

Interim Management Report of Fund Performance

June 30, 2016

The Fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure, can be obtained at your request, and at no cost, by calling us at 1-866-998-8298; by writing to us at Harvest Portfolios Group, 710 Dorval Drive, Suite 209, Oakville, Ontario, L6K 3V7; by visiting our website at www.harvestportfolios.com; or on SEDAR at www.sedar.com.

#### **CORPORATE OVERVIEW**

Harvest Portfolios Group Inc. ("Harvest") is a Canadian Investment Manager focused on unique income generating investment products. Harvest was founded in 2009 and is focused on developing investment products that follow three investment criteria:

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

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

#### INVESTMENT PRODUCT

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



#### INTERIM MANAGEMENT DISCUSSION OF FUND PERFORMANCE

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

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

### INVESTMENT OBJECTIVES AND STRATEGY

The Fund's investment objectives are to:

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

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

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

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

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

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

#### **RISK**

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

#### **RESULTS OF OPERATIONS**

The Funds return for the period ending June 30, 2016 was 12.12% for Series R, 11.97% for Series A, 12.76% for Series F and 12.60% for Series D compared to the S&P/TSX Composite Total Return Index return of 9.84%.

Early in the year, broader global equity markets sold off as investors weighed the economic implications of potential US interest rate hikes during 2016 coupled with the collapse in energy prices and moderating economic data. In the latter part of the period, global markets had a significant increase in short term volatility surrounding the surprising results from the British referendum to leave the European Union. Markets quickly stabilized as expectations for a significant global economic disruption subsided and concurrently the prospects for multiple US rate increases for the balance of the year diminished. In particular, energy prices stabilized through the middle of the period following extraordinarily volatile prices that have been under pressure since the latter part of 2014. This coupled with strong returns and recovery in commodity prices in general provided the back drop for solid performance in the Canadian equity markets. While the Fund has only small direct exposure to resource equities, the resource related infrastructure equities also performed well and benefitted the Funds relative performance.



The Fund remained well diversified and primarily invested in a portfolio of Canadian equity securities of utilities, industrials, communications, real estate and retail issuers augmented with select resource related equities and select U.S. equities.

#### RECENT DEVELOPMENTS

There were no new developments to note during the period.

#### RELATED PARTY TRANSACTIONS

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

#### MANAGEMENT AND OTHER FEES

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

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

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

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	1.25%	1.00%	2.25%
A	1.25%	1.25%	2.50%
F	1.25%	0.00%	1.25%
D	1.25%	0.25%	1.50%

#### Operating expenses

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

The Manager may, in some cases, absorb a portion of the Fund's operating expenses. The amount of absorption for the period ended June 30, 2016 was \$nil (2015 - \$73,201). 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 \$24,048 for the period ended June 30, 2016 (2015 - \$31,016) and are included in the unitholder reporting costs on the Statements of Comprehensive Income (Loss) in the financial statements.



#### RECOMMENDATION OR REPORTS BY THE INDEPENDENT REVIEW COMMITTEE

The Independent Review Committee tabled no special reports and made no extraordinary material recommendations to management of the Fund during the period ended June 30, 2016.

#### FINANCIAL HIGHLIGHTS

The following tables present selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the period ended June 30, 2016 and past annual periods. This information is derived from the Fund's condensed interim financial statements and past annual audited financial statements.

THE FUND'S NET ASSETS PER			Seri	es I	2		
UNIT	2016	2015	2014		2013	2012	2011
Net assets - beginning of period <sup>2</sup>	\$ 11.81	\$ 14.66	\$ 14.47	\$	13.72	\$ 12.43	\$ 12.42
Increase (decrease) from operations							
Total revenue	0.48	0.62	0.65		0.70	0.81	1.06
Total expenses	(0.21)	(0.42)	(0.45)		(0.44)	(0.45)	(0.42)
Realized gains (losses) for the period	0.21	0.63	1.45		0.58	1.24	0.16
Unrealized gains (losses) for the period	 0.88	(2.60)	(0.53)		0.77	0.51	0.31
Total increase (decrease) from operations <sup>1</sup>	\$ 1.36	\$ (1.77)	\$ 1.12	\$	1.61	\$ 2.11	\$ 1.11
Distributions <sup>3</sup>							
From income	(0.42)	-	_		-	-	-
From dividends	-	-	-		-	(0.07)	(0.16)
From capital gains	-	(0.45)	(0.49)		-	(0.10)	(0.12)
Return of capital	 -	(0.39)	(0.35)		(0.84)	(0.67)	(0.56)
Total distributions <sup>3</sup>	\$ (0.42)	\$ (0.84)	\$ (0.84)	\$	(0.84)	\$ (0.84)	\$ (0.84)
Net assets - end of period <sup>1, 7</sup>	\$ 12.80	\$ 11.81	\$ 14.66	\$	14.47	\$ 13.70	\$ 12.43

THE FUND'S NET ASSETS PER			Se	eries A		
UNIT	2016	2015		2014	2013	2012
Net assets - beginning of period <sup>2</sup>	\$ 11.87	\$ 14.72	\$	14.50	\$ 13.74	\$ 13.01
Increase (decrease) from operations						
Total revenue	0.48	0.62		0.66	0.71	0.46
Total expenses	(0.23)	(0.42)		(0.43)	(0.41)	(0.21)
Realized gains (losses) for the period	0.20	0.60		1.48	0.72	0.27
Unrealized gains (losses) for the period	0.90	(2.64)		(0.61)	0.60	0.32
Total increase (decrease) from operations <sup>1</sup>	\$ 1.35	\$ (1.84)	\$	1.10	\$ 1.62	\$ 0.84
Distributions <sup>3</sup>						
From income	(0.42)	_		-	-	_
From dividends	-	-		-	-	(0.04)
From capital gains	-	(0.45)		(0.49)	-	(0.06)
Return of capital	-	(0.39)		(0.35)	(0.84)	(0.39)
Total distributions <sup>3</sup>	\$ (0.42)	\$ (0.84)	\$	(0.84)	\$ (0.84)	\$ (0.49)
Net assets - end of period <sup>1,7</sup>	\$ 12.85	\$ 11.87	\$	14.72	\$ 14.50	\$ 13.72



THE FUND'S NET ASSETS			Se	eries F		
PER UNIT	2016	2015		2014	2013	2012
Net assets - beginning of period <sup>2</sup>	\$ 12.54	\$ 15.27	\$	14.82	\$ 13.83	\$ 13.37
Increase (decrease) from operations						
Total revenue	0.53	0.66		0.68	0.70	0.47
Total expenses	(0.16)	(0.22)		(0.23)	(0.23)	(0.09)
Realized gains (losses) for the period	0.26	0.46		1.53	0.75	0.35
Unrealized gains (losses) for the period	0.88	(2.78)		(0.64)	0.43	0.10
Total increase (decrease) from operations <sup>1</sup>	\$ 1.51	\$ (1.88)	\$	1.34	\$ 1.65	\$ 0.83
Distributions <sup>3</sup>						
From income	(0.42)	_		-	-	_
From dividends	-	_		-	-	(0.03)
From capital gains	-	(0.25)		(0.49)	-	(0.05)
Return of capital	_	(0.59)		(0.35)	(0.84)	(0.34)
Total distributions <sup>3</sup>	\$ (0.42)	\$ (0.84)	\$	(0.84)	\$ (0.84)	\$ (0.42)
1 otal distributions	 					

THE FUND'S NET ASSETS		Series	D	
PER UNIT	2016	2015		2014
Net assets - beginning of period <sup>2</sup>	\$ 12.02	\$ 14.70	\$	14.93
Increase (decrease) from operations				
Total revenue	0.49	0.68		0.31
Total expenses	(0.17)	(0.23)		(0.12)
Realized gains (losses) for the period	0.21	(0.59)		0.95
Unrealized gains (losses) for the period	 0.90	(3.05)		(0.85)
Total increase (decrease) from operations <sup>1</sup>	\$ 1.43	\$ (3.19)	\$	0.29
Distributions <sup>3</sup>				
From income	(0.42)	-		-
From capital gains	-	-		(0.24)
Return of capital	 -	(0.84)		(0.18)
Total distributions <sup>3</sup>	\$ (0.42)	\$ (0.84)	\$	(0.42)
Net assets - end of period <sup>1</sup>	\$ 13.10	\$ 12.02	\$	14.70



Series R

RATIOS AND SUPPLEMEN	ГАІ	. DATA					
		2016	2015	2014	2013	2012	2011
Total net asset							
value	\$	14,375,489	\$ 16,299,051	\$ 31,486,334	\$ 44,525,036	\$ 30,212,861	\$ 49,180,568
Number of units							
outstanding		1,122,994	1,380,416	2,148,465	3,077,537	2,201,584	3,945,599
Management		2.400/	2.020/	2.020/	2.450/	2 440/	2 020/
expense ratio <sup>4</sup>		3.48%	3.03%	3.03%	3.15%	3.41%	3.03%
Management							
expense ratio before waivers							
or absorptions <sup>4</sup>		3.48%	3.03%	3.03%	3.15%	3.41%	3.03%
Trading expense		3.1070	3.0370	3.0370	3.1370	5.1170	3.0370
ratio <sup>5</sup>		0.09%	0.13%	0.13%	0.13%	0.22%	0.10%
Portfolio							
turnover rate <sup>6</sup>		3.34%	16.47%	30.77%	60.33%	28.69%	66.53%
Net asset value							
per unit	\$	12.80	\$ 11.81	\$ 14.66	\$ 14.47	\$ 13.72	\$ 12.46
Closing market							
price							
(HCF.UN)	\$	n/a	\$ n/a	\$ n/a	\$ n/a	\$ n/a	\$ 12.09

# Series A

RATIOS AND					
SUPPLEMENTAL DATA					
	2016	2015	2014	2013	2012
Total net asset					
value	\$ 6,779,949	\$ 8,876,673	\$ 18,110,870	\$ 19,758,412	\$ 6,933,466
Number of units					
outstanding	527,538	747,881	1,230,552	1,362,396	504,801
Management					
expense ratio <sup>4</sup>	3.74%	2.99%	2.89%	2.89%	2.96%
Management					
expense ratio					
before waivers					
or absorptions <sup>4</sup>	3.74%	3.06%	3.14%	3.42%	3.52%
Trading expense					
ratio <sup>5</sup>	0.09%	0.13%	0.13%	0.13%	0.22%
Portfolio					
turnover rate <sup>6</sup>	3.34%	16.47%	30.77%	60.33%	28.69%
Net asset value					
per unit	\$ 12.85	\$ 11.87	\$ 14.72	\$ 14.50	\$ 13.74



Series F

RATIOS AND					
SUPPLEMENTAL DATA					
	2016	2015	2014	2013	2012
Total net asset					
value	\$ 2,105,027	\$ 1,907,720	\$ 2,713,949	\$ 2,647,817	\$ 621,968
Number of units					
outstanding	153,673	152,161	177,707	178,720	44,960
Management					
expense ratio <sup>4</sup>	2.38%	1.49%	1.49%	1.59%	1.52%
Management					
expense ratio					
before waivers					
or absorptions <sup>4</sup>	2.38%	1.65%	1.80%	2.01%	2.09%
Trading expense					
ratio <sup>5</sup>	0.09%	0.13%	0.13%	0.13%	0.22%
Portfolio					
turnover rate <sup>6</sup>	3.34%	16.47%	30.77%	60.33%	28.69%
Net asset value					
per unit	\$ 13.70	\$ 12.54	\$ 15.27	\$ 14.82	\$ 13.83

#### Series D

RATIOS AND			
SUPPLEMENTAL DATA			
	2016	2015	2014
Total net asset			
value	\$ 18,516	\$ 19,120	\$ 1,529
Number of units			
outstanding	1,414	1,590	104
Management			
expense ratio <sup>4</sup>	2.66%	1.68%	1.69%
Management			
expense ratio			
before waivers			
or absorptions <sup>4</sup>	2.66%	2.00%	2.39%
Trading expense			
ratio <sup>5</sup>	0.09%	0.13%	0.28%
Portfolio			
turnover rate <sup>6</sup>	3.34%	16.47%	30.77%
Net asset value			
per unit	\$ 13.10	\$ 12.02	\$ 14.70

#### **Explanatory Notes:**

- 1. Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the reporting period. It is not intended that the Fund's net assets per unit table act as a continuity of opening and closing net assets per unit.
- 2. Net assets, at the commencement of operations was \$11.17, net of agents' commissions and issuance costs of \$0.83 per unit. On conversion from a closed end fund to an open end fund, June 20, 2012, all Fund units were exchanged one-for-one into Series R, at an NAV of \$13.1442. Series A, Series F and Series D commenced operations on June 25, 2012, July 16 2012 and July 9, 2014 respectively.
- 3. Distributions were paid in cash until conversion from a closed end fund to an open end fund, June 20, 2012, after which, an automatic reinvestment or cash option was made available.



- 4. Management expense ratio ("MER") is based on total expenses (excluding commissions and other portfolio transaction costs) of the stated period and is expressed as an annualized percentage of daily average net asset value during the period. The Series R MER for 2012 includes interest expense of \$93,690, and conversion costs of \$183,055, without which the MER would be 2.72%.
- 5. The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the period.
- 6. The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a Fund's portfolio turnover rate, the greater the trading costs payable by the Fund and the greater the chance of an investor receiving taxable capital gains. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.
- 7. Amounts reported for the 2016 to 2013 periods are reported in accordance with International Financial Reporting Standards. All other prior periods are reported under Canadian generally accepted accounting principles.

#### Past Performance

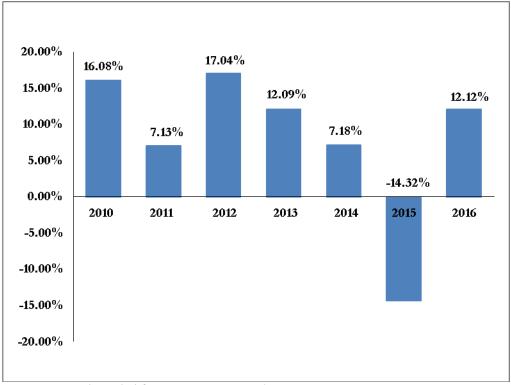
The performance information presented herein assumes all dividends of the Fund during the periods presented were reinvested in additional securities of the Fund. The performance information does not take into account sales, redemption, or other charges that would have reduced returns or affected performance.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

#### YEAR-BY-YEAR RETURNS

The following charts present the performance for each of the periods shown and illustrate how the performance varied for Series R, Series A, Series F and Series D. The charts show, in percentage terms, how much an investment made on the first day of each financial year would have grown or decreased by the last day of each financial year except for the 2016 period which represents the interim period.

#### **Fund Performance**

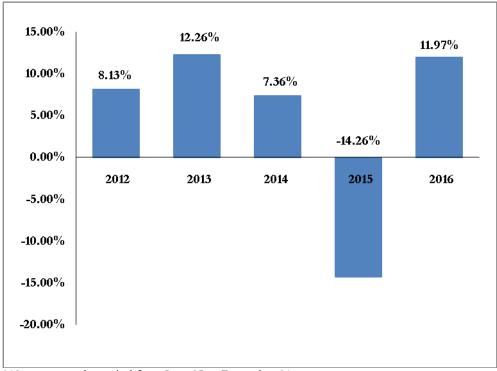
#### Series R



2010 represents the period from June 29 to December 31.

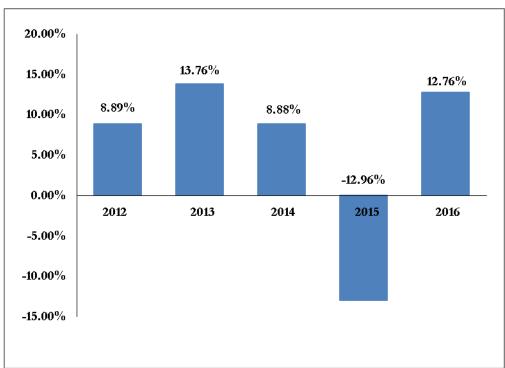


Series A



2012 represents the period from June 25 to December 31.

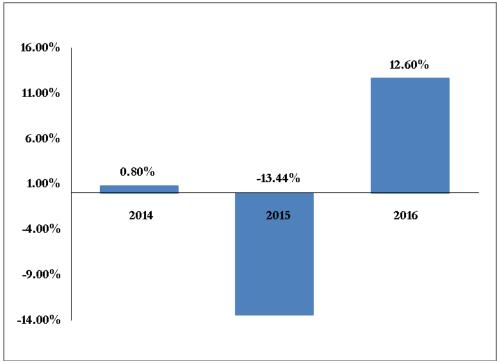
Series F



2012 represents the period from July 16 to December 31.



## Series D



2014 represents the period from July 9 to December 31.



### SUMMARY OF INVESTMENT PORTFOLIO

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

## As at June 30, 2016

Top Holdings	% of Net Asset Value	Yield (%)
Yellow Pages Digital & Media Solutions Limited 8.00% Nov 30/22	7.5	5.9
Inter Pipeline Ltd.	6.1	5.7
Whitecap Resources, Inc.	5.5	2.8
Sirius XM Canada Holdings Inc., Sub. Voting	5.3	9.2
TELUS Corporation	4.9	4.4
Parkland Fuel Corporation	4.8	5.0
Keyera Corp.	4.8	3.8
Altria Group, Inc.	4.7	3.3
Enbridge Inc.	4.6	3.9
DH Corporation	4.5	4.0
Leon's Furniture Limited	4.4	2.6
Great-West Lifeco Inc.	4.3	4.1
Corby Spirit and Wine Limited Cl. A	4.1	3.7
Chemtrade Logistics Income Fund	3.8	6.7
TransCanada Corporation	3.8	3.9
Timbercreek Mortgage Investment Corporation	3.7	8.6
Regions Financial Corporation	3.6	3.1
Stuart Olson Inc.	3.6	8.1
Westshore Terminals Investment Corporation	3.2	3.4
Labrador Iron Ore Royalty Corporation	3.2	8.1
BTB Real Estate Investment Trust	3.0	9.4
Mainstreet Equity Corporation	2.7	n/a
Pembina Pipeline Corporation	2.0	4.9
Cash and other assets and liabilities	1.9	n/a
Total	100.0	

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



# SECTOR ALLOCATION

Sector	% of Net Asset Value
Pipeline Issuers	16.5
Energy Related Issuers	15.1
Consumer Discretionary Issuers	9.7
Real Estate Issuers	9.4
Consumer Staples Issuers	8.8
Banking and Other Financial Issuers	7.9
Fixed Income	7.5
Materials Issuers	7.0
Industrials Issuers	6.8
Telecommunication Services Issuers	4.9
Information Technology Issuers	4.5
Cash and other assets and liabilities	1.9
Total	100.0

# GEOGRAPHIC ALLOCATION

Country of Issue	% of Net Asset Value
Canada	91.7
United States of America	8.3
Total	100.0



#### **Head Office**

710 Dorval Drive, Suite 209
Oakville, ON L6K 3V7
Phone Number: 416.649.4541
Toll Free: 866.998.8298
Fax Number: 416.649.4542

Email: info@harvestportfolios.com

#### CAUTION REGARDING FORWARD-LOOKING STATEMENTS

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

