as equity.

#### Cash

Cash is comprised of cash on deposit.

#### Investment transactions and income recognition

The interest for distribution purposes shown on the Statements of Comprehensive Income (Loss) represents the coupon interest received by the Fund accounted for on an accrual basis. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities except for zero coupon bonds which are amortized on a straight line basis. Net realized gain (loss) on investments and net change in unrealized appreciation (depreciation) on investments are determined on an average cost basis. Average cost does not include amortization of premiums or discounts on fixed income securities with the exception of zero coupon bonds. Dividend income is accounted for on the ex-dividend date.

Distributions received from income trusts are recorded as income, capital gains or a return of capital, based on the best information available to the Manager. Due to the nature of these investments, actual allocations could vary from this information. Distributions from investment trusts treated as a return of capital reduce the average cost of the underlying investment trust.

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

Management fees and service fees directly attributable to a series are charged to that series. The Fund's shared operating expenses, income, and realized and unrealized capital gains and losses are generally allocated proportionately to each series based upon the relative net assets attributable to holders of redeemable units of each series.

#### Foreign currency translation

The Fund's subscriptions and redemptions are denominated in Canadian dollars which is also the Fund's functional and presentation currency. Purchases and sales of investments denominated in foreign currencies and foreign currency dividend and interest income are translated into Canadian dollars at the rate of exchange prevailing at the time of the transactions. Realized and unrealized foreign currency gains or (losses) on investments are included in the Statements of Comprehensive Income (Loss) in "Net realized gain (loss) on sale of investments" and "Net change in unrealized appreciation (depreciation) of investments", respectively. Realized and unrealized foreign currency gains or losses on assets, liabilities, and income, other than investments denominated in foreign currencies, are included in the Statements of Comprehensive Income (Loss) in "Net realized gain (loss) on foreign exchange" and "Net change in unrealized appreciation (depreciation) of foreign exchange", respectively. Foreign currency assets and liabilities in the Statements of Financial Position are translated into Canadian dollars on the statement date.

#### Redeemable units valuation

The NAV per unit of each series is determined at the close of business each day the Toronto Stock Exchange is open for business. The NAV of each series of the Fund is computed by calculating the value of that series' proportionate share of the Fund's common assets less common liabilities and less those series-specific liabilities. Expenses directly attributable to a series are charged to that series. Other income and expenses are allocated to each series proportionately based on the relative NAV of each series.



#### 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 (Loss) represents the increase (decrease) in net assets attributable to holders of redeemable units, attributed to each series, dividend by the weighted average units outstanding for that series, for the financial year.

#### Income and other taxes

The Fund qualifies as a mutual fund trust under the Income Tax Act (Canada). For tax purposes, the Fund has a December 31 year end. All of the 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 the Fund. As a result, the Fund does not record income taxes. Since the Fund does not record income taxes, the tax benefit of capital and non-capital losses has not been reflected in the statement of financial position as a deferred income tax asset. Capital losses may be carried forward indefinitely to reduce future realized capital gains. Non-capital losses may be carried forward 20 years and applied against future taxable income. As at the last taxation year end, the Fund had no capital or non-capital losses available to be carried forward for income tax purposes.

The Fund may incur withholding taxes imposed by certain countries on investment income and capital gains. Such income and gains are recorded on a gross basis and the related withholding taxes are shown as a separate expense.

As the Manager is a resident of Ontario, the expenses paid by the Fund generally include HST of 13%. HST is calculated using the residency of unitholders in the Fund as at specific times, rather than the physical location of the Manager. A blended rate refund is filed with the Canada Revenue Agency on behalf of the Fund, in arrears, using each province's HST rate or GST rate in the case of non-participating provinces.

#### 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 that the Fund has made in preparing the financial statements:

- a) Fair value measurement of derivatives and securities not quoted in an active market
  - The Fund may hold financial instruments that are not quoted in active markets, including derivatives. Fair values of such instruments are determined using valuation techniques and may be determined using reputable pricing sources (such as pricing agencies) or indicative prices from market makers. Broker quotes as obtained from the pricing sources may be indicative and not executable or binding. Refer to Note 6 for further information about the fair value measurement of the Fund's financial instruments.
- b) Classification and measurement of investment and application of the fair value option

In classifying and measuring financial instruments held by the Fund, the Manager is required to make significant judgments about whether or not the business of the Fund is to invest on a total return basis for the purpose of applying the fair value option for financial assets under IAS 39, Financial Instruments – Recognition and Measurement (IAS 39). The most significant judgments made include the determination that certain investments are held-for trading and that the fair value option can be applied to those which are not.

#### Accounting standards issued but not yet adopted

IFRS 9, Financial Instruments

The final version of IFRS 9, Financial Instruments, was issued by the IASB in July 2014 and will replace IAS 39 Financial Instruments – Recognition and Measurement. IFRS 9 introduces a model for classification and measurement, a single, forward-looking 'expected loss' impairment model and a substantially reformed approach to hedge accounting. The new single, principle based approach for determining the classification of financial assets is driven by cash flow characteristics and the business model in which an asset is held. The new model also results in a single impairment model being applied to all financial instruments, which will require more timely recognition of expected credit losses. It also includes changes in respect of own credit risk in measuring liabilities elected to be measured at fair value, so that gains caused by the deterioration of an entity's own credit risk on such liabilities are no longer recognized in profit or loss. IFRS 9 is effective for annual periods beginning on or after January 1, 2018, however, is available for early adoption. In addition, the own credit changes can be early applied in isolation without otherwise changing the accounting for financial instruments. The Fund is in the process of assessing the impact of IFRS 9 and has not yet determined when it will adopt the new standard.



#### 4. REDEEMABLE UNITS

The Fund is authorized to issue an unlimited number of transferable units and series. Units of the Fund are offered for sale on a continuous basis and may be purchased or redeemed on any Valuation Date at the NAV per unit of a particular series. The NAV per unit of a series for the purposes of subscriptions or redemptions is computed by dividing the NAV of the Fund attributable to the series (that is, the total fair value of the assets attributable to the series less the liabilities attributable to the series) by the total number of units of the series of the Fund outstanding at such time.

The following units were issued and redeemed during the year indicated:

		Units outstanding					
	Series R	Series A	Series F	Series D			
Total outstanding as at January 1, 2014	713,792	1,067,273	141,152	-			
Redeemable units issued	9,088	119,065	17,771	109			
Redeemable units issued on reinvestment	26,358	29,037	4,382	3			
Redeemable units redeemed	(175,202)	(400,948)	(39,458)	-			
Redeemable units transferred between Series	(7,361)	7,455	-	-			
Total outstanding as at December 31, 2014	566,675	821,882	123,847	112			
Redeemable units issued	1,029	30,783	9,775	2,397			
Redeemable units issued on reinvestment	20,903	24,264	3,599	28			
Redeemable units redeemed	(124,928)	(185,496)	(30,784)	(430)			
Redeemable units transferred between Series	(882)	(1,804)	2,535	-			
Total outstanding as at December 31, 2015	462,797	689,629	108,972	2,107			

The weighted average number of units outstanding during the year ended December 31, 2015 was 515,480 units for Series R (2014 – 636,719 units), 735,769 units for Series A (2014 – 967,705 units), 117,231 units for Series F (2014 – 131,813 units) and 493 units for Series D (2014 – 109 units).

#### Distributions

Monthly distributions to unitholders are declared and paid to unitholders of record on the Valuation Date prior to the monthend, and automatically reinvested at NAV into additional units of the Fund at the month-end, unless unitholders specifically requested a cash distribution be paid. The total distributions were \$1,139,824 (\$0.84 per unit) for the year ended December 31, 2015 (2014 - \$1,443,739 or \$0.84 per unit).

#### 5. RELATED PARTY TRANSACTIONS AND OTHER EXPENSES

#### Management fees and servicing 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 has retained Avenue Investment Management Inc. ("Avenue" or the "Investment Manager") to provide investment management services to the Fund and pays Avenue a fee for its portfolio advisory service, from the management fee received from the Fund, calculated on the basis on the Fund's 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 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 D and Series R 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.



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

Fund Series	Annual Management Fee	Dealer Service Fee	Total Fees
R	1.10%	0.40%	1.50%
A	1.10%	1.25%	2.35%
F	1.10%	0.00%	1.10%
D	1.10%	0.25%	1.35%

### Operating expenses

The Fund is responsible for all expenses relating to the operation and the carrying on of its business, including legal fees and audit fees, interest, taxes and administrative costs relating to the redemption of securities as well as 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 year ended December 31, 2015 was \$34,888 (2014 - \$41,367). 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 \$25,451 for the year ended December 31, 2015 (2014 - \$22,776) and are included in the unitholder reporting costs on the Statements of Comprehensive Income (Loss).

#### 6. FINANCIAL RISK MANAGEMENT

Investment activities of the Fund expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, other price risk and currency risk). The Manager seeks to minimize these risks by employing experienced portfolio managers that will manage the security portfolios of the Fund on a daily basis according to market events and the investment objectives of the Fund. To assist in managing risk, the Manager also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy and securities regulations.

#### Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The value of securities in the Fund's portfolio may be affected by the stock market conditions rather than each company's performance. Developments in the market are affected by general economic and financial conditions. Political, social and environmental factors can also affect the value of any investment.

As at December 31, 2015, 97.1% (December 31, 2014 – 98.3%) of the Fund's net assets attributable to holders of redeemable units were traded on public stock exchanges. If equity prices on these exchanges had increased or decreased by 5%, as at year end, with all other factors remaining constant, net assets attributable to holders of redeemable units would have increased or decreased by approximately \$825,805 (December 31, 2014 - \$1,035,991).

In practice, the actual trading results may differ and the difference could be material.

#### Currency risk

Currency risk is the risk that the value of investments denominated in currencies other than the functional currency of the Fund will fluctuate as a result of changes in foreign exchange rates. When a Fund buys an investment priced in a foreign currency and the exchange rate between the Canadian dollar and the foreign currency changes unfavorably, it could reduce the value of the Fund's investment.



The table below summarizes the Fund's exposure to currency risk. Amounts shown are based on the carrying value of monetary and non-monetary net assets (including derivatives and the underlying principal (notional) amount of forward currency contracts, if any).

	As at Decen	nber 31, 2015	As at December 31, 2014			
Currency	Currency exposure*	As a % of net assets	Currency exposure*	As a % of net assets		
U.S. Dollars	\$4,506,579	26.5%	\$5,356,560	25.4%		

<sup>\*</sup>Amounts are in Canadian dollars

The non-monetary currency exposure is \$4,495,050 (December 31, 2014 - \$5,347,582) and the monetary currency exposure is \$11,529 (December 31, 2014 - \$8,978).

As at December 31, 2015, if the Canadian dollar had strengthened or weakened by 5% in relation to all foreign currencies, with all other variables held constant, the Fund's net assets attributable to holders of redeemable units would have increased or decreased, respectively, by approximately \$225,329 (December 31, 2014 - \$267,828) or 1.3% (December 31, 2014 - 1.3%). In practice, the actual results may differ from this sensitivity analysis and the difference could be material.

#### Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or fair value of financial instruments. A Fund that invests in fixed income securities, such as bonds and money market instruments, is sensitive to changes in interest rates. In general, when interest rates are falling, the value of these investments rises.

Moreover, fixed income securities with longer terms to maturity are usually more sensitive to changes in interest rates. The Fund held no fixed income securities at the end of December 31, 2015. For the year ended December 31, 2014, if interest rates changed by 1.0%, interest earned by the Fund would have changed by \$4,383.

As at December 31, 2015 and December 31, 2014 the Fund had no interest bearing liabilities.

The table below summarizes the Fund's exposure to interest rate risks by either the remaining term to maturity or contractual repricing as at December 31, 2014.

Debt Instruments: December 31, 2014	Fair value (\$)	% of net assets
1 to 5 years	438,335	2.1
Total	438,335	2.1

#### Liquidity risk

Liquidity risk is defined as the risk that a fund may not be able to settle or meet its obligations on time or at a reasonable price. The Fund is exposed to redemptions as units are redeemable on demand and Unitholders may redeem their units on each valuation date. Therefore in order to maintain sufficient liquidity, the Fund primarily invests in securities that are actively traded in public markets and can be readily disposed of to raise liquidity. Redeemable units are redeemable on demand at the holder's option, however, the Manager does not expect that the contractual maturity will be representative of the actual cash flows as the holder of the instruments typically retain these for a longer period.

As at December 31, 2015 and December 31, 2014, all of the Fund's financial liabilities had maturities of less than three months.

#### Credit risk

Credit risk is the risk that the counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund.

All transactions executed by the Fund in listed securities are settled/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.



The Fund has holdings of fixed income debt instruments as at December 31, 2014 and none at December 31, 2015. The fair value of debt securities includes consideration of the credit worthiness of the debt issuer. This risk is largely mitigated by the standards used to select corporate investments. Ongoing credit assessments are performed on all the Fund's holdings and the exposure level is managed through careful diversification across industry sectors and individual issuers, which helps to minimize this risk. The maximum credit risk of these investments is their fair value at December 31, 2014.

At December 31, 2014, the Fund was invested in debt securities which were not rated.

#### Fair value of financial instruments

The Fund classifies fair value measurements within a hierarchy which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are:

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 (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: Inputs for the asset or liability that are not based on observable market data.

Transfers between levels of the fair value hierarchy are deemed to have occurred at the beginning of the reporting period.

The table below summarizes the fair value of the Fund's financial instruments using the following fair value hierarchy:

Securities classification:

Investments at fair value as at December 31, 2015				
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Totals (\$)
Equities				
Common stock	11,892,334	-	-	11,892,334
Limited partnership	725,400	-	-	725,400
ADR	630,096	-	-	630,096
REIT	3,268,264	-	-	3,268,264
Total investments at fair value	16,516,094	-	-	16,516,094

Investments at fair value as at December 31, 2014				
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Totals (\$)
Equities				
Common stock	15,467,186	-	-	15,467,186
Limited partnership units	718,000	-	-	718,000
ADR	608,487	-	-	608,487
REIT	3,926,138	-	-	3,926,138
Total equities	20,719,811	-	-	20,719,811
Fixed income				
Corporate bonds	438,335	-	-	438,335
Total fixed income	438,335	-	-	438,335
Total investments at fair value	21,158,146	-	-	21,158,146

There were no Level 3 securities held by the Fund as at December 31, 2015 and December 31, 2014. There were no transfers between Level 1 and Level 2 for the year ended December 31, 2015 or for the year ended December 31, 2014.

The value of equities and Level 1 debt securities is based on quoted prices.



#### **Concentration Risk**

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, product type, industry sector or counterparty type. The following is a summary of the Fund's concentration risk by geography and segment.

#### Geography:

As at	December 31, 2015		December 31, 2014	
Country of Issue	\$*	% of net assets	\$*	% of net assets
Canada	12,021,044	70.7	15,810,564	75.0
United States of America	4,495,050	26.4	5,347,582	25.4
Totals	16,516,094	97.1	21,158,146	100.4

<sup>\*</sup>Stated in Canadian dollars

Market Segment (percentage of net assets attributable to holders of redeemable units):

	December 31, 2015	December 31, 2014	
	% of net assets	% of net assets	
Real Estate Issuers	34.5	37.7	
Banking and Other Financial Issuers	54.4	50.1	
Utility Issuers	4.3	3.4	
Pipeline Issuers	3.9	5.1	
Other Public Issuers	-	2.0	
Fixed Income	-	2.1	
Total	97.1	100.4	

### 7. SOFT DOLLAR COMMISSIONS

Brokerage commissions paid to certain brokers may, in addition to paying for the cost of brokerage services in respect of security transactions, also provide for the cost of investment research services provided to the investment manager. The value of such research services included in commissions paid to brokers for the year ended December 31, 2015 and 2014 amounted to \$NIL.



#### **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.

