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## ANNUAL FINANCIAL STATEMENTS

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### Harvest Clean Energy ETF

December 31, 2022



# Harvest Clean Energy ETF

## 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"

Michael Kovacs  
President and Chief Executive Officer

*Signed* "Daniel Lazzer"

Daniel Lazzer  
Chief Financial Officer

Oakville, Canada  
March 15, 2023



## Independent auditor's report

To the Unitholders and Trustee of Harvest Clean Energy ETF (the Fund)

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### Our opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2022 and 2021 and its financial performance and its cash flows for the year ended December 31, 2022 and for the period from January 11, 2021 (commencement of operations) to December 31, 2021 in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS).

#### What we have audited

The Fund's financial statements comprise:

- the statements of financial position as at December 31, 2022 and 2021;
- the statements of comprehensive income (loss) for the year ended December 31, 2022 and for the period from January 11, 2021 (commencement of operations) to December 31, 2021;
- the statements of changes in net assets attributable to holders of redeemable units for the year ended December 31, 2022 and for the period from January 11, 2021 (commencement of operations) to December 31, 2021;
- the statements of cash flows for the year ended December 31, 2022 and for the period from January 11, 2021 (commencement of operations) to December 31, 2021; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

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### Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

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

#### Independence

We are independent of the Fund in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

PricewaterhouseCoopers LLP  
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"PwC" refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.



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## **Other information**

Management is responsible for the other information. The other information comprises the Management Report of Fund Performance.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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## **Responsibilities of management and those charged with governance for the financial statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, 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.

In preparing the financial statements, management is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Fund's financial reporting process.

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## **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Christopher Pitts.

**/s/PricewaterhouseCoopers LLP**

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario  
March 15, 2023

# Harvest Clean Energy ETF

## STATEMENTS OF FINANCIAL POSITION

As at December 31,	2022	2021
<b>Assets</b>		
<b>Current assets</b>		
Investments	\$ 48,138,148	\$ 65,173,398
Cash	1,281,540	646,428
Dividends receivable	38,176	22,873
Receivable for investments sold	175,849	-
	<b>49,633,713</b>	<b>65,842,699</b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Redemptions payable	380,829	-
	<b>380,829</b>	<b>-</b>
<b>Net assets attributable to holders of redeemable units</b>	<b>\$ 49,252,884</b>	<b>\$ 65,842,699</b>
<b>Number of redeemable units outstanding (Note 4)</b>	<b>3,900,000</b>	<b>4,430,000</b>
<b>Net assets attributable to holders of redeemable units per unit</b>	<b>\$ 12.63</b>	<b>\$ 14.86</b>

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

# Harvest Clean Energy ETF

STATEMENTS OF COMPREHENSIVE INCOME (LOSS)			
For the year ended December 31, 2022 and from January 11, 2021 (commencement of operations) to December 31, 2021			
	2022		2021
<b>Income</b>			
Net gain (loss) on investments			
Dividends	\$ 1,031,119	\$	914,935
Net realized gain (loss) on sale of investments	(13,534,007)		(3,674,167)
Net realized gain (loss) on foreign exchange	10,242		(15,528)
Net change in unrealized appreciation (depreciation) of investments	3,278,492		(10,055,348)
Net change in unrealized appreciation (depreciation) of foreign exchange	3,589		(1,023)
Net gain (loss) on investments	(9,210,565)		(12,831,131)
<b>Total income (net)</b>	<b>\$ (9,210,565)</b>	<b>\$</b>	<b>(12,831,131)</b>
<b>Expenses (Note 5)</b>			
Management fees	\$ 246,451	\$	253,600
Withholding taxes	79,128		65,204
Unitholder reporting costs	65,031		77,758
Audit fees	27,779		30,161
Transfer agency fees	8,458		8,624
Custodian fees and bank charges	67,366		65,602
Independent Review Committee fees	1,882		1,439
Filing fees	25,698		1,991
Legal fees	11,077		2,651
Transaction costs (Note 8)	83,315		175,510
<b>Total expenses</b>	<b>616,185</b>		<b>682,540</b>
Expenses absorbed by manager (Note 5)	(68,871)		(54,174)
<b>Total expenses (net)</b>	<b>\$ 547,314</b>	<b>\$</b>	<b>628,366</b>
<b>Increase (decrease) in net assets attributable to holders of redeemable units</b>	<b>\$ (9,757,879)</b>	<b>\$</b>	<b>(13,459,497)</b>
<b>Increase (decrease) in net assets attributable to holders of redeemable units per unit (Note 4)</b>	<b>\$ (2.30)</b>	<b>\$</b>	<b>(3.58)</b>

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

# Harvest Clean Energy ETF

STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS			
For the year ended December 31, 2022 and from January 11, 2021 (commencement of operations) to December 31, 2021			
		2022	2021
Net assets attributable to holders of redeemable units beginning of year	\$	65,842,699	\$ -
Increase (decrease) in net assets attributable to holders of redeemable units	\$	(9,757,879)	\$ (13,459,497)
<b>Redeemable unit transactions</b>			
Proceeds from issue of redeemable units		8,410,238	89,617,288
Reinvestments of distributions to holders of redeemable units		549,461	397,823
Redemption of redeemable units		(15,242,174)	(10,315,092)
<b>Net redeemable unit transactions</b>	<b>\$</b>	<b>(6,282,475)</b>	<b>\$ 79,700,019</b>
<b>Distributions to holders of redeemable units</b>			
Net investment income		(549,461)	(397,823)
<b>Total distributions to holders of redeemable units</b>		<b>(549,461)</b>	<b>(397,823)</b>
<b>Net assets attributable to holders of redeemable units end of year</b>	<b>\$</b>	<b>49,252,884</b>	<b>\$ 65,842,699</b>

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



# Harvest Clean Energy ETF

STATEMENTS OF CASH FLOWS			
For the year ended December 31, 2022 and from January 11, 2021 (commencement of operations) to December 31, 2021			
		2022	2021
<b>Operating activities</b>			
Increase (decrease) in net assets attributable to holders of redeemable units	\$	(9,757,879)	\$ (13,459,497)
<b>Add (deduct) items not affecting cash:</b>			
Foreign exchange (gain) loss of cash		2,752	(460)
Realized (gain) loss on sale of investments		13,534,007	3,674,167
Change in unrealized (appreciation) depreciation of investments		(3,278,492)	10,055,348
Change in unrealized (appreciation) depreciation of foreign exchange		(3,589)	1,023
Proceeds from sale of investments*		27,278,107	18,679,671
Purchases of investments*		(24,047,136)	(76,153,065)
Net change in non-cash assets and liabilities		(11,714)	(23,896)
<b>Net cash flow provided by (used in) operating activities</b>	<b>\$</b>	<b>3,716,056</b>	<b>\$ (57,226,709)</b>
<b>Financing activities</b>			
Net proceeds from redeemable units issued*		5,525,711	64,549,736
Net redemption of redeemable units*		(8,603,903)	(6,677,059)
<b>Net cash flow provided by (used in) financing activities</b>	<b>\$</b>	<b>(3,078,192)</b>	<b>\$ 57,872,677</b>
Net increase (decrease) in cash during the year		637,864	645,968
Foreign exchange gain (loss) on cash		(2,752)	460
Cash, beginning of the year		646,428	-
<b>Cash, end of the year</b>	<b>\$</b>	<b>1,281,540</b>	<b>\$ 646,428</b>
<b>Supplemental disclosure of cash flow information</b>			
Dividends received, net of withholding taxes**	\$	936,677	\$ 826,858

\*excludes trades that were not settled in cash (in-kind trades)

\*\*included in operating activities

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

# Harvest Clean Energy ETF

SCHEDULE OF INVESTMENTS				
As at December 31, 2022				
Number of Shares	Security	Average Cost (\$)	Fair Value (\$)	% of Net Assets
<b>EQUITIES</b>				
<b>Energy</b>				
14,070	Enviva Inc.	1,313,465	1,009,120	2.0
17,980	VERBIO Vereinigte BioEnergie AG	1,306,448	1,579,236	3.2
		2,619,913	2,588,356	5.2
<b>Industrials</b>				
1,891,000	China Everbright Environment Group Limited	1,255,410	1,144,821	2.3
53,832	Plug Power Inc.	2,232,604	901,631	1.8
53,708	Shoals Technologies Group, Inc., Class A	1,641,431	1,794,018	3.6
40,242	Sunrun Inc.	2,223,674	1,308,794	2.7
40,875	Vestas Wind Systems A/S	1,977,769	1,610,119	3.3
		9,330,888	6,759,383	13.7
<b>Information Technology</b>				
15,767	Daqo New Energy Corp. ADR	1,208,257	824,266	1.7
4,431	Enphase Energy, Inc.	965,825	1,589,647	3.2
12,599	First Solar, Inc.	1,421,662	2,555,274	5.2
2,174,000	GCL Technology Holdings Limited	920,948	746,699	1.5
15,497	JinkoSolar Holding Co., Ltd. ADR	1,229,668	857,783	1.8
3,252	SolarEdge Technologies, Inc.	1,160,351	1,247,297	2.5
57,340	SunPower Corporation	2,252,994	1,399,820	2.9
636,860	Xinyi Solar Holdings Limited	1,632,614	954,505	1.9
		10,792,319	10,175,291	20.7
<b>Utilities</b>				
28,873	Atlantica Sustainable Infrastructure PLC	1,385,933	1,012,536	2.1
27,746	Boralex Inc., Class A	1,229,212	1,110,395	2.2
24,797	Brookfield Renewable Corporation, Class A	1,418,903	924,184	1.9
615,000	China Longyuan Power Group Corporation Limited, Class H	1,199,340	1,017,757	2.1
30,620	Clearway Energy, Inc., Class A	1,227,777	1,240,468	2.5
206,575	Contact Energy Limited	1,460,164	1,369,166	2.8
24,384	Corporación Acciona Energías Renovables, S.A.	993,306	1,277,256	2.6
110,173	Drax Group PLC	1,280,522	1,267,820	2.6
40,065	EDP Renováveis, S.A.	1,255,105	1,195,076	2.4
48,309	Encavis AG	1,257,726	1,294,292	2.6
31,943	ERG S.p.A.	1,235,183	1,340,785	2.7
202,815	Infratil Limited	1,342,793	1,508,135	3.1
66,536	Innergex Renewable Energy Inc.	1,235,412	1,077,883	2.2
267,940	Mercury NZ Limited	1,614,169	1,280,667	2.6
325,345	Meridian Energy Limited	1,797,786	1,465,546	3.0
23,502	Neoen S.A.	1,633,544	1,281,129	2.6
30,144	Northland Power Inc.	1,330,764	1,119,247	2.3
11,564	Ormat Technologies, Inc.	1,275,740	1,354,074	2.7
8,741	Orsted A/S	1,754,538	1,075,550	2.2
26,435	RWE AG	1,183,088	1,593,504	3.2
44,244	Solaria Energía y Medio Ambiente, S.A.	1,226,001	1,097,850	2.2
70,905	TransAlta Renewables Inc.	1,406,538	797,681	1.6
9,027	VERBUND AG, Class A	973,578	1,029,028	2.1

# Harvest Clean Energy ETF

SCHEDULE OF INVESTMENTS (continued)				
As at December 31, 2022				
Number of Shares	Security	Average Cost (\$)	Fair Value (\$)	% of Net Assets
<b>EQUITIES (continued)</b>				
<b>Utilities (continued)</b>				
1,970,000	Xinyi Energy Holdings Limited	1,454,762	885,089	1.8
		32,171,884	28,615,118	58.1
<b>Total investments</b>		<b>54,915,004</b>	<b>48,138,148</b>	<b>97.7</b>
<b>Other assets less liabilities</b>			<b>1,114,736</b>	<b>2.3</b>
<b>Net assets attributable to holders of redeemable units</b>			<b>49,252,884</b>	<b>100.0</b>

# Harvest Clean Energy ETF

## NOTES TO THE ANNUAL FINANCIAL STATEMENTS

December 31, 2022

### 1. GENERAL

Harvest Clean Energy ETF (the “Fund”) is an investment fund established under the laws of the Province of Ontario pursuant to a Declaration of Trust dated January 7, 2021 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 January 11, 2021. The address of the Fund’s registered office is 610 Chartwell Road, Oakville, Ontario L6J 4A5.

The Fund’s investment objective is to provide unitholders with the opportunity for capital appreciation. The Fund primarily invests in issuers that are engaged in clean energy related businesses that are listed on a regulated stock exchange in select North American, Asian or European countries. In order to achieve its investment objectives, the Fund will invest in an equally weighted portfolio of Equity Securities<sup>1</sup> of 40 Clean Energy Issuers<sup>1</sup> chosen from the Clean Energy Investable Universe<sup>1</sup> that, immediately following each semi-annual reconstitution, rank in the top 40 issuers as measured by market capitalization on an equally weighted basis (in Canadian dollars based on the most recent month end value) and in the determination of the Manager, have sufficient liquidity to meet the Fund’s investment objectives. If, in the opinion of the Manager, there are not 40 Clean Energy Issuers that meet the investment criteria of the Fund, the Manager may invest in fewer than 40 Clean Energy Issuers.

### 2. BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board (“IFRS”). These financial statements were authorized for issue by Harvest Portfolios Group Inc. (the “Manager”) on March 15, 2023.

### 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 FVTPL based on its business model. 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. Carrying values of other financial assets and liabilities at amortized cost 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, 2022 and 2021, there were no differences between the Fund’s NAV per security and its net assets per security calculated in accordance with IFRS 9.

#### Fair value of investments and derivatives

Investments and derivatives 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 are represented by equities.

Investments and derivatives held that are not traded in 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.

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<sup>1</sup> As defined in the Fund’s prospectus dated November 1, 2022.

# Harvest Clean Energy ETF

## 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's units include different redemption rights and in some instances are at 95% of market value of the units on the exchange. As a result, the Fund's units contain multiple contractual obligations 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

Net realized gain (loss) on sale of investments and net change in unrealized appreciation (depreciation) of investments are determined on an average cost basis. Dividend income is accounted for on the ex-dividend date. The cost of investments is determined using the average cost method.

## Foreign currency translation

The Fund's subscriptions and redemptions are predominately 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 and liabilities, 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 on a particular date will be equal to the aggregate value of the assets of the Fund less the aggregate value of the liabilities of the Fund, expressed in Canadian dollars at the applicable exchange rate on such date. The NAV and NAV per unit will be calculated on any day on which the Toronto Stock Exchange ("TSX") is open for trading ("Business Day").

## 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, divided by the weighted average units outstanding for the financial year.

## 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 investments and derivatives under IFRS 9

In classifying and measuring financial instruments held by the Fund, the Manager is required to make significant judgments about the business model in which the portfolio of investments and derivatives is held. The Manager has determined that the Fund's business model is one in which its portfolio is managed, and performance evaluated on a fair value basis under IFRS 9.

## 4. REDEEMABLE UNITS

The authorized capital of the Fund consists of an unlimited number of transferable units of one class representing an equal, undivided interest in the net assets of the Fund. Except as provided in the Declaration of Trust, all units have equal rights and privileges. Each unit is entitled to one vote at all meetings of unitholders and is entitled to participate equally in any and all distributions made by the Fund. The units trade on the TSX under the symbol HCLN. As at December 31, 2022, the closing price of the units was \$12.62 per unit (December 31, 2021 - \$14.88).

# Harvest Clean Energy ETF

## Subscriptions and Redemptions

On any Business Day, a designated broker or underwriter may place a subscription or redemption order for an integral multiple of the prescribed number of units of the ETF.

If the subscription or redemption order is accepted, the ETF will issue or redeem units to/from the designated broker or underwriter generally by the second trading day after the date on which the subscription or redemption order is accepted. For each prescribed number of units issued or redeemed, a designated broker or underwriter must deliver or receive payment consisting of:

- (a) A basket of applicable securities and cash in an amount sufficient so that the value of the securities, and the cash received is equal to the NAV of the units issued or redeemed; or
- (b) Cash in the amount equal to the NAV of the units issued or redeemed.

On any trading day, unitholders may redeem units for cash or exchange units for baskets of securities and cash. Units redeemed for cash may be redeemed at a redemption price per unit equal to 95% of the closing price for the units on the TSX on the effective day of the redemption, subject to a maximum redemption price per unit equal to NAV. Units exchanged for baskets of securities will be exchanged at a price equal to the NAV of the units on the effective date of the exchange request, payable by delivery of baskets of securities and cash. The units will be redeemed in the exchange.

The following units were issued and/or redeemed during the year:

	Units outstanding
<b>Initial issuance, January 11, 2021</b>	<b>50,000</b>
Redeemable units issued	5,050,000
Redeemable units redeemed	(670,000)
<b>Total outstanding as at December 31, 2021</b>	<b>4,430,000</b>
Redeemable units issued	630,000
Redeemable units redeemed	(1,160,000)
<b>Total outstanding as at December 31, 2022</b>	<b>3,900,000</b>

The weighted average number of units outstanding during the year ended December 31, 2022 was 4,234,493 units (2021 – 3,758,535 units).

## Distributions

The Fund is required to pay distributions in an amount not less than the amount necessary to ensure the Fund will not be liable for income taxes on realized capital gains, dividends and interest. A distribution, if any, will be paid at the end of the year and may be paid either in cash or in the form of reinvested units that are subsequently consolidated. If paid in the form of reinvested units there is no impact on NAV per unit, however such reinvested distributions increase the cost base of units held. The Fund paid reinvested distribution of \$549,461 to unitholders for the year ended December 31, 2022 (2021 - \$397,823).

## 5. RELATED PARTY TRANSACTIONS AND OTHER EXPENSES

### Management fees

The Manager is responsible for managing the Fund's overall business and operations and provides key management personnel to the Fund. The Manager is entitled to a fee of 0.40% of the average daily NAV, plus applicable taxes, per annum of the Fund.

### 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.

### 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 and benefits; and other administrative expenses and costs

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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 the Harvest Portfolios Group Inc. funds, and series of each applicable fund. These expenses were \$19,372 for the year ended December 31, 2022 (2021 - \$26,335) and are included in the unitholder reporting costs on the Statements of Comprehensive Income (Loss).

## Waivers and absorptions

At its sole discretion, the Manager may waive management fees or absorb expenses of the Fund. There were no management fee waivers for the year ended December 31, 2022 or 2021. The Manager absorbed \$68,871 of expenses of the Fund for the year ended December 31, 2022 (2021 - \$54,174). The Manager may cease doing so at any time without notice to unitholders.

## 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. The spread of the coronavirus ("COVID-19") over the last couple of years has had a significant impact on the global economy. Although COVID-19 continues to exist, most countries have largely lifted COVID-19 related restrictions and the world has returned to a more normal level of activity. The lasting impact of COVID-19 has been significant supply chain issues which have begun to subside however persist in some industries, and a significant rise in inflation. Inflationary pressures have been exacerbated by the war in Ukraine and continue to impact global commodity supplies and costs. Central banks globally have quickly raised interest rates to address inflation although increasing the likelihood for a global recession. The above factors continue to impact global economies and financial markets, and uncertainty of the impact on financial performance of the Fund's investments persists. The Fund's future investment results may be materially adversely affected as a result.

As at December 31, 2022, 97.7% (December 31, 2021 – 99.0%) 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 \$2,406,907 (December 31, 2021 - \$3,258,670).

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 tables below summarize the Fund's net 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).



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As at December 31, 2022		
Currency	Currency exposure*	As a % of net assets
Danish Krone	\$2,686,087	5.5
Euro	\$11,689,060	23.7
Hong Kong Dollar	\$4,748,929	9.6
New Zealand Dollar	\$5,636,912	11.4
Norwegian Krone	\$363	-
Pound Sterling	\$1,319,711	2.7
U.S. Dollar	\$17,176,823	34.9
<b>Total</b>	<b>\$43,257,885</b>	<b>87.8</b>

\*In Canadian dollars

As at December 31, 2021		
Currency	Currency exposure*	As a % of net assets
Danish Krone	\$2,816,095	4.3
Euro	\$12,404,799	18.8
Hong Kong Dollar	\$7,754,198	11.8
New Zealand Dollar	\$6,314,957	9.6
Norwegian Krone	\$2,786,202	4.2
Pound Sterling	\$3,394,456	5.2
U.S. Dollar	\$22,493,212	34.2
<b>Total</b>	<b>\$57,963,919</b>	<b>88.1</b>

\*In Canadian dollars

The non-monetary currency exposure was \$43,108,757 (December 31, 2021 - \$57,910,954) and the monetary currency exposure was \$149,128 (December 31, 2021 - \$52,965).

As at December 31, 2022, 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 decreased or increased, respectively, by approximately \$2,162,894 (December 31, 2021 - \$2,898,196) or 4.4% (December 31, 2021 - 4.4%) based on the net currency exposure. 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. Interest rate risk arises when the Fund invests in interest-bearing financial instruments. As at December 31, 2022 and 2021 the Fund did not hold any bonds or money market instruments; therefore, the Fund has no significant exposure to interest rate risk.

### 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 redemption of units as described in Note 4. Settlement of redemptions is primarily by delivery of securities and cash. 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 and therefore, the Fund is not exposed to any significant liquidity risk. In addition, the Fund retains sufficient cash and cash equivalent positions to maintain liquidity.

As at December 31, 2022 and 2021, all the Fund's financial liabilities had maturities of less than three months.

### Credit risk

Credit risk is the risk that a 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



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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.

As at December 31, 2022 and 2021, the Fund did not have significant credit risk exposure. All cash held by the fund is held with a reputable and regulated financial institution.

### 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.

The tables below summarize the fair value of the Fund's financial instruments using the following fair value hierarchy:

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

Securities classification:

Investments at fair value as at December 31, 2022				
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Totals (\$)
<b>Financial Assets</b>				
<b>Equities</b>				
ADR	1,682,049	-	-	1,682,049
Common Stock	46,456,099	-	-	46,456,099
<b>Total Financial Assets</b>	<b>48,138,148</b>	<b>-</b>	<b>-</b>	<b>48,138,148</b>

Investments at fair value as at December 31, 2021				
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Totals (\$)
<b>Financial Assets</b>				
<b>Equities</b>				
ADR	1,257,831	-	-	1,257,831
Common Stock	63,915,567	-	-	63,915,567
<b>Total Financial Assets</b>	<b>65,173,398</b>	<b>-</b>	<b>-</b>	<b>65,173,398</b>

There were no Level 3 securities held by the Fund as at December 31, 2022 and there were no significant transfers between Level 1 and Level 2 for the year ended December 31, 2022. There was one Level 3 security held by the Fund during the period ended December 31, 2021 and there were no significant transfers between Level 1 and Level 2 for the period ended December 31, 2021. On April 1, 2021, shares of GCL Technology Holdings Limited ("GCL", formerly GCL-Poly Energy Holdings Limited) were halted on the Hong Kong Stock Exchange because the issuer had failed to file its financial statements with the regulator for year-end by the filing deadline. At that time, GCL was valued at its last traded price of 1.98 HKD per share and represented 4.04% of the NAV of the Fund. Immediately prior to resumption of trading on November 1, 2021 GCL was valued at 0.693 HKD per share which was 35% of the last traded price of 1.98 HKD. The discount applied to the last traded price was based on the various circumstances that have caused the delay in filing the year-end financial statements. After resumption of trading the position was disposed of and no longer held at December 31, 2021. During the year ended December 31, 2022, the position was reacquired during a reconstitution. Since the reacquisition the holding continues to be a Level 1 security.

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The following is a reconciliation of investments in which unobservable inputs (Level 3) were used in determining value:

	December 31, 2022	December 31, 2021
	Amount (\$)	Amount (\$)
<b>Opening balance</b>	-	-
Transfer to Level 3	-	2,022,990
Purchases	-	-
Sales	-	-
Net realized gain (loss)	-	-
Net change in unrealized appreciation (depreciation)	-	(1,325,004)
Transfer from Level 3	-	(697,986)
<b>Closing balance</b>	-	-

The value of Level 1 and Level 2 equities 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 country and industry in which the companies held in the portfolio operate.

Geography:

As at	December 31, 2022	December 31, 2021
	% of net assets	% of net assets
United States	31.0	32.0
China	13.1	13.7
New Zealand	11.5	9.6
Spain	9.3	7.2
Germany	9.0	5.9
Canada	8.3	8.8
Denmark	5.5	4.3
Italy	2.7	2.7
France	2.6	2.6
United Kingdom	2.6	5.2
Cash and other assets and liabilities	2.3	1.0
Austria	2.1	2.8
Norway	-	2.2
South Africa	-	2.0
<b>Totals</b>	<b>100.0</b>	<b>100.0</b>

Market Segment:

As at	December 31, 2022	December 31, 2021
	% of net assets	% of net assets
Utilities	58.1	52.2
Information Technology	17.8	14.8
Industrials	16.6	29.0
Energy	5.2	3.0
Cash and other assets and liabilities	2.3	1.0
<b>Totals</b>	<b>100.0</b>	<b>100.0</b>

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## 7. TAXATION

The Fund qualifies as a mutual fund trust under the Income Tax Act (Canada). For tax purposes, the Fund has a December 15 year end. All 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 Statements 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 for 20 years and applied against future taxable income.

As at the last taxation year end, the Fund had \$14,847,022 of capital losses, which can be carried forward indefinitely and applied against future capital gains. There are no non-capital losses available to offset against income in future years.

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 in the Statements of Comprehensive Income (Loss).

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.

## 8. 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, 2022 and 2021 amounted to \$nil.



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#### **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 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.