

FORTIFIED INCOME ALTERNATIVE FUND



**THINK AHEAD.
STAY AHEAD.**

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MANAGEMENT'S RESPONSIBILITY STATEMENT

The accompanying financial statements have been prepared by Picton Mahoney Asset Management, the Manager of the Picton Mahoney Fortified Income Alternative Fund (the "Fund"). The Manager is responsible for all of the information and representations contained in these financial statements.

The financial statements have been prepared in accordance with International Financial Reporting Standards and include certain amounts that are based on estimates and judgements. Management maintains appropriate processes to ensure that relevant and reliable financial information is produced.

Picton Mahoney Asset Management

Toronto, Ontario

August 28, 2020

NOTICE TO UNITHOLDERS

The auditor of the Fund has not reviewed these financial statements.

Picton Mahoney Asset Management, the Manager of the Fund, appoints an independent auditor to audit the Fund's annual financial statements. Applicable securities laws require that if an auditor has not reviewed the Fund's interim financial statements, this must be disclosed in an accompanying notice.

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

STATEMENTS OF FINANCIAL POSITION

As at June 30, 2020 (unaudited) and December 31, 2019

	June 30, 2020 \$	December 31, 2019 \$
Assets		
Current assets		
Long positions at fair value*	376,515,844	127,217,600
Cash	16,331,029	5,769,791
Options purchased	1,138,292	139,227
Unrealized gain on foreign exchange forward contracts at fair value	4,744,227	1,199,998
Deposits with brokers for securities sold short	-	4,495,623
Due from Manager	76,939	76,939
Subscriptions receivable	1,025,397	64,850
Receivable for investments sold	2,784,447	-
Dividends receivable	44,010	-
Interest and other receivable	4,705,224	1,602,135
	<u>407,365,409</u>	<u>140,566,163</u>
Liabilities		
Current liabilities		
Short positions at fair value**	61,215,533	30,025,472
Options written	611,388	27,423
Unrealized loss on foreign exchange forward contracts at fair value	330,938	-
Management fee payable	722,177	80,329
Redemptions payable	78,067	-
Accrued liabilities	68,521	67,977
Payable for investments purchased	12,485,098	1,195,118
Interest payable	735,600	400,930
Distributions payable	16	19,688
	<u>76,247,338</u>	<u>31,816,937</u>
Net Assets Attributable to Holders of Redeemable Units	<u>331,118,071</u>	<u>108,749,226</u>
Net Assets Attributable to Holders of Redeemable Units per Class		
Class A	17,563,510	5,399,531
Class F	175,167,455	32,771,888
Class I	6,180,319	6,785,682
Class ETF	132,206,787	63,792,125
Number of Redeemable Units Outstanding		
Class A	1,760,282	532,900
Class F	17,362,062	3,216,845
Class I	606,648	662,915
Class ETF	13,080,000	6,250,000
Net Assets Attributable to Holders of Redeemable Units per Unit		
Class A	9.98	10.13
Class F	10.09	10.19
Class I	10.19	10.24
Class ETF	10.11	10.21
* Long positions, at cost	374,532,303	127,439,810
** Short positions, at cost	(63,535,086)	(30,038,686)

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

Approved on behalf of the Manager

David Picton

Arthur Galloway




President

CFO

STATEMENT OF COMPREHENSIVE INCOME (LOSS)

For the six month period ended June 30 (unaudited)

	2020 \$
Income	
Net gains (losses) on investments and derivatives	
Interest for distribution purposes	5,982,216
Dividends	321,212
Net realized gain (loss) on investments and options	3,476,808
Net realized gain (loss) on foreign exchange forward contracts	(7,059,979)
Change in unrealized appreciation (depreciation) on investments, options and foreign exchange forward contracts	8,172,280
Interest and borrowing expense	(1,674,323)
Dividend expense	(45,448)
Net gains (losses) on investments and derivatives	<u>9,172,766</u>
Other income	
Securities lending income	396
Foreign currency gain (loss) on cash and other assets and liabilities	<u>1,298,967</u>
Total Income	<u>10,472,129</u>
Expenses	
Transaction costs	3,388,954
Management fees	1,032,483
Performance fees	786,822
Harmonized sales tax	137,599
Administrative fees	96,586
Securityholder reporting fees	31,430
Legal fees	12,190
Audit fees	10,640
Independent Review Committee fees	3,530
Custody fees	551
Total Expense before Manager Absorption	<u>5,500,785</u>
Less: Expenses Absorbed by Manager	<u>(836,872)</u>
Total Expense after Manager Absorption	<u>4,663,913</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>5,808,216</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Class	
Class A	211,583
Class F	4,937,374
Class I	3,198
Class I	<u>656,061</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit	
Class A	0.21
Class F	0.54
Class I	-
Class I	<u>0.06</u>

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

STATEMENT OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS

For the six month period ended June 30 (unaudited)

	2020 \$		2020 \$
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period		Distributions to Holders of Redeemable Units	
Class A	5,399,531	Net investment income	
Class F	32,771,888	Class A	(183,258)
Class I	6,785,682	Class F	(1,697,997)
Class ETF	63,792,125	Class I	(115,911)
	<u>108,749,226</u>	Class ETF	(1,952,371)
			<u>(3,949,537)</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units		Net Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	
Class A	211,583	Class A	12,347,237
Class F	4,937,374	Class F	144,093,564
Class I	3,198	Class I	(489,452)
Class ETF	656,061	Class ETF	70,367,033
	<u>5,808,216</u>		<u>222,368,845</u>
Redeemable Unit Transactions		Net Assets Attributable to Holders of Redeemable Units at End of Period	
Proceeds from redeemable units issued		Class A	17,563,510
Class A	12,271,504	Class F	175,167,455
Class F	144,678,606	Class I	6,180,319
Class I	4,900,000	Class ETF	132,206,787
Class ETF	91,530,919		<u>331,118,071</u>
	<u>253,381,029</u>		
Reinvestments of distributions to holders of redeemable units			
Class A	117,119		
Class F	958,690		
Class I	115,911		
Class ETF	-		
	<u>1,191,720</u>		
Redemption of redeemable units			
Class A	(252,969)		
Class F	(6,481,106)		
Class I	(5,508,561)		
Class ETF	(21,819,947)		
	<u>(34,062,583)</u>		
Net Increase (Decrease) from Redeemable Unit Transactions	<u>220,510,166</u>		

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

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

STATEMENT OF CASH FLOWS

For the six month period ended June 30 (unaudited)

	2020 \$
Cash Flows from Operating Activities	
Increase (decrease) in net assets attributable to holders of redeemable units	5,808,216
Adjustments for:	
Unrealized foreign exchange (gain) loss on cash	(117,298)
Net realized (gain) loss on investments, options, foreign exchange forward contracts and credit default swaps	(3,476,808)
Change in unrealized (appreciation) depreciation on investments, options, foreign exchange forward contracts and credit default swaps	(8,172,280)
(Increase) decrease in interest and other receivables	(3,103,089)
(Increase) decrease in dividends receivable	(44,010)
(Increase) decrease in deposits with brokers for securities sold short	4,495,623
Increase (decrease) in interest payable	334,670
Increase (decrease) in other payables and accrued liabilities	642,392
Purchase of long positions and repurchases of investments sold short	(736,816,344)
Proceeds from sales of long positions and on investments sold short	535,234,391
Net Cash Generated (Used) by Operating Activities	<u>(205,214,537)</u>
Cash Flows from Financing Activities	
Distributions to holders of redeemable units, net of reinvested distributions	(2,777,489)
Proceeds from redeemable units issued	252,173,208
Amount paid on redemption of redeemable units	(33,737,242)
Net Cash Generated (Used) by Financing Activities	<u>215,658,477</u>
Unrealized foreign exchange gain (loss) on cash	117,298
Net increase (decrease) in cash	10,443,940
Cash, beginning of period	5,769,791
Cash, End of Period	<u>16,331,029</u>
Cash	16,331,029
Cash overdraft	-
Net Cash (Overdraft)	<u>16,331,029</u>
Items classified as operating activities:	
Interest received, net of withholding tax	2,879,127
Dividends received, net of withholding tax	277,202
Interest and borrowing expense paid	(1,339,653)
Dividends paid	(45,448)

Net of non-cash transfers and switches of \$247,274.

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

SCHEDULE OF INVESTMENT PORTFOLIO

As at June 30, 2020 (unaudited)

CCY*	No. of shares/ units/ Face value	Security Description	Average cost (\$)	Fair value (\$)	CCY*	No. of shares/ units/ Face value	Security Description	Average cost (\$)	Fair value (\$)
LONG POSITIONS (114.0%)									
Canadian Equities (6.3%)									
Financials (6.0%)									
	35,200	Bank of Montreal, Preferred Series 38	753,166	807,488	CAD	1,200,000	Cogeco Communications Inc. 4.925%, 2022-02-14	1,253,808	1,257,202
	64,600	Bank of Nova Scotia, Preferred Series 38	1,431,185	1,511,640	CAD	1,600,000	Cogeco Communications Inc. 4.175%, 2023-05-26	1,677,968	1,684,841
	133,700	Canadian Imperial Bank of Commerce, Preferred Series 45	2,236,165	2,445,373	USD	2,750,000	Element Fleet Management Corp. 3.850%, 2025-06-15	3,783,715	3,848,904
	22,500	Canadian Imperial Bank of Commerce, Preferred Series 51	461,136	474,300	CAD	3,950,000	Enbridge Inc. 6.625%, 2078-04-12	4,181,059	4,286,028
	99,300	Element Financial Corp., Preferred Series E	1,981,870	1,986,000	USD	4,500,000	First Quantum Minerals Ltd. 7.250%, 2022-05-15	5,884,121	6,013,964
	78,000	Element Fleet Management Corp., Preferred Series A	1,731,837	1,616,160	USD	4,350,000	First Quantum Minerals Ltd. 6.875%, 2026-03-01	5,557,089	5,627,403
	60,200	Element Fleet Management Corp., Preferred Series C	1,243,671	1,216,040	CAD	750,000	Gibson Energy Inc. 2.450%, 2025-07-14	749,965	751,729
	30,000	Element Fleet Management Corp., Preferred Series G	717,314	649,500	CAD	750,000	Gibson Energy Inc. 2.850%, 2027-07-14	749,813	756,439
	60,700	Element Fleet Management Corp., Preferred Series I	1,320,074	1,299,587	CAD	500,000	Granite REIT Holdings LP 3.062%, 2027-06-04	500,000	513,518
	3,600	National Bank of Canada, Preferred Series 36	84,407	87,984	CAD	2,650,000	Inter Pipeline Ltd. 4.232%, 2027-06-01	2,650,000	2,766,327
	45,000	Royal Bank of Canada, Preferred Series BK	1,070,947	1,095,750	CAD	5,575,000	Inter Pipeline Ltd. 6.625%, 2079-11-19	5,382,767	5,126,555
	62,800	Toronto-Dominion Bank, Preferred Series 14	1,361,636	1,458,216	USD	2,650,000	Intertape Polymer Group Inc. 7.000%, 2026-10-15	3,705,197	3,722,149
	36,600	Toronto-Dominion Bank, Preferred Series 16	638,913	676,734	CAD	8,500,000	Iron Mountain Canada Operations ULC 5.375%, 2023-09-15	8,688,582	8,590,015
	54,600	Toronto-Dominion Bank, Preferred Series 18	924,562	975,156	CAD	2,100,000	Keyera Corp. 3.959%, 2030-05-29	2,112,356	2,209,247
	44,600	Toronto-Dominion Bank, Preferred Series 22	872,133	941,506	CAD	3,625,000	Keyera Corp. 6.875%, 2079-06-13	3,549,703	3,606,036
	113,300	Toronto-Dominion Bank, Preferred Series 24	<u>2,243,729</u>	<u>2,508,462</u>	CAD	500,000	Loblaw Cos Ltd. 2.284%, 2030-05-07	500,000	510,306
			<u>19,072,745</u>	<u>19,749,896</u>	CAD	120,000	Loblaw Cos Ltd. 6.850%, 2032-03-01	162,589	166,628
					CAD	4,125,000	Mattamy Group Corp. 4.625%, 2028-03-01	4,000,756	3,956,563
					USD	6,025,000	MDC Partners Inc. 6.500%, 2024-05-01	7,089,477	7,657,316
					USD	1,710,000	New Gold Inc. 7.500%, 2027-07-15	2,345,712	2,411,575
	320,000	MDC Partners Inc.	<u>883,893</u>	<u>906,553</u>	CAD	1,775,000	Nissan Canada Inc. 2.606%, 2021-03-05	1,736,305	1,759,887
Communication Services (0.3%)					CAD	2,300,000	NuVista Energy Ltd. 6.500%, 2023-03-02	1,934,839	1,596,105
Total Canadian Equities - Long					USD	1,850,000	Open Text Corp. 5.875%, 2026-06-01	2,638,913	2,620,315
Canadian Debt (51.3%)					CAD	6,675,000	Parkland Corp. 5.750%, 2024-09-16	6,732,469	6,786,250
Corporate Bonds (51.3%)					CAD	4,575,000	Parkland Corp. 6.500%, 2027-01-21	4,732,418	4,757,047
USD	1,450,000	1011778 BC ULC / New Red Finance Inc. 5.000%, 2025-10-15	2,006,403	1,966,627	CAD	8,500,000	Parkland Corp. 6.000%, 2028-06-23	8,500,000	8,638,125
USD	6,700,000	Air Canada 7.750%, 2021-04-15	9,092,017	9,158,534	CAD	200,000	Pembina Pipeline Corp. 3.710%, 2026-08-11	210,486	216,453
CAD	550,000	AltaGas Ltd. 2.157%, 2025-06-10	550,000	555,949	CAD	7,850,000	Quebecor Media Inc. 6.625%, 2023-01-15	8,359,265	8,399,500
USD	1,080,000	ATS Automation Tooling Systems Inc. 6.500%, 2023-06-15	1,530,292	1,481,847	CAD	4,531,000	Russel Metals Inc. 6.000%, 2022-04-19	4,469,012	4,479,082
CAD	4,150,000	AutoCanada Inc. 8.750%, 2025-02-11	4,116,765	3,958,063	CAD	5,125,000	Russel Metals Inc. 6.000%, 2026-03-16	4,972,461	4,802,552
CAD	6,370,000	Cascades Inc. 5.125%, 2025-01-15	6,376,513	6,452,279					
CAD	2,331,000	Chemtrade Logistics Income Fund 5.000%, 2023-08-31	1,970,758	1,913,168					

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

SCHEDULE OF INVESTMENT PORTFOLIO

As at June 30, 2020 (unaudited)

CCY*	No. of shares/ units/ Face value	Security Description	Average cost (\$)	Fair value (\$)	CCY*	No. of shares/ units/ Face value	Security Description	Average cost (\$)	Fair value (\$)
CAD	1,000,000	Shaw Communications Inc. 2.900%, 2030-12-09	1,008,499	1,032,141	USD	1,850,000	Icahn Enterprises LP 6.750%, 2024-02-01	2,565,134	2,547,797
CAD	250,000	Sun Life Financial Inc. 2.580%, 2032-05-10	249,905	258,762	USD	2,150,000	Installed Building Products Inc. 5.750%, 2028-02-01	2,885,374	2,938,742
USD	1,450,000	Suncor Energy Inc. 7.000%, 2028-11-15	2,245,080	2,414,703	USD	680,000	Lamar Media Corp. 3.750%, 2028-02-15	872,267	876,083
CAD	7,520,000	Superior Plus LP 5.250%, 2024-02-27	7,508,242	7,530,967	USD	3,475,000	Level 3 Financing Inc. 5.375%, 2024-01-15	4,809,385	4,785,727
CAD	500,000	Superior Plus LP 5.125%, 2025-08-27	485,000	496,667	USD	1,120,000	Levi Strauss & Co. 5.000%, 2025-05-01	1,579,381	1,536,745
USD	5,950,000	Superior Plus LP 7.000%, 2026-07-15	8,460,771	8,517,736	USD	2,703,000	Meritor Inc. 6.250%, 2024-02-15	3,751,724	3,722,538
USD	3,850,000	Telesat Canada / Telesat LLC 6.500%, 2027-10-15	5,314,331	5,149,397	CAD	950,000	Metropolitan Life Global Funding I 3.394%, 2030-04-09	950,000	1,045,225
CAD	2,050,000	TransCanada PipeLines Ltd. 3.390%, 2028-03-15	2,140,264	2,228,987	USD	1,850,000	NRG Energy Inc. 7.250%, 2026-05-15	2,700,761	2,664,133
CAD	7,350,000	Videotron Ltd. 4.500%, 2030-01-15	7,298,000	7,382,156	USD	320,000	Pactiv LLC 7.950%, 2025-12-15	477,222	465,761
		Total Canadian Debt - Long	169,163,685	170,016,044	USD	3,475,000	Pactiv LLC 8.375%, 2027-04-15	5,143,296	5,152,131
		Global Debt (56.1%)			USD	1,250,000	Performance Food Group Inc. 6.875%, 2025-05-01	1,804,742	1,765,290
		United States Bonds (33.0%)			USD	2,000,000	Picasso Finance Sub Inc. 6.125%, 2025-06-15	2,789,434	2,792,117
USD	1,350,000	Allison Transmission Inc. 5.000%, 2024-10-01	1,843,354	1,839,833	USD	2,360,000	Schweitzer-Mauduit International Inc. 6.875%, 2026-10-01	3,260,143	3,298,105
USD	1,071,000	Allison Transmission Inc. 4.750%, 2027-10-01	1,442,850	1,452,963	USD	850,000	Sirius XM Radio Inc. 5.375%, 2026-07-15	1,145,824	1,199,263
USD	1,800,000	Berry Global Inc. 5.125%, 2023-07-15	2,458,115	2,474,574	USD	3,475,000	T-Mobile USA Inc. 6.000%, 2023-03-01	4,862,474	4,760,761
USD	3,500,000	Blue Cube Spinco LLC 10.000%, 2025-10-15	5,111,479	4,982,045	USD	3,500,000	Vector Group Ltd. 6.125%, 2025-02-01	4,603,437	4,591,197
USD	473,000	BWX Technologies Inc. 5.375%, 2026-07-15	671,396	666,095	USD	1,375,000	Waste Management Inc. 2.950%, 2024-06-15	1,915,584	1,918,256
USD	2,381,000	Carriage Services Inc. 6.625%, 2026-06-01	3,279,863	3,420,687	USD	2,775,000	Yum! Brands Inc. 7.750%, 2025-04-01	4,170,919	4,084,301
USD	1,200,000	CCO Holdings LLC / CCO Holdings Capital Corp. 5.750%, 2026-02-15	1,693,167	1,694,139				<u>109,763,204</u>	<u>109,388,279</u>
USD	2,300,000	CCO Holdings LLC / CCO Holdings Capital Corp. 5.875%, 2027-05-01	3,348,930	3,271,864					
USD	1,436,000	Cincinnati Bell Inc. 7.000%, 2024-07-15	2,065,590	2,001,053	International Bonds (23.1%)	2,125,000	Altice France SA 7.375%, 2026-05-01	3,089,374	3,021,181
USD	5,450,000	Cincinnati Bell Inc. 8.000%, 2025-10-15	7,768,335	7,774,755	USD	1,120,000	Bank of Scotland PLC 0.813%, 2049-11-29	1,242,564	1,266,123
USD	2,525,000	Consolidated Communications Inc. 6.500%, 2022-10-01	3,275,477	3,174,004	USD	5,780,000	Barclays Bank PLC 1.813%, 2049-12-31	6,411,705	6,376,650
USD	4,350,000	CSC Holdings LLC 10.875%, 2025-10-15	6,463,792	6,382,984	USD	8,650,000	Barclays Bank PLC 2.063%, 2049-12-31	9,452,932	9,542,907
USD	3,750,000	CSC Holdings LLC 7.500%, 2028-04-01	5,636,442	5,588,430	USD	3,600,000	Delphi Technologies PLC 5.000%, 2025-10-01	4,939,835	5,274,894
USD	1,750,000	Endeavor Energy Resources LP 6.625%, 2025-07-15	2,407,329	2,408,112	USD	2,040,000	Hongkong & Shanghai Banking Corp. Ltd. 2.500%, 2049-12-31	2,064,313	2,201,741
USD	3,224,000	Freeport Minerals Corp. 9.500%, 2031-06-01	5,362,891	5,444,982	USD	520,000	HSBC Bank PLC 0.750%, 2049-12-31	517,290	555,972
USD	2,364,000	Great Lakes Dredge & Dock Corp. 8.000%, 2022-05-15	3,315,508	3,311,599	USD	4,350,000	HSBC Bank PLC 1.425%, 2049-12-31	4,663,247	4,650,917
USD	2,200,000	HCA Inc. 7.500%, 2023-12-15	3,331,585	3,355,988	USD	6,550,000	HSBC Bank PLC 2.350%, 2049-12-31	6,801,263	7,003,105
					USD	1,750,000	Lloyds Bank PLC 0.563%, 2049-12-31	1,896,690	1,978,317
					USD	3,500,000	Lloyds Bank PLC 1.691%, 2049-12-31	3,804,324	3,956,634

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

SCHEDULE OF INVESTMENT PORTFOLIO

As at June 30, 2020 (unaudited)

CCY*	No. of shares/units/ Face value	Security Description	Average cost (\$)	Fair value (\$)	CCY*	No. of shares/units/ Face value	Security Description	Average cost (\$)	Fair value (\$)
USD	1,000,000	National Westminster Bank PLC 1.875%, 2049-08-29	1,055,445	1,195,162	USD	(1,850,000)	CommScope Technologies LLC 5.000%, 2027-03-15	(2,344,658)	(2,277,092)
USD	375,000	Newcrest Finance Pty Ltd. 3.250%, 2030-05-13	524,246	549,741	USD	(1,850,000)	Cushman & Wakefield US Borrower LLC 6.750%, 2028-05-15	(2,671,951)	(2,637,827)
USD	6,500,000	Royal Bank of Scotland Group PLC 2.500%, 2049-12-31	7,328,544	7,674,490	USD	(1,650,000)	Energizer Holdings Inc. 4.750%, 2028-06-15	(2,227,734)	(2,214,053)
GBP	750,000	Standard Chartered PLC 1.000%, 2049-12-31	1,043,769	1,066,542	USD	(1,525,000)	Gap Inc. 8.375%, 2023-05-15	(2,236,662)	(2,270,489)
USD	7,350,000	Standard Chartered PLC 1.650%, 2049-12-31	8,210,949	8,459,092	USD	(1,550,000)	HCA Inc. 3.500%, 2030-09-01	(2,073,339)	(2,035,940)
USD	400,000	Standard Chartered PLC 1.975%, 2049-12-31	435,155	460,359	USD	(850,000)	Newfield Exploration Co. 5.750%, 2022-01-30	(1,058,637)	(1,160,347)
USD	1,750,000	Standard Chartered PLC 2.938%, 2049-12-31	1,933,644	2,014,070	USD	(2,000,000)	Post Holdings Inc. 4.625%, 2030-04-15	(2,895,497)	(2,671,307)
USD	8,000,000	Standard Chartered PLC 3.188%, 2049-12-31	8,928,734	9,207,175	USD	(1,550,000)	Tenet Healthcare Corp. 5.125%, 2025-05-01	(2,128,257)	(2,039,778)
			74,344,023	76,455,072	USD	(1,972,000)	United States Treasury Note/Bond 0.625%, 2030-05-15	(2,687,762)	(2,678,851)
		Total Global Debt - Long	184,107,227	185,843,351	USD	(1,800,000)	Univision Communications Inc. 5.125%, 2025-02-15	(2,272,799)	(2,316,788)
								(38,410,730)	(37,649,945)
		Options (0.3%)					International Bonds (-2.4%)		
		Total Purchased Options - Refer to Appendix A	1,594,582	1,138,292	USD	(1,800,000)	Altice France Holding SA 6.000%, 2028-02-15	(2,424,911)	(2,332,111)
		Transaction Costs	(289,829)	-	USD	(1,800,000)	Connect Finco SARL / Connect US Finco LLC 6.750%, 2026-10-01	(2,357,641)	(2,327,563)
		Total Long Positions	374,532,303	377,654,136	USD	(2,150,000)	Wynn Macau Ltd. 5.500%, 2027-10-01	(2,947,739)	(2,907,541)
		SHORT POSITIONS (-18.6%)			USD	(350,000)	Wynn Macau Ltd. 5.125%, 2029-12-15	(459,434)	(463,594)
		Canadian Debt (-4.7%)					Total Global Debt - Short	(46,600,455)	(45,680,754)
		Government Bonds (-3.2%)					Options (-0.2%)		
CAD	(6,080,000)	Canadian Government Bond 1.000%, 2027-06-01	(6,289,160)	(6,325,172)			Total Written Options - Refer to Appendix A	(1,435,708)	(611,388)
CAD	(4,095,000)	Canadian Government Bond 1.250%, 2030-06-01	(4,365,895)	(4,381,599)			Transaction Costs	(162,327)	-
			(10,655,055)	(10,706,771)			Total Short Positions	(63,535,086)	(61,826,921)
		Corporate Bonds (-1.5%)					Foreign Currency Forward Contracts (1.3%)		
USD	(2,000,000)	Fairfax Financial Holdings Ltd. 4.625%, 2030-04-29	(2,813,685)	(2,941,128)			Total Currency Hedge - Refer to Appendix B	4,413,289	
CAD	(1,850,000)	First Capital Real Estate Investment Trust 3.900%, 2023-10-30	(1,867,856)	(1,886,880)					
			(4,681,541)	(4,828,008)					
		Total Canadian Debt - Short	(15,336,596)	(15,534,779)					
		Global Debt (-13.7%)					TOTAL INVESTMENT PORTFOLIO (96.7%)	310,997,217	320,240,504
		United States Bonds (-11.3%)					Other Assets Net of Liabilities (3.3%)	10,877,567	
USD	(900,000)	ACCO Brands Corp. 5.250%, 2024-12-15	(1,248,786)	(1,245,598)			TOTAL NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS (100.0%)	331,118,071	
USD	(3,000,000)	AMC Networks Inc. 4.750%, 2025-08-01	(4,089,044)	(4,032,109)					
USD	(3,050,000)	Aramark Services Inc. 5.000%, 2028-02-01	(4,141,983)	(3,955,952)					
USD	(1,550,000)	Cedar Fair LP / Canada's Wonderland Co 5.375%, 2027-04-15	(1,970,757)	(1,895,579)					
USD	(3,100,000)	CenturyLink Inc. 5.125%, 2026-12-15	(4,362,864)	(4,218,235)					

*CCY denotes local currency of debt security

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

APPENDIX A

OPTIONS (0.1%)

Issuer	Option Type	Number of Options	Strike \$	Expiry	Average Cost \$	Fair Value \$
iShares iBoxx High Yield Corp. Bond	Put Option	2,712	\$76	October, 2020	649,479	659,335
iShares iBoxx High Yield Corp. Bond	Put Option	2,507	\$78	July, 2020	185,972	104,143
iShares iBoxx High Yield Corp. Bond	Put Option	1,288	\$78	August, 2020	257,607	192,968
iShares iBoxx High Yield Corp. Bond	Put Option	1,288	\$80	July, 2020	105,356	115,781
S&P E-Mini 1st Week	Put Option	205	\$2,775	July, 2020	309,276	5,584
US Bond Futures	Put Option	406	\$171	July, 2020	86,892	60,481
					<u>1,594,582</u>	<u>1,138,292</u>
Total Purchased Options					1,594,582	1,138,292
iShares iBoxx High Yield Corp. Bond	Written Call Option	(1,288)	\$83	July, 2020	(120,275)	(60,522)
iShares iBoxx High Yield Corp. Bond	Written Call Option	(1,623)	\$86	October, 2020	(161,836)	(122,684)
					<u>(282,111)</u>	<u>(183,206)</u>
iShares iBoxx High Yield Corp. Bond	Written Put Option	(1,623)	\$65	October, 2020	(144,149)	(98,368)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(904)	\$65	July, 2020	(61,724)	(2,463)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(904)	\$66	July, 2020	(72,984)	(6,774)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(904)	\$67	July, 2020	(74,264)	(3,694)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(2,712)	\$68	October, 2020	(303,675)	(236,400)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(904)	\$68	July, 2020	(79,346)	(7,499)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(1,288)	\$70	August, 2020	(55,137)	(35,085)
iShares iBoxx High Yield Corp. Bond	Written Put Option	(2,507)	\$71	July, 2020	(124,000)	(18,780)
S&P E-Mini 1st Week	Written Put Option	(135)	\$2,675	July, 2020	(162,731)	(1,839)
US Bond Futures	Written Put Option	(406)	\$163	July, 2020	(75,587)	(17,280)
					<u>(1,153,597)</u>	<u>(428,182)</u>
Total Written Options					(1,435,708)	(611,388)

APPENDIX B

FOREIGN EXCHANGE FORWARD CONTRACTS (1.3%)

Purchased Currency	Sold Currency	Forward Rate	Maturity Date	Fair Value (\$)	Counterparty	Credit Rating
CAD \$169,027,359	USD \$120,630,000	1.40121	2020-08-13	4,744,227	Canadian Imperial Bank of Commerce	A-1
Unrealized gain on foreign exchange forward contracts at fair value				<u>4,744,227</u>		
CAD \$2,740,337	USD \$2,013,000	1.36132	2020-08-13	(1,080)	Canadian Imperial Bank of Commerce	A-1
CAD \$1,731,446	USD \$1,279,000	1.35375	2020-08-13	(10,363)	Canadian Imperial Bank of Commerce	A-1
CAD \$6,749,925	USD \$5,000,000	1.34999	2020-08-13	(59,329)	Canadian Imperial Bank of Commerce	A-1
CAD \$10,799,560	USD \$8,000,000	1.34995	2020-08-13	(95,246)	Canadian Imperial Bank of Commerce	A-1
CAD \$9,367,995	USD \$7,000,000	1.33829	2020-08-13	(164,920)	Canadian Imperial Bank of Commerce	A-1
Unrealized loss on foreign exchange forward contracts at fair value				<u>(330,938)</u>		
Net unrealized gain (loss) on foreign exchange forward contracts at fair value				<u>4,413,289</u>		

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

FUND SPECIFIC NOTES

As at June 30, 2020 (unaudited)

1. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

The following tables illustrate the classifications of the Fund's financial instruments within the fair value hierarchy as at June 30, 2020 and December 31, 2019.

ASSETS (LIABILITIES) AT FAIR VALUE AS AT JUNE 30, 2020				
	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Equities - Long	20,656,449	-	-	20,656,449
Bonds - Long	-	355,859,395	-	355,859,395
Options - Long	1,138,292	-	-	1,138,292
Bonds - Short	-	(61,215,533)	-	(61,215,533)
Options - Short	(611,388)	-	-	(611,388)
Forward Contracts, net	-	4,413,289	-	4,413,289
Total	21,183,353	299,057,151	-	320,240,504

ASSETS (LIABILITIES) AT FAIR VALUE AS AT DECEMBER 31, 2019				
	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Equities - Long	3,431,192	-	-	3,431,192
Bonds - Long	-	123,786,408	-	123,786,408
Options - Long	139,227	-	-	139,227
Bonds - Short	-	(30,025,472)	-	(30,025,472)
Options - Short	(27,423)	-	-	(27,423)
Forward Contracts, net	-	1,199,998	-	1,199,998
Total	3,542,996	94,960,934	-	98,503,930

2. OFFSETTING OF FINANCIAL ASSETS AND LIABILITIES

As at June 30, 2020 and December 31, 2019

The following table shows the net impact of the Fund's statement of financial position if all set-off rights were exercised.

Financial Assets and Liabilities	Amounts Eligible for Offset			Net \$
	Gross Assets / (Liabilities) \$	Financial Instruments \$	Collateral received/paid \$	
June 30, 2020				
Derivative assets - Foreign exchange forward contracts	4,744,227	(330,938)	-	4,413,289
Derivative liabilities - Foreign exchange forward contracts	(330,938)	330,938	-	-
December 31, 2019				
Derivative assets - Foreign exchange forward contracts	1,199,998	-	-	2,399,996
Derivative liabilities - Foreign exchange forward contracts	-	-	-	-

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

3. SECURITIES LENDING TRANSACTIONS

The Fund has entered into a securities lending program with its custodian, RBC Investor Services Trust. The aggregate market value of all securities loaned by the Fund cannot exceed 50% of the assets of the Fund. The Fund will receive collateral of at least 102% of the value of the securities on loan. Collateral consists primarily of fixed income securities. As at June 30, 2020, there was \$2,293,533 (Collateral - \$2,339,404) of securities on loan (December 31, 2019 - \$743,080 (Collateral - \$757,942) of securities on loan.

Securities lending income reported in the Statements of Comprehensive Income is net of a securities lending charge which the Fund's custodian is entitled to receive. For the six month period ended June 30, 2020, securities lending income were as follows:

	June 30, 2020 (\$)
Gross securities lending income	610
Securities lending charges	(214)
Net securities lending income	396
Withholding taxes on securities lending income	-
Net securities lending income received by the Fund	396
Security lending charges percentage of gross securities lending income	35%

4. OTHER PRICE RISK

Using Beta as a measure of the relationship of the Fund's performance against the blended index consisting of 75% ICE BofAML Global High Yield Index (Hedged to CAD) and 25% BofAML Global Corporate Index (Hedged to CAD) (the "Index"), if the Index were to increase or decrease by 10%, net assets would have increased or decreased by approximately \$52,986,089 (December 31, 2019 - \$10,108,971). In practice, the actual results may differ from this sensitivity analysis and the difference could be material.

5. CURRENCY RISK

Foreign currencies to which the Fund had exposure as at June 30, 2020 and December 31, 2019 were as follows:

FINANCIAL INSTRUMENTS					
June 30, 2020 Currency	Monetary \$	Non-Monetary \$	Forward Currency Contracts \$	Total \$	Percentage of Net Assets %
United States Dollar	202,081,024	906,553	(196,021,764)	6,965,813	2.1%
British Pound	1,067,148	-	-	1,067,148	0.3%
Euro	204,023	-	-	204,023	0.1%
Net Exposure	203,352,195	906,553	(196,021,764)	8,236,984	2.5%

FINANCIAL INSTRUMENTS					
December 31, 2019 Currency	Monetary \$	Non-Monetary \$	Forward Currency Contracts \$	Total \$	Percentage of Net Assets %
United States Dollar	62,005,935	180,248	(61,647,495)	538,688	0.5%
British Pound	1,089,891	-	-	1,089,891	1.0%
Euro	(16,500)	-	-	(16,500)	0.0%
Net Exposure	63,079,326	180,248	(61,647,495)	1,612,079	1.5%

If the Canadian dollar had strengthened or weakened by 5% in relation to all other currencies held in the investment portfolio, net assets would have decreased or increased by approximately \$411,849 (December 31, 2019 - \$80,604). In practice, the actual trading results may differ from this sensitivity analysis and the difference could be material.

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

6. INTEREST RATE RISK

If the yield curve had shifted in parallel by 1%, with all other variables held constant, net assets will increase or decrease by \$6,565,493 (December 31, 2019 - \$1,867,104). In practice, the actual trading results may differ from this sensitivity analysis and the difference could be material.

As at June 30, 2020 and December 31, 2019, the Fund's exposure to debt instruments by maturity were as follows:

Debt Instruments by Maturity Date	June 30, 2020 (\$)		
	Long Positions	Short Positions	Total
Less than 1 year	10,918,421	-	10,918,421
1-3 years	36,158,905	(3,430,835)	32,728,070
3-5 years	84,708,328	(7,489,044)	77,219,284
Greater than 5 years	224,073,741	(50,295,654)	173,778,087
Total	355,859,395	(61,215,533)	294,643,862

Debt Instruments by Maturity Date	December 31, 2019 (\$)		
	Long Positions	Short Positions	Total
Less than 1 year	1,406,930	(562,483)	844,447
1-3 years	13,301,880	(1,301,756)	12,000,124
3-5 years	32,949,028	(2,074,124)	30,874,904
Greater than 5 years	76,128,570	(26,087,109)	50,041,461
Total	123,786,408	(30,025,472)	93,760,936

7. CREDIT RISK

The following table below shows debt as a percentage of net assets attributable to holders of redeemable units held under each credit rating. All counterparties to derivative contracts had a credit rating of A or higher as at June 30, 2020 and December 31, 2019. All cash is held with a financial institution with a minimum credit rating of A-1+.

Bond Ratings	June 30, 2020			Bond Ratings	December 31, 2019		
	Net	Long	Short		Net	Long	Short
AAA	-3.23%	0.00%	-3.23%	AAA	0.44%	0.44%	0.00%
A	0.74%	0.74%	0.00%	AA+	0.44%	0.44%	0.00%
A-	1.11%	1.11%	0.00%	A	1.43%	1.43%	0.00%
BBB+	5.09%	5.09%	0.00%	A-	0.64%	0.64%	0.00%
BBB	5.02%	5.37%	-0.35%	BBB+	0.14%	0.14%	0.00%
BBB-	8.08%	9.54%	-1.46%	BBB	4.59%	4.59%	0.00%
BB+	14.64%	14.64%	0.00%	BBB-	9.17%	9.17%	-1.40%
BB	18.67%	21.77%	-3.10%	BB+	17.49%	17.49%	-1.03%
BB-	14.92%	18.11%	-3.19%	BB	22.88%	22.88%	-1.06%
B+	0.95%	5.28%	-4.33%	BB-	18.40%	18.40%	-2.91%
B	10.83%	11.53%	-0.70%	B+	-2.19%	-2.19%	-7.43%
B-	9.84%	9.84%	0.00%	B	1.05%	1.05%	-5.71%
CCC+	0.64%	1.96%	-1.32%	B-	9.36%	9.36%	-6.01%
NR	1.67%	2.48%	-0.81%	CCC+	3.64%	3.64%	-1.87%
				CCC	2.01%	2.01%	-0.31%
				NR	2.32%	2.32%	0.00%

The above credit ratings are obtained and disclosed from the rating services in the following hierarchical order: 1) Moody's; 2) Standard & Poor's; 3) Fitch; 4) Dominion Bond Rating Service, using first available.

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

8. LIQUIDITY RISK

The tables below categorize the Fund's financial liabilities into relevant maturity groupings based on the remaining period to the contractual maturity date. The amount in the tables are the contractual undiscounted cash flows.

June 30, 2020 Financial Liabilities	On Demand \$	< 3 months \$	> 3 months \$	Total \$
Short positions	61,215,533	-	-	61,215,533
Distributions payable	16	-	-	16
Redemptions payable	78,067	-	-	78,067
Accrued liabilities and other payables	-	14,011,396	-	14,011,396
Derivative liabilities	942,326	-	-	942,326

December 31, 2019 Financial Liabilities	On Demand \$	< 3 months \$	> 3 months \$	Total \$
Short positions	30,025,472	-	-	30,025,472
Distributions payable	19,688	-	-	19,688
Accrued liabilities and other payables	-	1,744,354	-	1,744,354
Derivative liabilities	27,423	-	-	27,423

9. CONCENTRATION RISK

The table below summarizes the Fund's concentration risk as a percentage of net assets attributable to holders of redeemable units as at June 30, 2020 and December, 31, 2019.

Jurisdiction	% of Net Assets	
	June 30, 2020	December 31, 2019
Debt		
Canada	46.6%	45.6%
United States	21.7%	16.8%
International	20.7%	23.8%
Equities		
Canada	6.3%	3.2%
Derivatives	1.4%	1.2%

10. FUND UNIT TRANSACTIONS

For the six month period ended June 30 (unaudited)

	2020			
	Class A	Class F	Class I	Class ETF
Units issued and outstanding, beginning of period	532,900	3,216,845	662,915	6,250,000
Units issued	1,241,527	14,702,847	473,504	9,090,000
Units reinvested	11,854	96,379	11,527	-
Units redeemed	(25,999)	(654,009)	(541,298)	(2,260,000)
Units issued and outstanding, end of period	1,760,282	17,362,062	606,648	13,080,000
Weighted average number of units held during the period	1,030,708	9,087,902	692,436	10,747,143

11. COMMISSIONS

For the six month period ended June 30, 2020 (unaudited)

	2020
Brokerage commissions	3,389
Soft Dollar commissions	70

12. TAX LOSS CARRY FORWARDS

As at December 31 (in \$000)

	2019
Net capital losses carry forward	-
Non-capital losses carry forward	-

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2020 (unaudited)

1. GENERAL INFORMATION

Picton Mahoney Fortified Income Alternative Fund (the "Fund") is an open-ended mutual fund trust established under the laws of the Province of Ontario pursuant to a trust agreement dated September 19, 2018 and as amended and restated as of June 26, 2019 (the "Trust Declaration"). The Fund commenced operations on July 5, 2019. Picton Mahoney Asset Management acts as manager (the "Manager"), portfolio advisor (the "Portfolio Advisor"), and trustee (the "Trustee") for the Fund pursuant to the Trust Declaration. The Manager is responsible for the day-to-day business of the Fund, including the management of the Fund's investment portfolio. The address of the Fund's registered office is 33 Yonge Street, Suite 830, Toronto, Ontario, M5E 1G4. The financial statements are presented in Canadian dollars (CAD). These financial statements were authorized for issue by the Manager on August 28, 2020.

On July 5, 2019, 5,001 Class A units, 5,000 Class F units, and 5,000 Class I units of the Fund were issued to the Manager of the Fund, for cash consideration of CAD \$10.00 per unit. These units are not redeemable until an additional \$500,000 has been invested by other investors in the aggregate in the Fund.

The Fund may issue an unlimited number of classes or series and may issue an unlimited number of units of each class or series. The Fund has created Class A, Class F, Class I units, and Class ETF units.

Class A units are available to all investors. Class F units are available to investors who are enrolled in a dealer sponsored fee for service or wrap program and who are subject to an annual asset based fee rather than commissions on each transaction or, at the discretion of the Manager, any other investor for whom the Manager does not incur distribution costs. Class I units are available to institutional investors or to other investors on a case-by-case basis, all at the discretion of the Manager. Class ETF units are listed and issued and sold on a continuous basis and will be available to investors that purchase such units on the TSX through a registered broker or dealer in the province or territory where the investor resides.

As at June 30, 2020, the Fund currently has 4 Classes of Units: Class A, Class F, and Class I and Class ETF. As at June 30, 2020, the Manager holds 1,076 units of Class A and 1,088 units of Class I.

The investment objective of the Fund is to maximize total return to unitholders through income and capital appreciation by investing primarily in global fixed income securities while mitigating capital loss through shorting and other hedging strategies. The Fund invests its assets primarily in North America but can invest up to 100% of its assets globally in long and short positions in high yield bonds, investment grade corporate bonds, government bonds, emerging market bonds, loans, convertible bonds, convertible debentures, preferred shares, options, futures, forward contracts, swaps, swaptions, short-term debt instruments, distressed debt, collateral loan obligations, mortgage-backed securities, cash and cash equivalents, equities, ETFs and other mutual funds. The Fund may engage in borrowing for investment purposes.

The Fund is considered an "alternative fund" meaning it has received exemptions from National Instrument 81-102 - Investment Funds ("NI 81-102") to permit it to use strategies generally prohibited by conventional mutual funds, such as the ability to borrow, up to 50% of the Fund's net asset value, cash to use for investment purposes; sell, up to 50% of the Fund's net asset value, securities short (the combined level of cash borrowing and short selling is limited to 50% in aggregate); and leverage up to 300% of the Fund's net asset value; among other things. Each Fund has obtained exemptive relief from the Canadian securities regulatory authorities to permit the Funds to engage in short sales and cash borrowing transactions in excess of the foregoing exposure limitations under NI 81-102 and use strategies generally prohibited for alternative mutual funds under NI 81-102, provided that (a) the aggregate

market value of all securities sold short by the Fund does not exceed 100% of the Fund's net asset value, (b) the aggregate value of all cash borrowing by the Fund does not exceed 100% of the Fund's net asset value, (c) the aggregate market value of securities sold short by the Fund combined with the aggregate value of cash borrowing by the Fund does not exceed 100% of the Fund's net asset value, and (d) the Fund's aggregate exposure to short selling, cash borrowing and specified derivatives does not exceed 300% of the Fund's net asset value. In addition, the relief permits the Fund to deposit portfolio assets with a borrowing agent as security in connection with a short sale of securities in excess of 25% of the net asset value of the Fund at the time of deposit.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the significant accounting policies of the Fund.

(a) Basis of Preparation

These financial statements have been prepared in accordance with those requirements of International Financial Reporting Standards. The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss.

(b) Classification

(i) Assets

The Fund classifies its investments based on both the Fund's business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. The portfolio of financial assets is managed and performance is evaluated on a fair value basis. The Fund is primarily focused on fair value information and uses that information to assess the assets' performance and to make decisions. The Fund has not taken the option to irrevocably designate any equity securities as fair value through other comprehensive income. The contractual cash flows of the Fund's debt securities are solely principal and interest, however, these securities are neither held for the purpose of collecting contractual cash flows nor held both for collecting contractual cash flows and for sale. The collection of contractual cash flows is only incidental to achieving the Fund's business model's objective. Consequently, all investments are measured at fair value through profit or loss.

(ii) Liabilities

The Fund makes short sales in which a borrowed security is sold in anticipation of a decline in the market value of that security, or it may use short sales for various arbitrage transactions. Short sales are held for trading and are consequently classified as financial liabilities at fair value through profit or loss. Derivative contracts that have a negative fair value are presented as liabilities at fair value through profit or loss. As such, the Fund classifies all of its investment portfolio as financial assets or liabilities as fair value through profit or loss. The Fund's policy requires the Manager to evaluate the information about these financial assets and liabilities on a fair value basis together with other related financial information.

(c) Fair Value Measurements

The Fund utilizes a three tier hierarchy as a framework for disclosing fair value based on inputs used to value the Fund's investments. The three levels of the fair value hierarchy are as follows:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- 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 (unobservable inputs).

PICTON MAHONEY FORTIFIED INCOME ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2020 (unaudited)

Fair values are classified as Level 1 when the related security or derivative is actually traded and a quoted price is available. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified into Level 2, unless the measurement of its fair value requires the use of significant unobservable inputs, in which case it is classified as Level 3. The Fund's policy is to recognize transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

(d) Valuation of Investments and Derivatives

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets, which include equities, bonds, options, and warrants are based on quoted market prices at the close of trading on the reporting date. The Fund uses the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's 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 the specific facts and circumstances.

Securities not listed on any recognized public securities exchange are valued in the same manner based on available public quotations from recognized dealers in such securities. If market quotations are not readily available, securities will be valued at fair value as determined in good faith by or under the supervision of the Manager. The cost of investments represents the amount paid for each security and is determined on an average cost basis.

The fair value of financial assets and liabilities that are not traded in an active market, including over-the-counter derivatives, is determined using valuation techniques. The Fund uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Valuation techniques include the use of comparable recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, option pricing models and others commonly used by market participants and which make the maximum use of observable inputs.

Models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations require the Manager to make estimates. Changes in assumptions about these factors could affect the reported fair values of financial instruments. The Fund considers observable data to be market data that is readily available, regularly distributed and updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

Investment fund units held as investments are valued at their respective Net Asset Values on the relevant valuation dates as reported by the investment fund manager, as these values are the most readily and regularly available.

Warrants, options, and futures that are not listed on any recognized public securities exchange are valued using the Black-Scholes model and based on observable market inputs.

Foreign exchange forward contracts are valued on each valuation day based on the difference between the value of the contract on the date the contract originated and the value of the contract on the valuation day.

The difference between fair value and the average cost is shown as the change in unrealized appreciation (depreciation) on investments, options and foreign exchange forward contracts.

Other financial assets (held for collection) and other financial liabilities are measured at amortized cost. Under this method, financial assets and liabilities

reflect the amount required to be received or paid, discounted, where appropriate at the contract's effective interest rate. Due to their short-term nature, the fair value of other financial assets and financial liabilities carried at amortized cost approximates their carrying amount.

Receivable for investments sold and payable for investments purchased

Receivable for investments sold and payable for investments purchased represent trades that have been contracted for but not yet settled or delivered on the statements of financial position dates. These amounts are recognized initially at fair value and subsequently measured at amortized cost. At each reporting date, the Funds measure the loss allowance on receivable for investments sold and payable for investments purchased at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Funds measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the counterparty, probability that the counterparty will enter bankruptcy or financial reorganization, and default in payments are all considered indicators that a loss allowance may be required. If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the gross carrying amount adjusted for the loss allowance. A significant increase in credit risk is defined by the Manager as any contractual payment which is more than 30 days past due or a significant deterioration in a counterparty credit quality. Any contractual payment which is more than 90 days past due is considered credit impaired.

(e) Cash

Cash is comprised of cash on demand deposit with a Canadian financial institution and is stated at fair value.

(f) Investment Transactions and Income Recognition

Investment transactions are accounted for as of the trade date. Expenses are recorded on an accrual basis. Dividend income is recorded on the ex-dividend date. The interest for distribution purposes shown on the statement of comprehensive income 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. Realized gains and losses on sale of investments and unrealized appreciation and depreciation in 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. Income, common expenses and gains (losses) are allocated to each Class of the Fund based on the Class' prorated share of total Net Asset Value.

Distributions received from investment fund holdings are recognized by the Fund in the same form in which they were received from the underlying funds and are recognized on the distribution date.

(g) Valuation of Fund Units

The Fund's net asset value is calculated at the close of regular trading, normally 4:00pm (Eastern Time), on a day the Toronto Stock Exchange ("TSX") is open (a "Valuation Day"). The net asset value of the Fund will be calculated in Canadian dollars and the units of the Fund are denominated in Canadian dollars.

The Fund's units are divided into the Class A, Class F, Class I, and Class ETF units. Each class is divided into units of equal value. When you invest in the Fund, you are purchasing units of a specific class of the Fund.

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A separate net asset value per unit is calculated for each class of units (the "Unit Price"). The Unit Price is the price used for all purchases, switches, reclassifications and redemptions of units of that class (including purchases made on the reinvestment of distributions). The price at which units are issued or redeemed is based on the next applicable Unit Price determined after the receipt of the purchase or redemption order.

The Unit Price of each class of the Fund is calculated by taking the fair value of all the investments and other assets allocated to the class and subtracting the liabilities allocated to that class. This gives us the net asset value for the class. The Unit Price for the class is obtained by dividing the net asset value for the class by the total number of units of the class that investors in a Fund are holding.

Although the purchases and redemptions of units are recorded on a class basis, the assets attributable to all of the class of a Fund are pooled to create one fund for investment purposes.

Each class pays its proportionate share of fund costs in addition to its management fee and performance fee. The difference in fund costs, management fees and performance fees between each class means that each class has a different Unit Price.

Any purchase, switch, reclassification or redemption instruction received after 4:00pm (Eastern Time) on Valuation Day will be processed on the next Valuation Day.

(h) Foreign Currency Translation

The Fund's functional and presentation currency is Canadian dollars. The fair value of foreign investments and other assets and liabilities are translated into Canadian dollars at the exchange rates prevailing at the close of each valuation day. Purchases and sales of foreign securities and the related income and expenses are translated into Canadian dollars at rates of exchange prevailing on the respective dates of such transactions.

Foreign exchange gains and losses relating to cash and other assets and liabilities are presented as 'Foreign currency gain (loss) on cash and other assets and liabilities' and those relating to other financial assets and liabilities are presented within 'Net realized gain (loss) on investments, options, and foreign exchange forward contracts and 'Change in unrealized appreciation (depreciation) on investments, options, and foreign exchange forward contracts.

(i) 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 of each Class of the Fund is determined by dividing the net increase in net assets attributable to holders of redeemable units from each Class of Units by the weighted average number of Units outstanding of that Class during the year.

(j) Transaction Costs

Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of an investment, which include fees and commissions paid to agents, advisors, brokers and dealers, levies by regulatory agencies and securities exchange, and transfer taxes and duties. Such costs are expensed and included in "Transaction costs" in the Statement of Comprehensive Income.

(k) Securities Lending Transactions

The Fund may enter into securities lending transactions. These transactions involve the temporary exchange of securities as collateral with a commit-

ment to deliver the same securities on a future date. Income is earned from these transactions in the form of fees paid by the counterparty and, in certain circumstances, interest paid on securities held as collateral. Income earned from these transactions is recognized on an accrual basis and included in the Statements of Comprehensive Income.

The Fund has entered into a securities lending program with their custodian, RBC Investor Services Trust. The aggregate market value of all securities loaned by the Fund cannot exceed 50% of the assets of the Fund. The Fund will receive collateral of at least 102% of the value of the securities on loan. Collateral will generally be comprised of cash and obligations of, or guaranteed by, the Government of Canada or a province thereof, or a permitted supranational agency as defined in National Instrument 81-102. Securities lending income reported in the Statements of Comprehensive Income is net of a securities lending charge which the Fund's custodian, RBC Investor Services Trust, is entitled to receive.

(l) Structured Entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only and the relevant activities are directed by means of contractual arrangements.

Picton Mahoney has determined that all of the underlying funds in which the Fund invests are unconsolidated structured entities. In making this determination, Picton Mahoney evaluated the fact that decision making about the underlying funds' activities is not governed by voting or similar rights held by the Fund and other investors in any underlying funds.

The Fund may invest in underlying funds whose investment objectives range from achieving short- to long-term income and capital growth potential. Underlying funds may use leverage in a manner consistent with their respective investment objectives. Underlying funds finance their operations by issuing redeemable units which are puttable at the holder's option and entitle the holder to a proportionate stake in the respective fund's net assets. The Fund's interests in underlying funds as at June 30, 2020 and December 31, 2019, held in the form of redeemable units, are included at their fair value in the Statement of Financial Position, which represent the Fund's maximum exposure in these underlying funds. The Fund does not provide and has not committed to provide any additional significant financial or other support to the underlying funds. The change in fair value of each of the underlying funds during the periods is included in 'Change in unrealized appreciation (depreciation) of investments, options, and foreign exchange forward contracts' in the Statement of Comprehensive Income.

(m) Offsetting

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

These financial statements, include estimates and assumptions by management that affect the reported amounts of certain assets and liabilities at the date of the financial statements and the reported amounts of certain revenue and expenses during the period. Actual results could differ from these estimates. The following discusses the most significant accounting judgments and estimates that the Fund has made in preparing the financial statements.

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Fair value measurement of derivatives and securities not quoted in an active market

The Fund holds financial instruments that are not quoted in active markets, including derivatives. Fair values of such instruments are determined using recognized valuation techniques and may be determined using reputable pricing sources or indicative prices from market makers.

Where no market data is available, the Fund may value positions using its own models, which are based on valuation methods and techniques generally recognized as standard within the industry. The models used to determine fair values are validated and periodically reviewed by the Manager, independent of the party that created them. Models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations require the Manager to make estimates. Changes in assumptions about these factors could affect the reported fair values of financial instruments. The Fund considers observable data to be market data that is readily available, regularly distributed and updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

4. FINANCIAL INSTRUMENTS RISKS

The Fund is exposed to various financial risks, including market risk (which includes currency risk, interest rate risk and price risk), credit risk and liquidity risk. The investment team reviews and rebalances the portfolio on a regular and ongoing basis to maintain the risk reward targets. Portfolios within each strategy are reviewed relative to each other and to their benchmark. Active industry and security allocations are analyzed. All investments may result in a risk of loss of capital.

Please refer to the Fund Specific Notes for details of the Fund's financial instruments risks.

Price risk:

The Fund trades in financial instruments, taking positions in traded and over-the-counter instruments which may include derivatives. As of June 30, 2020 and December 31, 2019, the Fund held or had exposure to long and short equity positions in publicly traded companies whose securities are actively traded on a recognized public exchange. Equities are susceptible to price risk arising from uncertainties about future prices of those instruments (other than those arising from interest rate risk or currency risk).

Short sales entail certain risks, including the risk that a short sale of a security may expose a Fund to losses if the value of the security increases. A short sale creates the risk of a theoretically unlimited loss, in that the price of the underlying security could theoretically increase without limit, thus increasing the cost to the Fund of buying those securities to cover the short position. In addition, a short sale by a Fund requires the Fund to borrow securities in order that the short sale may be transacted. There is no assurance that the lender of the securities will not require the security to be paid back by a Fund before the Fund wants to do so, possibly requiring the Fund to borrow the security elsewhere or purchase the security on the market at an unattractive price. Moreover, the borrowing of securities entails the payment of a borrowing fee. The borrowing fee may increase during the borrowing period, adding to the expense of the short sale strategy. There is also no guarantee that the securities sold short can be repurchased by a Fund due to supply and demand constraints in the equity markets. Finally, in order to maintain the appropriate ratios between the long portfolio and the short portfolio of a Fund, the Manager may be required to buy or sell short securities at unattractive prices. The maximum risk resulting for financial instruments held long is determined by the fair value of the instrument.

Currency risk:

Currency risk is the risk that the cash and securities held by the Fund as well as due to and due from broker balances may be valued in or have exposure to currencies other than the Canadian dollar which is the functional currency of the Fund. The prices of the foreign securities are denominated in foreign currencies which are converted to the Fund's functional currency for determining fair value and, accordingly, each Class Net Asset Value will be affected by fluctuations in the value of such foreign currencies relative to the Canadian dollar. The Fund may enter into forward currency contracts to manage currency risk.

Interest rate risk:

Interest rate risk arises when a fund invests in interest-bearing financial instruments and from the possibility that changes in the prevailing levels of market interest rates will affect future cash flows or fair values of such financial instruments. There is minimal fair value sensitivity to interest rate fluctuations on any cash and cash equivalents invested at short-term market interest rates. Market prices may also be affected by changes in market interest rates. Also, changes in the market interest rate may affect the borrowing expenses of the short positions held by the Fund. Refer to Note 7 within the fund specific notes for the fund exposure.

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 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. However, there are risks involved in dealing with custodians or prime brokers who settle trades and in rare circumstances, the securities and other assets deposited with the custodian or broker may be exposed to credit risk with regard to such parties. In addition, there may be practical problems or time delays associated with enforcing the Fund's rights to its assets in the case of an insolvency of any such party.

The Fund is exposed to credit risk. For other financial assets at amortized cost, the Manager considers both historical analysis and forward looking information in determining any expected credit loss. At June 30, 2020 and December 31, 2019, all receivables for investments sold, dividends receivable, due from manager, due from manager, deposits with brokers for securities sold short, and cash are held with counterparties with a good credit quality and are due to be settled within one week. The Manager considers the probability of default to be close to zero as these instruments have a low risk of default and the counterparties have a strong capacity to meet their contractual obligations in the near term. As a result, no loss allowance has been recognized based on 12-month expected credit losses as any such impairment would be wholly insignificant to the Fund.

The Fund primarily invests in fixed income securities and is therefore exposed to the credit risk of the underlying fixed income portfolio. Refer to Note 7 within the fund specific notes for the fund exposure.

Liquidity Risk:

Liquidity risk is the risk that a Fund will not be able to generate sufficient cash availability to execute its payment obligations. The Fund primarily invests in liquid securities that are readily realizable in an active market which is essential if the Fund is required to fund daily redemptions in the course of operations. The Fund from time to time may invest in restricted securities through private placements. However, this type of investment does not constitute a significant percentage of the Fund's Net Asset Value. The Fund may also maintain a cash reserve to accommodate normal-type redemptions. All liabilities of the Fund mature in one year or less. Redeemable units

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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 outflows, as holders of these instruments typically retain them for a longer period.

Concentration risk:

Concentration risk arises as a result of the concentration of financial instrument exposures within the same category, whether it is geographic region, asset type or industry sector.

Leverage Risk:

The Fund has received exemptive relief from Canadian securities regulatory authorities from certain investment restrictions set out in NI 81-102 that would restrict the ability of the Fund to leverage their assets through borrowing, short sales and/or derivatives. Investment decisions may be made for the assets of the Fund that exceed the net asset value of the Fund. As a result, if these investment decisions are incorrect, the resulting losses will be more than if investments were made solely in an unleveraged long portfolio as is the case in most conventional equity mutual funds. In addition, leveraged investment strategies can also be expected to increase a Fund's turnover, transaction and market impact costs, interest and other costs and expenses.

Pursuant to the terms of the exemptive relief, the Fund's aggregate gross exposure, calculated as the sum of the following, must not exceed three times the Fund's net asset value: (i) the aggregate market value of the Fund's long positions; (ii) the aggregate market value of physical short sales on equities, fixed income securities or other portfolio assets; and (iii) the aggregate notional value of the Fund's specified derivatives positions excluding any specified derivatives used for hedging purposes. If the Fund's aggregate gross exposure exceeds three times the Fund's net asset value, the Fund must, as quickly as is commercially reasonable, take all necessary steps to reduce the aggregate gross exposure to three times the Fund's net asset value or less.

5. CAPITAL MANAGEMENT

The capital of a Fund is represented by the issued and outstanding units and the net asset value attributable to participating unitholders. The Manager utilizes the capital of the Fund in accordance with the Fund's investment objectives, strategies and restrictions, as outlined in the Fund's prospectus, while maintaining sufficient liquidity to meet normal redemptions. The Fund does not have any externally imposed capital requirements.

6. REDEEMABLE UNIT TRANSACTIONS

The Fund is permitted to have an unlimited number of Classes of Units having such terms and conditions as the Manager may determine. Additional Classes may be offered in future on different terms, including having different fee and dealer compensation terms and different minimum subscription levels. Each Unit of a Class represents an undivided ownership interest in the Net Asset Value of the Fund attributable to that Class of Units.

Investors may be admitted to the Fund or may acquire additional Units on a daily basis. Units of the Fund are offered at the Class Net Asset Value per Unit calculated as of the applicable Valuation Date. The minimum initial investment in the Fund is \$2,000 for all Classes and the Manager has the discretion to accept a lesser initial subscription, provided, in each case, that the issuance of Units in respect of such subscription shall otherwise be exempt from the prospectus requirements of applicable securities legislation. Subsequent investments are subject to an additional minimum investment of CAD \$500 subject to applicable securities legislation. The capital of the Fund is represented by issued redeemable Units with no par value. The Units are entitled to distributions, if any, and to payment of a

proportionate share based on the Fund's Net Asset Value per Unit upon redemption. The Fund has no restrictions or specific capital requirements on the subscriptions and redemptions of Units other than as described above. The relevant movements are shown on the Statement of Changes in Net Assets Attributable to Holders of Redeemable Units and in the Fund Specific Notes of each Fund.

IAS 32, Financial Instrument - Recognition and Measurement, requires that units of an entity that include a contractual obligation for the issuer to repurchase or redeem them for cash or another financial asset be classified as financial liability. The Fund's units have been classified as financial liabilities. The Fund has multiple series of units that carry different management fee rates and therefore do not have identical features. As all units are equally subordinate, the units also would not meet the requirements of IAS 32 and therefore do not meet the conditions to be classified as equity.

7. DISTRIBUTIONS

The Fund intends to distribute net income and net realized capital gains, if any, to Unitholders at the end of each taxation year (normally December 15) to ensure that the Fund is not liable for income tax under Part I of the Income Tax Act (Canada) (the "Act"), after taking into account any loss carry forwards and capital gains refunds.

Subject to applicable securities legislation, all distributions paid on Class A, Class F and Class I units will be automatically reinvested in additional units unless the holder instructs the Fund to pay such distributions in cash, and all distributions paid on ETF units will be made in cash.

8. TAXATION

The Fund qualifies as a "mutual fund trust" and will be subject to tax in each taxation year under Part I of the Act on the amount of its income for the year, including net realized taxable capital gains, less the portion thereof that it claims in respect of the amount paid or payable to Unitholders in the year. The Fund deducts, in computing its income in each taxation year, the full amount available for deduction in each year and, therefore, provided the Fund makes distributions in each year of its net income and net realized capital gains, it will generally not be liable in such year for any tax on its net income or profit under Part I of the Tax Act. 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 tax asset.

Non-capital losses have expiry periods of up to 20 years and can be offset against future taxable income. Net capital losses can be carried forward indefinitely and offset against future taxable capital gains. For tax loss carry forward information, please refer to Note 12 in the Fund Specific Notes.

The Fund is required to include in income for each taxation year any dividends received by it in a taxation year and all interest that accrues to it to the end of the year, or becomes receivable or is received by it before the end of the year, except to the extent that such interest was included in computing its income for a preceding taxation year. In computing its income, the Fund will take into account any loss carry-forwards, any capital gains refund and all deductible expenses, including management fees.

Gains and losses realized by the Fund on the disposition of securities will generally be reported as capital gains and capital losses. The Fund will elect under section 39(4) of the Tax Act so that all gains or losses realized on the disposition of securities that are "Canadian securities" (as defined in the Tax Act), including Canadian securities acquired in connection with short sales, will be deemed to be capital gains or losses to the Fund. Generally, gains and losses realized by the Fund from derivative securities and

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in respect of short sales of securities (other than Canadian securities) will be treated as income and losses of the Fund, except where a derivative is used to hedge securities held on capital account provided there is sufficient linkage and subject to detailed rules in the Tax Act. Whether gains or losses realized by the Fund in respect of a particular security (other than a Canadian security) is on income or capital account will depend largely on factual considerations. Losses incurred by the Fund in a taxation year cannot be allocated to unitholders, but may be deducted by the Fund in future years in accordance with the Tax Act.

9. OPERATING EXPENSES

The Manager is responsible for the day-to-day operations of the Fund. The Fund pays its own operating expenses, other than advertising costs and costs of dealer compensation programs, which are paid by the Manager. Operating expenses include, but are not limited to, brokerage commissions and fees, taxes, audit and legal fees, fees of the members of the Independent Review Committee ("IRC"), costs and fees in connection with the operation of the IRC, safekeeping and custodial fees, interest expenses, operating, administrative and systems costs, investor servicing costs and costs of financial and other reports to investors, as well as prospectuses, annual information forms and fund facts.

With the exception of Class specific expenses, all other expenses are allocated to each Class of the Fund based on the Class' pro-rated share of total Net Asset Value of the Fund. The Manager may from time to time waive any portion of the fees and reimbursement of expenses otherwise payable to it, but no such waiver affects its right to received fees and reimbursement of expenses subsequently accruing to it.

10. RELATED PARTY TRANSACTIONS

(a) Management Fees

The Manager receives a management fee payable for providing its services to the Fund. The management fee varies for each class of units. The management fee is calculated and accrued daily based on a percentage of the net asset value of the class of units of the Fund, plus applicable taxes, and is payable on the last business day of each calendar quarter. This fee differs among the classes of units of the Fund. The annual management fee payable by the Fund to the Manager on Class A units is 1.95% and on Class F units and Class ETF units is 0.95%. The management fee for Class I units of the Fund is negotiated by the investor and paid directly by the investor, and would not exceed the management fee payable on Class A units of the Fund.

Management Fee Distributions

The Manager may, in its discretion, agree to charge a reduced management fee as compared to the fee that the Manager otherwise would be entitled to receive from the Fund with respect to investments in the Fund by unitholders who hold a minimum amount of units during any period and/or meet other criteria as determined by the Manager from time to time. In such cases, an amount equal to the difference between the management fee otherwise chargeable and the reduced fee payable by the Fund will be distributed regularly by the Fund to those unitholders as "Management Fee Distributions". The Manager reserves the right, in its discretion, to discontinue or change Management Fee Distributions at any time.

(b) Performance Fees

The Manager receives a performance fee in respect of each of the Class A units, Class F, and Class ETF units of the Fund. The performance fee for each class shall be calculated and become a liability of the Fund on each Valuation Day and shall be payable at the end of each calendar quarter. The performance fee is equal to 20% of the amount by which the performance of the applicable class exceeds an annual hurdle rate of return equal to 2%, for each of the Class A units, Class F units, or Class ETF units, plus applicable taxes. The performance fee in respect of each of the Class A units, Class F units, and Class ETF units of the Fund on a particular Valuation Day shall be equal to the product of, (a) 20% of the positive difference between (i) the Unit Price on the Valuation Day; and (ii) the greatest Unit Price on any previous Valuation Day or the Unit Price on the date when the units of the class were first issued, where no performance fee liability has previously arisen in respect of units of the class (the "High Water Mark"); less (iii) the hurdle amount (the "Hurdle Amount") per unit on the Valuation Day; and (b) the number of units outstanding on the applicable Valuation Day on which the performance fee is determined, plus applicable taxes.

The Hurdle Amount per unit is the product of (a) 2% for each calendar year (prorated for the number of days in the year); (b) the Unit Price on the applicable Valuation Day; and (c) the number of days since the most recently determined High Water Mark or the beginning of the current calendar year, whichever is most recent. The Manager may make such adjustments to the Unit Price, the High Water Mark and/or the Hurdle Amount per unit as are determined by the Manager to be necessary to account for the payment of any distributions on units, any unit splits or consolidations or any other event or matter that would, in the opinion of the Manager, impact upon the computation of the performance fee. Any such determination of the Manager shall, absent manifest error, be binding on all unitholders. Investors in Class I units may negotiate a different performance fee than the one described herein or no performance fee at all. Any performance fee for Class I units will be paid directly to the Manager. The Manager reserves the right, in its discretion, to discontinue, decrease or waive the performance fee at any time.

(c) Fund-on-Fund Fees and Expenses

When the Fund invests in an underlying fund, the underlying fund may pay a management and performance fee and other expenses in addition to the fees and expenses payable by the Fund. The fees and expenses of the underlying fund will have an impact on the management expense ratio of the Fund. However, the Fund will not pay a management or performance fee that, to a reasonable person, would duplicate a fee payable by the underlying fund(s) for the same service. In addition, the Fund will not pay any sales charges, redemption fees or short-term trading fees for its purchase or redemption of units of any underlying fund that is managed by the Manager, or that, in respect of the other underlying funds, to a reasonable person, would duplicate a fee payable by an investor in any underlying fund.

**THINK AHEAD.
STAY AHEAD.**



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