

FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND



**THINK AHEAD.
STAY AHEAD.**

TABLE OF CONTENTS

- 2 Management’s Responsibility Statement
- 3 Notice to Unitholders
- 4 Picton Mahoney Fortified Arbitrage Plus Alternative Fund Financial Statements
- 20 Notes to the Financial Statements

MANAGEMENT'S RESPONSIBILITY STATEMENT

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

The semi-annual financial statements have been prepared in accordance with those requirements of International Financial Reporting Standards as issued by the International Accounting Standards Board 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 29, 2024

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 ARBITRAGE PLUS ALTERNATIVE FUND

STATEMENTS OF FINANCIAL POSITION

As at June 30, 2024 (unaudited) and December 31, 2023

	June 30, 2024 \$	December 31, 2023 \$
Assets		
Current assets		
Long positions at fair value*	843,274,215	804,503,352
Cash	51,483,497	1,780,646
Cash, pledged as collateral	52,775,229	136,028,375
Options purchased*	4,798,694	557,164
Unrealized gain on foreign exchange forward contracts at fair value	61,099	27,559,309
Unrealized gain on contracts for differences	61,049	32,686
Unrealized gain on forward agreements	465,367	1,394,312
Subscriptions receivable	3,268,365	288,563
Receivable for investments sold	-	1,718,830
Dividends receivable	89,094	1,125,205
Interest and other receivable	3,348,338	1,191,453
	<u>959,624,947</u>	<u>976,179,895</u>
Liabilities		
Current liabilities		
Short positions at fair value**	91,594,781	184,911,646
Options written**	430,840	314,770
Unrealized loss on foreign exchange forward contracts at fair value	2,723,305	201,398
Unrealized loss on contracts for differences	4,652,662	2,504,057
Management fee payable	1,899,622	447,485
Performance fee payable	1,014,259	132,374
Redemptions payable	39,725	524,780
Accrued liabilities	860,793	1,106,499
Payable for investments purchased	-	8,427,847
Interest payable	113,193	2,086,014
Dividends payable	380,472	609,090
	<u>103,709,652</u>	<u>201,265,960</u>
Net Assets Attributable to Holders of Redeemable Units	855,915,295	774,913,935
Net Assets Attributable to Holders of Redeemable Units per Class		
Class A	29,429,266	31,109,907
Class F	610,642,441	600,682,187
Class I	215,843,588	143,121,841
Number of Redeemable Units Outstanding		
Class A	2,250,916	2,429,462
Class F	44,248,171	44,495,536
Class I	20,079,679	13,745,739
Net Assets Attributable to Holders of Redeemable Units per Unit		
Class A	13.07	12.81
Class F	13.80	13.50
Class I	10.75	10.41
	<u>829,847,959</u>	<u>811,301,389</u>
	<u>(91,394,729)</u>	<u>(184,737,704)</u>

* Long positions, at cost

** Short positions, at cost

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

Approved on behalf of the Manager

David Picton

Arthur Galloway




President

CFO

STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

For the six month periods ended June 30 (unaudited)

	2024 \$	2023 \$
Income		
Net gains (losses) on investments and derivatives		
Interest for distribution purposes	8,809,096	2,194,520
Dividends	3,664,600	1,435,078
Net realized gain (loss) on investments and options	25,269,796	40,762,426
Net realized gain (loss) on foreign exchange forward contracts, contracts for differences and forward agreements	397,401	6,909,227
Change in unrealized appreciation (depreciation) on investments, options, foreign exchange forward contracts, contracts for differences and forward agreements	(8,737,026)	(39,681,538)
Interest and borrowing expense	(172,839)	(5,920,900)
Dividend expense	(3,534,842)	(916,328)
Forward agreement fees	(465,081)	(993,063)
Net gains (losses) on investments and derivatives	<u>25,231,105</u>	<u>3,789,422</u>
Other income		
Securities lending income	3,929	510
Foreign currency gain (loss) on cash and other assets and liabilities	2,734,924	810,904
Total Income	<u>27,969,958</u>	<u>4,600,836</u>
Expenses		
Management fees	3,727,567	3,764,326
Performance fees	2,668,598	-
Transaction costs	942,108	1,407,038
Withholding taxes	274,679	104,594
Administrative fees	234,947	213,552
Securityholder reporting fees	200,914	189,681
Audit fees	58,150	54,762
Legal fees	57,811	56,475
Independent review committee fees	3,496	3,391
Total expense before manager absorption	<u>8,168,270</u>	<u>5,793,819</u>
Less expenses absorbed by manager	-	-
Total expense after manager absorption	<u>8,168,270</u>	<u>5,793,819</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units		
	19,801,688	(1,192,983)
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Class		
Class A	631,227	(261,020)
Class F	13,498,714	(1,113,487)
Class I	5,671,747	181,524
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit		
Class A	0.27	(0.09)
Class F	0.30	(0.02)
Class I	0.33	0.03

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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

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

For the six month periods ended June 30 (unaudited)

	2024 \$	2023 \$
Net Assets Attributable to Holders of Redeemable Units at Beginning of Period		
Class A	31,109,907	36,319,580
Class F	600,682,187	559,791,759
Class I	143,121,841	43,316,552
	<u>774,913,935</u>	<u>639,427,891</u>
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units		
Class A	631,227	(261,020)
Class F	13,498,714	(1,113,487)
Class I	5,671,747	181,524
	<u>19,801,688</u>	<u>(1,192,983)</u>
Redeemable Unit Transactions		
Proceeds from redeemable units issued		
Class A	2,253,865	3,938,349
Class F	133,010,743	169,470,365
Class I	75,400,000	64,065,000
	<u>210,664,608</u>	<u>237,473,714</u>
Redemption of redeemable units		
Class A	(4,565,733)	(5,863,841)
Class F	(136,549,203)	(122,891,207)
Class I	(8,350,000)	(6,100,050)
	<u>(149,464,936)</u>	<u>(134,855,098)</u>
Net Increase (Decrease) from Redeemable Unit Transactions	<u>61,199,672</u>	<u>102,618,616</u>
Net Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	<u>81,001,360</u>	<u>101,425,633</u>
Net Assets Attributable to Holders of Redeemable Units at End of Period		
Class A	29,429,266	34,133,068
Class F	610,642,441	605,257,430
Class I	215,843,588	101,463,026
	<u>855,915,295</u>	<u>740,853,524</u>

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

STATEMENTS OF CASH FLOWS

For the six month periods ended June 30 (unaudited)

	2024 \$	2023 \$
Cash Flows from Operating Activities		
Increase (decrease) in net assets attributable to holders of redeemable units	19,801,688	(1,192,983)
Adjustments for:		
Unrealized foreign exchange (gain) loss on cash	(3,048,761)	(227,179)
Net realized (gain) loss on investments and options	(25,269,796)	(40,762,426)
Change in unrealized (appreciation) depreciation on investments, options, foreign exchange forward contracts, contracts for differences and forward agreements	8,737,026	39,681,538
(Increase) decrease in interest and other receivables	(2,156,885)	(779,620)
(Increase) decrease in dividends receivable	1,036,111	225,087
Increase (decrease) in interest payable	(1,972,821)	937,683
Increase (decrease) in dividends payable	(228,618)	93,915
Increase (decrease) in other payable and accrued liabilities	2,088,316	(323,700)
Purchase of long positions and repurchase of investments sold short	(1,885,368,691)	(1,921,811,613)
Proceeds from sale of long positions and on investments sold short	1,792,048,560	1,904,196,610
Net cash generated (used) by operating activities	<u>(94,333,871)</u>	<u>(19,962,688)</u>
Cash Flows from Financing Activities		
Proceeds from redeemable units issued	207,116,926	235,571,697
Amount paid on redemption of redeemable units	(149,382,111)	(133,536,791)
Increase (decrease) in margin borrowings	-	(44,852,129)
Net cash generated (used) by financing activities	<u>57,734,815</u>	<u>57,182,777</u>
Unrealized foreign exchange gain (loss) on cash	3,048,761	227,179
Net increase (decrease) in cash	(36,599,056)	37,220,089
Cash, beginning of period	137,809,021	23,574,766
Cash, end of period	<u>104,258,726</u>	<u>61,022,034</u>
Cash	51,483,497	58,492,103
Cash, pledged as collateral	52,775,229	2,529,931
Net Cash (Overdraft)	<u>104,258,726</u>	<u>61,022,034</u>
Items Classified as Operating Activities:		
Interest received, net of withholding tax	6,652,211	1,414,900
Dividends received, net of withholding tax	4,426,032	1,555,571
Interest and borrowing expense paid	(2,145,660)	(4,983,217)
Dividends paid	(3,763,460)	(822,413)

Net of non-cash transfers and switches of \$567,880 (2023 - \$493,576)

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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

SCHEDULE OF INVESTMENT PORTFOLIO

As at June 30, 2024 (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 (99.1%)									
Canadian Equities (6.8%)									
Consumer Discretionary (1.6%)									
	542,000	Park Lawn Corp.	14,065,007	14,097,420	77,400	Endeavor Group Holdings Inc.	2,796,679	2,862,744	
Financials (4.3%)					81,364	Everbridge Inc.	3,649,024	3,895,577	
	134,202	Canadian Western Bank	18,501,273	19,061,172	115,800	Everest Consolidator Acquisition Corp.	1,727,434	1,783,403	
	134,202	FG Acquisition Corp., Warrants, 2030-04-05	23,283	165,271	62,774	ExcelFin Acquisition Corp., Warrants	1,119	3,204	
	388,800	Nuvei Corp., NASD	17,099,025	17,226,562	10	Exxon Mobil Corp.	1,587	1,575	
	63,300	Osisko Green Acquisition Ltd.	-	6	49,320	Griid Infrastructure Inc., Warrants, 2028-12-21	1,047	4,333	
	7,200	VM Hotel Acquisition Corp.	91,152	83	743,600	HashiCorp Inc.	33,554,295	34,279,613	
	21,600	VM Hotel Acquisition Corp., Restricted	230	249	116,177	Hess Corp.	23,334,430	23,451,282	
			35,714,963	36,453,343	41,820	iLearningEngines Holdings Inc., Warrants, 2026-03-02	2,569	38,621	
Information Technology (0.9%)					97,340	Insight Acquisition Corp., Warrants	2,414	5,208	
	659,100	Copperleaf Technologies Inc.	7,784,454	7,810,335	256,766	Juniper Networks Inc.	12,905,571	12,810,017	
Total Canadian Equities - Long					659,670	Marathon Oil Corp.	25,583,460	25,879,146	
			57,564,424	58,361,098	24,370	Montana Technologies Corporation, Warrants, 2029-03-14	572	48,019	
Canadian Debt (7.4%)					51,096	Newbury Street Acquisition Corp., Warrants, 2027-12-31	2,401	4,125	
Short-Term Notes (7.4%)					12,290	Northern Star Investment Corp. II, Warrants, 2028-01-31	61	87	
CAD	65,000,000	Canadian Treasury Bill 5.003%, 2024-07-04	63,540,750	63,540,750	193,700	Overseas Shipholding Group Inc.	2,235,960	2,247,610	
Corporate Bonds (0.0%)					81,100	Papaya Growth Opportunity Corp. I, Warrants	1,313	3,884	
CAD	383,000	Park Lawn Corp. 5.750%, 2025-12-31	390,011	391,556	131,772	Perficient Inc.	13,228,568	13,485,349	
Total Canadian Debt - Long					60,400	Pershing Square Tontine Holdings Ltd.	-	8	
			63,930,761	63,932,306	15,100	Pershing Square Tontine Holdings Ltd., Rights	-	2	
Global Equities (67.5%)					155,100	PowerSchool Holdings Inc.	4,761,860	4,751,836	
United States Equities (37.1%)					48,690	Roadzen Inc., Warrants, 2028-11-30	733	2,665	
	64,920	Achari Ventures Holdings Corp. I, Warrants, 2026-10-15	1,008	2,221	231,397	SilverBox Corp. III	3,154,408	3,356,287	
	97,340	AltEnergy Acquisition Corp., Warrants	4,503	7,978	68,900	SilverBox Corp. III, Warrants, 2028-04-28	-	13,435	
	292,800	AssetMark Financial Holdings Inc.	13,708,230	13,842,504	305,017	Squarespace Inc.	18,159,110	18,209,783	
	81,100	Atlantic Coastal Acquisition Corp. II, Warrants	1,279	8,589	310,000	Stericycle Inc.	25,131,534	24,657,982	
	129,800	Axonics Inc.	11,953,400	11,940,797	48,690	Syntec Optics Holdings Inc., Warrants, 2026-11-08	879	10,487	
	194,190	Cerevel Therapeutics Holdings Inc.	11,071,619	10,865,244	48,690	Tevogen Bio Holdings Inc., Warrants, 2026-11-04	684	1,339	
	48,690	CERo Therapeutics Holdings Inc., Warrants, 2026-09-01	467	1,332	197,013	United States Steel Corp.	12,646,660	10,190,188	
	424,397	CF Acquisition Corp. VII	5,848,126	6,367,610	376,000	US Silica Holdings Inc.	7,955,782	7,948,988	
	32,509	CF Acquisition Corp. VII, Warrants, 2026-03-15	648	2,447	105,318	Viveon Health Acquisition Corp., Warrants, 2027-12-31	3,833	865	
	415,766	ChampionX Corp.	19,062,770	18,893,541	482,105	Westrock Co.	26,153,596	33,155,810	
	668,300	Churchill Capital Corp. IX	9,161,446	9,272,673	219,621	Whole Earth Brands Inc.	1,411,128	1,460,514	
	1,466,200	Churchill Capital Corp. VII	20,458,414	21,609,502	32,510	XBP Europe Holdings Inc., Warrants, 2027-12-31	1,740	1,824	
	32,510	Direct Selling Acquisition Corp., Warrants	857	3,190	113,610	Zeo Energy Corp., Warrants, 2026-10-20	2,341	9,327	
	43,296	Electriq Power Holdings Inc., Warrants, 2028-07-31	1,999	59					

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

SCHEDULE OF INVESTMENT PORTFOLIO

As at June 30, 2024 (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 (\$)
	64,920	Roth CH Acquisition Co., Warrants, 2028-10-29	2,128	107			SHORT POSITIONS (-10.8%)		
	39,209	SCHMID Group NV, Warrants, 2028-08-25	1,614	24,143			Canadian Equities (-2.5%)		
	578,800	Slam Corp.	8,662,226	8,814,937			Financials (-2.5%)		
	192,900	Spark I Acquisition Corp.	2,646,152	2,731,921			(194,217) National Bank of Canada	(21,025,424)	(21,074,487)
	93,000	Spark I Acquisition Corp., Warrants, 2028-11-27	-	21,761			Total Canadian Equities - Short	(21,025,424)	(21,074,487)
	786,300	Spring Valley Acquisition Corp. II	11,011,925	11,953,576			Global Equities (-8.2%)		
	84,354	TortoiseEcofin Acquisition Corp. III, Warrants	318	346			(114,247) Chevron Corp.	(23,521,467)	(24,453,026)
	781,860	Tristar Acquisition I Corp.	11,422,938	11,928,872			(168,269) ConocoPhillips	(26,184,936)	(26,335,994)
	146,130	Valuence Merger Corp. I, Warrants, 2027-03-01	2,157	7,998			(49,706,403)	(50,789,020)	
	148,720	Zalatoris II Acquisition Corp.	2,158,148	2,228,327			United States Equities (-5.9%)		
	20,950	Zooz Power Ltd.	3,528	64,500			(305,634) Schlumberger NV	(19,833,356)	(19,731,274)
	105,580	Zooz Power Ltd., Warrants, 2029-04-04	1,614	4,334			Total Global Equities - Short	(69,539,759)	(70,520,294)
			255,119,035	260,603,329			Options (-0.1%)		
		Total Global Equities - Long	564,807,299	577,997,095			Total Written Options - Refer to Appendix A	(803,207)	(430,840)
							Transaction Costs	(26,339)	-
							Total Short Positions	(91,394,729)	(92,025,621)
		Global Debt (16.8%)					Foreign Currency Forward Contracts (-0.3%)		
		Short-Term Notes (14.0%)					Total Currency Hedge - Refer to Appendix B		(2,662,206)
USD	89,200,000	United States Treasury Bill 5.214%, 2024-08-15	118,712,364	119,594,586			Contracts For Differences (-0.5%)		
							Total Contracts for Differences - Refer to Appendix C		(4,591,613)
		United States Bonds (2.4%)					Forward Agreements (0.1%)		
USD	5,424,000	Catalent Pharma Solutions Inc. 3.125%, 2029-02-15	7,070,920	7,109,642			Total Forward Agreements - Refer to Appendix D		465,367
USD	6,215,000	Everbridge Inc. 0.000%, 2026-03-15	8,349,960	8,397,959					
USD	2,711,000	Model N Inc. 1.875%, 2028-03-15	3,652,383	3,688,438					
USD	775,000	Perficient Inc. 0.125%, 2026-11-15	1,022,702	1,030,172					
			20,095,965	20,226,211					
		International Bonds (0.4%)					TOTAL INVESTMENT PORTFOLIO (87.6%)	738,453,230	749,258,836
USD	2,360,000	Atlantica Sustainable Infrastructure PLC 4.125%, 2028-06-15	3,154,561	3,162,919			Other Assets Net of Liabilities (12.4%)		106,656,459
		Total Global Debt - Long	141,962,890	142,983,716			TOTAL NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS (100.0%)		855,915,295
		Options (0.6%)							
		Total Purchased Options - Refer to Appendix A	1,845,506	4,798,694					
		Transaction Costs	(262,921)	-					
		Total Long Positions	829,847,959	848,072,909					

*CCY denotes local currency of debt security

**The Picton Mahoney Fortified Arbitrage Plus Alternative Fund has an indirect interest in the Picton Mahoney Fortified Arbitrage Alternative Fund through the forward agreements representing 1.58% (1) of net assets and 8.90% (2) of ownership interest. Picton Mahoney Asset Management acts as the trustee and manager for all of the funds listed above.

(1) Indirect interest is calculated as the total value of the reference fund divided by the total net asset value of Picton Mahoney Fortified Arbitrage Plus Alternative Fund.

(2) Ownership interest is calculated as the total value of the Class I units of the reference fund divided by the total net asset value of Picton Mahoney Fortified Arbitrage Alternative Fund.

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

APPENDIX A

OPTIONS (0.5%)

Issuer	Option Type	Number of Options	Strike \$	Expiry	Average Cost \$	Fair Value \$
Capri Holdings Ltd.	Call Option	775	\$45	October, 2024	181,154	307,537
Stericycle Inc.	Call Option	388	\$60	November, 2024	127,204	55,921
United States Steel Corp.	Call Option	497	\$53	September, 2024	36,718	14,622
					<u>345,076</u>	<u>378,080</u>
Capri Holdings Ltd.	Put Option	1,884	\$40	August, 2024	355,605	1,920,588
Cerevel Therapeutics Holding	Put Option	2,143	\$35	December, 2024	330,933	579,144
Juniper Networks Inc.	Put Option	1,531	\$35	January, 2025	145,881	356,140
United States Steel Corp.	Put Option	1,930	\$40	January, 2025	668,011	1,564,742
					<u>1,500,430</u>	<u>4,420,614</u>
Total Purchased Options					<u>1,845,506</u>	<u>4,798,694</u>
Axonics Inc.	Written Call Option	(193)	\$70	July, 2024	(24,406)	(3,301)
Capri Holdings Ltd.	Written Call Option	(775)	\$40	August, 2024	(20,657)	(42,419)
Capri Holdings Ltd.	Written Call Option	(1,901)	\$55	August, 2024	(302,603)	(19,509)
Cerevel Therapeutics Holding	Written Call Option	(1,335)	\$45	December, 2024	(32,529)	(22,834)
Endeavor Group Holdings Inc.	Written Call Option	(387)	\$27	November, 2024	(19,474)	(22,506)
Hashicorp Inc.	Written Call Option	(193)	\$33	August, 2024	(31,401)	(37,508)
Juniper Networks Inc.	Written Call Option	(453)	\$40	January, 2025	(15,363)	(4,649)
Model N Inc.	Written Call Option	(893)	\$30	July, 2024	(85,902)	(10,215)
Powerschool Holdings Inc.	Written Call Option	(396)	\$23	August, 2024	(18,419)	(13,823)
Stericycle Inc.	Written Call Option	(582)	\$60	August, 2024	(97,912)	(64,069)
Stericycle Inc.	Written Call Option	(774)	\$65	August, 2024	(18,042)	(9,302)
Vizio Holding Corp.	Written Call Option	(775)	\$11	August, 2024	(15,361)	(23,861)
					<u>(682,069)</u>	<u>(273,996)</u>
Axonics Inc.	Written Put Option	(174)	\$68	July, 2024	(29,026)	(28,458)
United States Steel Corp.	Written Put Option	(775)	\$25	January, 2025	(40,204)	(86,428)
Vizio Holding Corp.	Written Put Option	(775)	\$11	August, 2024	(51,908)	(41,958)
					<u>(121,138)</u>	<u>(156,844)</u>
Total Written Options					<u>(803,207)</u>	<u>(430,840)</u>

APPENDIX B

FOREIGN EXCHANGE FORWARD CONTRACTS (-0.3%)

Purchased Currency	Sold Currency	Forward Rate	Maturity Date	Fair Value (\$)	Counterparty	Credit Rating
CAD \$5,500,340	USD \$4,000,000	1.37509	2024-08-16	33,111	Canadian Imperial Bank of Commerce	A-1
USD \$5,000,000	CAD \$6,814,925	0.73368	2024-08-16	18,717	Canadian Imperial Bank of Commerce	A-1
USD \$4,000,000	CAD \$5,457,680	0.73291	2024-08-16	9,271	Canadian Imperial Bank of Commerce	A-1
Unrealized gain on foreign exchange forward contracts at fair value				<u>61,099</u>		
USD \$7,000,000	CAD \$9,616,880	0.72789	2024-08-16	(49,286)	Canadian Imperial Bank of Commerce	A-1
CAD \$764,814,086	USD \$561,554,000	1.36196	2024-08-16	(2,674,019)	Canadian Imperial Bank of Commerce	A-1
Unrealized loss on foreign exchange forward contracts at fair value				<u>(2,723,305)</u>		
Net unrealized gain (loss) on foreign exchange forward contracts at fair value				<u>(2,662,206)</u>		

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

APPENDIX C

CONTRACTS FOR DIFFERENCES (-0.5%)

Referenced Entity	Notional Units	Expiry Date	Counterparty	Counterparty Credit Rating	Cost	Fair Value	Unrealized Gain (Loss)
Smurfit Kappa Group PLC	(21,800)	25-Sep-25	Goldman Sachs International	A-1	(1,362,827)	(1,329,187)	33,640
Smurfit Kappa Group PLC	(8,400)	25-Sep-25	Goldman Sachs International	A-1	(523,842)	(512,164)	11,678
Smurfit Kappa Group PLC	(8,277)	25-Sep-25	Goldman Sachs International	A-1	(514,497)	(504,664)	9,833
Smurfit Kappa Group PLC	(3,123)	25-Sep-25	Goldman Sachs International	A-1	(196,313)	(190,415)	5,898
Unrealized gain on contracts for differences						(2,536,430)	61,049
Smurfit Kappa Group PLC	(6,005)	25-Sep-25	Goldman Sachs International	A-1	(358,189)	(366,136)	(7,947)
Smurfit Kappa Group PLC	(1,000)	25-Sep-25	Goldman Sachs International	A-1	(45,608)	(60,972)	(15,364)
Smurfit Kappa Group PLC	(3,700)	25-Sep-25	Goldman Sachs International	A-1	(181,395)	(225,596)	(44,201)
Smurfit Kappa Group PLC	(3,120)	25-Sep-25	Goldman Sachs International	A-1	(142,575)	(190,232)	(47,657)
Smurfit Kappa Group PLC	(25,000)	25-Sep-25	Goldman Sachs International	A-1	(1,457,602)	(1,524,297)	(66,695)
Smurfit Kappa Group PLC	(15,000)	25-Sep-25	Goldman Sachs International	A-1	(824,766)	(914,578)	(89,812)
Smurfit Kappa Group PLC	(6,900)	25-Sep-25	Goldman Sachs International	A-1	(319,292)	(420,706)	(101,414)
Smurfit Kappa Group PLC	(16,900)	25-Sep-25	Goldman Sachs International	A-1	(928,391)	(1,030,425)	(102,034)
Smurfit Kappa Group PLC	(17,000)	25-Sep-25	Goldman Sachs International	A-1	(931,252)	(1,036,522)	(105,270)
Smurfit Kappa Group PLC	(20,200)	25-Sep-25	Goldman Sachs International	A-1	(1,126,138)	(1,231,632)	(105,494)
Smurfit Kappa Group PLC	(20,600)	25-Sep-25	Goldman Sachs International	A-1	(1,135,617)	(1,256,021)	(120,404)
Smurfit Kappa Group PLC	(14,900)	25-Sep-25	Goldman Sachs International	A-1	(777,605)	(908,481)	(130,876)
Smurfit Kappa Group PLC	(18,800)	25-Sep-25	Goldman Sachs International	A-1	(968,342)	(1,146,272)	(177,930)
Smurfit Kappa Group PLC	(14,580)	25-Sep-25	Goldman Sachs International	A-1	(688,074)	(888,970)	(200,896)
Smurfit Kappa Group PLC	(25,000)	25-Sep-25	Goldman Sachs International	A-1	(1,288,467)	(1,524,297)	(235,830)
Smurfit Kappa Group PLC	(25,000)	25-Sep-25	Goldman Sachs International	A-1	(1,279,743)	(1,524,297)	(244,554)
Smurfit Kappa Group PLC	(19,200)	25-Sep-25	Goldman Sachs International	A-1	(908,579)	(1,170,660)	(262,081)
Smurfit Kappa Group PLC	(19,100)	25-Sep-25	Goldman Sachs International	A-1	(899,617)	(1,164,563)	(264,946)
Smurfit Kappa Group PLC	(37,600)	25-Sep-25	Goldman Sachs International	A-1	(1,773,643)	(2,292,543)	(518,900)
Smurfit Kappa Group PLC	(37,400)	25-Sep-25	Goldman Sachs International	A-1	(1,757,010)	(2,280,349)	(523,339)
Smurfit Kappa Group PLC	(37,300)	25-Sep-25	Goldman Sachs International	A-1	(1,707,387)	(2,274,252)	(566,865)
Smurfit Kappa Group PLC	(56,200)	25-Sep-25	Goldman Sachs International	A-1	(2,706,467)	(3,426,620)	(720,153)
Unrealized loss on contracts for differences						(26,858,421)	(4,652,662)
Net gain (loss) on contracts for differences						(29,394,851)	(4,591,613)

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

APPENDIX D

FORWARD AGREEMENTS (0.1%)

Derivative Agreements	Purchase Date	Maturity Date	Counterparty	Credit Rating	Notional Number of Units	Purchase Price per Unit	Total Purchase Cost (\$)	Value to be Received (\$)	Unrealized Gain (Loss) (\$)
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	03-Dec-21	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	75	13.33	1,000	1,105	105
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	08-Dec-21	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	(75)	13.35	(1,000)	(1,105)	(105)
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	13-Dec-21	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	5,621,810	13.34	75,000,000	82,854,225	7,854,225
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	02-May-22	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	4,614,071	13.00	60,000,000	66,080,924	6,080,924
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	18-Jan-23	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	(75,000)	13.30	(973,620)	(1,074,121)	(100,501)
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	06-Feb-23	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	(3,750,000)	13.30	(48,681,000)	(53,706,032)	(5,025,032)
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	13-Feb-23	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	(5,800,000)	13.34	(75,293,280)	(83,065,329)	(7,772,049)
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	08-Dec-23	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	10,799,447	13.89	150,000,000	154,665,453	4,665,453
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	03-Jan-24	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	(5,493,650)	13.47	(73,321,549)	(75,934,330)	(2,612,781)
Picton Mahoney Fortified Arbitrage Alternative Fund, Class I	10-Jan-24	07-Dec-26	Canadian Imperial Bank of Commerce	A-1	(5,520,236)	13.50	(73,676,934)	(76,301,806)	(2,624,872)
							<u>13,053,617</u>	<u>13,518,984</u>	<u>465,367</u>

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES

As at June 30, 2024 (unaudited)

1. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

The following table illustrates the classifications of the Fund's financial instruments within the fair value hierarchy as at June 30, 2024 and December 31, 2023.

ASSETS (LIABILITIES) AT FAIR VALUE AS AT JUNE 30, 2024				
	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Equities - Long	611,809,036	24,549,157	-	636,358,193
Short-term notes - Long	-	183,135,336	-	183,135,336
Bonds - Long	-	23,780,686	-	23,780,686
Options - Long	4,798,694	-	-	4,798,694
Forward contracts - Long	-	61,099	-	61,099
Forward agreements - Long	-	465,367	-	465,367
Contracts for differences - Long	-	61,049	-	61,049
Equities - Short	(91,594,781)	-	-	(91,594,781)
Options - Short	(430,840)	-	-	(430,840)
Forward contracts - Short	-	(2,723,305)	-	(2,723,305)
Contracts for differences - Short	-	(4,652,662)	-	(4,652,662)
Total	524,582,109	224,676,727	-	749,258,836

ASSETS (LIABILITIES) AT FAIR VALUE AS AT DECEMBER 31, 2023				
	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Equities - Long	611,426,428	1,520,149	-	612,946,577
Short-term notes - Long	-	134,813,880	-	134,813,880
Bonds - Long	-	56,742,895	-	56,742,895
Options - Long	557,164	-	-	557,164
Forward contracts - Long	-	27,559,309	-	27,559,309
Forward agreements - Long	-	1,394,312	-	1,394,312
Contracts for differences - Long	-	32,686	-	32,686
Equities - Short	(184,911,646)	-	-	(184,911,646)
Options - Short	(314,770)	-	-	(314,770)
Forward contracts - Short	-	(201,398)	-	(201,398)
Contracts for differences - Short	-	(2,504,057)	-	(2,504,057)
Total	426,757,176	219,357,776	-	646,114,952

2. TRANSFERS BETWEEN LEVELS 1 AND 2

The following table presents the transfers between Levels 1 and 2 for securities held at June 30, 2024 and December 31, 2023.

	Transfer from Level 1 to 2 \$	Transfer from Level 2 to 1 \$
June 30, 2024		
Equities - Long	21,657,826	-
	21,657,826	-
December 31, 2023		
Equities - Long	1,262	4,877
	1,262	4,877

As of June 30, 2024 and December 31, 2023, the equity securities transferred out of Level 1 relate to positions which were thinly traded on and around the period end, but were actively traded on December 31, 2023 and 2022.

The equity securities transferred into Level 1 relate to positions for which significant trading activity existed on December 31, 2023 but which were thinly traded around December 31, 2022.

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS 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, 2024, there was \$nil (Collateral - \$nil) of securities on loan (December 31, 2023 - \$39,423,476 (Collateral - \$40,211,947) 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 periods ended June 30, 2024 and 2023 securities lending income were as follows:

	2024 (\$)	2023 (\$)
Gross securities lending income	6,044	785
Securities lending charges	(2,115)	(275)
Net securities lending income	3,929	510
Withholding taxes on securities lending income	-	-
Net securities lending income received by the Fund	3,929	510
Security lending charges percentage of gross securities lending income	35%	35%

4. OFFSETTING OF FINANCIAL ASSETS AND LIABILITIES

The following table shows the net impact of the Fund's statements 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, 2024				
Derivative assets - Foreign exchange forward contracts	61,099	(61,099)	-	-
Derivative assets - Contracts for differences	61,049	(61,049)	-	-
Derivative assets - Forward agreements	465,367	-	-	465,367
Derivative liabilities - Foreign exchange forward contracts	(2,723,305)	61,099	-	(2,662,206)
Derivative liabilities - Contracts for differences	(4,652,662)	61,049	-	(4,591,613)
December 31, 2023				
Derivative assets - Foreign exchange forward contracts	27,559,309	(201,398)	-	27,357,911
Derivative assets - Contracts for differences	32,686	(32,686)	-	-
Derivative assets - Forward agreements	1,394,312	-	-	1,394,312
Derivative liabilities - Foreign exchange forward contracts	(201,398)	201,398	-	-
Derivative liabilities - Contracts for differences	(2,504,057)	32,686	2,471,371	-

5. OTHER PRICE RISK

Using Beta as a measure of the relationship of the Fund's performance versus its index, if the HFRI ED Merger Arbitrage Index (Hedged to Canadian dollar) were to increase or decrease by 10%, net assets would have increased or decreased by approximately \$73,319,879 (December 31, 2023 - \$65,404,031).

As of June 30, 2024, if the market price of Class I units of the Reference Fund were to increase or decrease by 10%, with all other variables held constant, net assets would have increased or decreased by approximately \$0 (December 31, 2023 - \$0). The indirect exposure through the forward agreement in Class I units of the Reference Fund would have increased or decreased net assets by approximately \$1,351,898 (December 31, 2023 - \$16,144,641). The combined impact of such 10% increase or decrease would have increased or decreased net assets by \$1,351,898 (December 31, 2023 - \$16,144,641), as a result of the Fund's leverage structure. In practice, the actual results may differ from this sensitivity analysis and the difference could be material.

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

6. CURRENCY RISK

The currency risk reflects the net impact after taking into consideration the forward contracts. Foreign currencies to which the Fund had exposure as at June 30, 2024 and December 31, 2023 were as follows:

FINANCIAL INSTRUMENTS					
June 30, 2024 Currency	Monetary \$	Non-Monetary \$	Forward Currency Contracts \$	Total \$	Percentage of Net Assets %
United States Dollar	232,678,389	524,868,965	(751,982,216)	5,565,138	0.7%
Net Exposure	232,678,389	524,868,965	(751,982,216)	5,565,138	0.7%

FINANCIAL INSTRUMENTS					
December 31, 2023 Currency	Monetary \$	Non-Monetary \$	Forward Currency Contracts \$	Total \$	Percentage of Net Assets %
United States Dollar	223,923,082	428,707,233	(645,142,192)	7,488,123	1.0%
Net Exposure	223,923,082	428,707,233	(645,142,192)	7,488,123	1.0%

The Fund is exposed to indirect currency risk to the extent that the Reference Fund invests in such instruments. The table below summarizes the Reference Fund's exposure to currency risk as at June 30, 2024 and December 31, 2023.

FINANCIAL INSTRUMENTS					
June 30, 2024 Currency	Monetary \$	Non-Monetary \$	Forward Currency Contracts \$	Total \$	Percentage of Net Assets %
United States Dollar	74,859,136	48,054,100	(122,174,498)	738,738	0.5%
Net Exposure	74,859,136	48,054,100	(122,174,498)	738,738	0.5%

FINANCIAL INSTRUMENTS					
December 31, 2023 Currency	Monetary \$	Non-Monetary \$	Forward Currency Contracts \$	Total \$	Percentage of Net Assets %
United States Dollar	66,960,768	69,154,184	(134,311,277)	1,803,675	0.6%
Net Exposure	66,960,768	69,154,184	(134,311,277)	1,803,675	0.6%

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 \$281,544 (December 31, 2023 - \$421,604). In practice, the actual trading results may differ from this sensitivity analysis and the difference could be material.

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

7. 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 \$862,057 (December 31, 2023 - \$1,915,568). In practice, the actual trading results may differ from this sensitivity analysis and the difference could be material.

As at June 30, 2024 and December 31, 2023, the Fund's exposure to debt instruments by maturity were as follows:

Debt Instruments by Maturity Date	June 30, 2024 (\$)		
	Long Positions	Short Positions	Total
Less than 1 year	183,135,336	-	183,135,336
1-3 years	9,819,687	-	9,819,687
3-5 years	13,960,999	-	13,960,999
Total	206,916,022	-	206,916,022

Debt Instruments by Maturity Date	December 31, 2023 (\$)		
	Long Positions	Short Positions	Total
Less than 1 year	134,813,880	-	134,813,880
1-3 years	43,283,749	-	43,283,749
3-5 years	13,459,146	-	13,459,146
Total	191,556,775	-	191,556,775

8. CREDIT RISK

The following table 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. All cash is held with a financial institution with a minimum of credit rating A+.

June 30, 2024				December 31, 2023			
Bond Ratings	Net	Long	Short	Bond Ratings	Net	Long	Short
AAA	21.4%	21.4%	0.0%	AAA	17.4%	17.4%	0.0%
BB+	0.4%	0.4%	0.0%	BB+	0.0%	0.0%	0.0%
B	0.8%	0.8%	0.0%	B	0.0%	0.0%	0.0%
NR	1.6%	1.6%	0.0%	NR	7.3%	7.3%	0.0%

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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

9. UNDERLYING FUND EXPOSURE TO OTHER PRICE RISK, CURRENCY RISK, INTEREST RATE RISK, CREDIT RISK

The Fund may also be exposed to indirect other price risk, currency risk, interest rate risk, and credit risk through its investment in other Picton Mahoney funds.

The table below summarizes the impact on the Fund's net assets, of reasonable possible changes in the returns of each of the strategies to which the Fund is exposed through the 1 underlying fund in which it invests at period-end. The impact on net assets is calculated by applying a 5% possible movement determined for each strategy as a percentage of the net assets of the Fund. The analysis is based on the assumption that the returns on each strategy have increased or decreased as disclosed with all other variables held constant. The underlying risk disclosures represent the market risks to which the various strategies are exposed; C,F,I,P representing Credit, Foreign Currency, Interest Rate, and Other Price Risks, respectively.

June 30, 2024				
Strategy	Underlying risk exposures	Number of Funds	Impact on net assets based on 5% increase or decrease \$	
Canadian Equity	P	1		9,356
US Equity	P	1		246,852
Canadian Fixed Income	C,I	1		130,720
US Fixed Income	C,F,I	1		289,021
Total				675,949

December 31, 2023				
Strategy	Underlying risk exposures	Number of Funds	Impact on net assets based on 5% increase or decrease \$	
Canadian Equity	P	1		(9,840)
US Equity	P	1		4,493,194
Canadian Fixed Income	C,I	1		963,220
US Fixed Income	C,F,I	1		2,625,746
Total				8,072,320

10. 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, 2024 and December 31, 2023.

Jurisdiction	% of Net Assets	
	June 30, 2024	December 31, 2023
LONG POSITIONS	99.2%	107.7%
Canadian Equities	6.8%	6.4%
Financials	4.3%	0.0%
Consumer Discretionary	1.6%	0.0%
Information Technology	0.9%	0.0%
Energy	0.0%	4.1%
Utilities	0.0%	2.3%
Health Care	0.0%	0.0%
Global Equities	67.5%	72.7%
United States	37.1%	42.0%
International	30.4%	30.7%
Canadian Debt	7.4%	8.3%
Short-Term Notes	7.4%	8.3%
Corporate Bonds	0.0%	0.0%

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

Jurisdiction	% of Net Assets	
	June 30, 2024	December 31, 2023
Global Debt	16.8%	16.4%
Short-Term Notes	14.0%	9.1%
United States Bonds	2.4%	7.3%
International Bonds	0.4%	0.0%
Derivatives	0.7%	3.9%
SHORT POSITIONS	-11.6%	-24.3%
Canadian Equities	-2.5%	-6.6%
Financials	-2.5%	-0.1%
Energy	0.0%	-4.1%
Utilities	0.0%	-2.4%
Global Equities	-8.2%	-17.3%
United States Equities	-5.9%	-17.3%
International Equities	-2.3%	0.0%
Derivatives	-0.9%	-0.4%
The following is a summary of the Reference Fund's concentration risk:		
LONG POSITIONS	92.5%	55.4%
Canadian Equities	3.5%	3.6%
Financials	2.2%	0.0%
Consumer Discretionary	0.8%	0.0%
Information Technology	0.5%	0.0%
Energy	0.0%	2.3%
Utilities	0.0%	1.3%
Global Equities	35.0%	32.1%
United States	19.1%	21.5%
International	15.9%	10.6%
Canadian Debt	16.7%	4.8%
Short-Term Notes	16.7%	4.8%
Corporate Bonds	0.0%	0.0%
Global Debt	37.0%	13.1%
Short-Term Notes	35.6%	10.8%
United States Bonds	1.2%	2.3%
International Bonds	0.2%	0.0%
Derivatives	0.3%	1.8%
SHORT POSITIONS	-6.1%	-13.4%
Canadian Equities	-1.2%	-3.6%
Financials	-1.2%	-0.1%
Energy	0.0%	-2.2%
Utilities	0.0%	-1.3%
Global Equities	-4.4%	-9.7%
United States Equities	-3.2%	-9.7%
International Equities	-1.2%	0.0%
Derivatives	-0.5%	-0.1%

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

11. LIQUIDITY RISK

The table below categorizes the Fund's financial liabilities into relevant maturity groupings based on the remaining period to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows. Amounts due to holders of redeemable units are disclosed as net assets attributable to holders of redeemable units on the statements of financial position and are due on demand.

June 30, 2024	On Demand	< 3 months	> 3 months	Total
Financial Liabilities	\$	\$	\$	\$
Short positions	91,594,781	-	-	91,594,781
Redemptions payable	39,725	-	-	39,725
Accrued liabilities and other payables	-	4,268,339	-	4,268,339
Derivative liabilities	7,806,807	-	-	7,806,807

December 31, 2023	On Demand	< 3 months	> 3 months	Total
Financial Liabilities	\$	\$	\$	\$
Short positions	184,911,646	-	-	184,911,646
Redemptions payable	524,780	-	-	524,780
Accrued liabilities and other payables	-	4,381,462	-	4,381,462
Payable for investments purchased	8,427,847	-	-	8,427,847
Derivative liabilities	3,020,225	-	-	3,020,225

12. FUND UNIT TRANSACTIONS

For the six month periods ended June 30 (unaudited)

	2024			2023		
	Class A	Class F	Class I	Class A	Class F	Class I
Units issued and outstanding, beginning of period	2,429,462	44,495,536	13,745,739	2,931,798	43,337,141	4,396,896
Units issued	174,175	9,740,470	7,123,355	318,407	13,111,055	6,479,957
Units redeemed	(352,721)	(9,987,835)	(789,415)	(474,862)	(9,514,687)	(617,413)
Units issued and outstanding, end of period	2,250,916	44,248,171	20,079,679	2,775,343	46,933,509	10,259,440
Weighted average number of units held during the period	2,340,239	45,032,309	16,953,543	2,920,414	47,398,382	7,136,853

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

FUND SPECIFIC NOTES (CONTINUED)

13. COMMISSIONS

For the six month periods ended June 30 (in \$000) (unaudited)

	2024	2023
Brokerage commissions	942	1,407
Soft Dollar commissions	230	185

14. TAX LOSS CARRY FORWARDS

As at December 31 (in \$000)

	2023
Net capital losses carry forward	-
Non-capital losses carry forward	2042
	797

15. STRUCTURED ENTITIES

The table below illustrates the Fund's investment in the underlying funds as at June 30, 2024 and December 31, 2023.

Underlying Funds	Fair Value of Fund's Investment (in \$000s)	Underlying Fund's Net Assets (in \$000s)	% of Net Assets of the Underlying Fund
As at June 30, 2024			
Picton Mahoney Fortified Arbitrage Alternative Fund, forward agreement*	13,519	151,883	8.9%
As at December 31, 2023			
Picton Mahoney Fortified Arbitrage Alternative Fund, forward agreement*	161,446	308,484	52.3%

*Funds managed by Picton Mahoney Asset Management

16. LEVERAGE

During the six month period ended June 30, 2024, the Fund's aggregate exposure reached a low of 26.61% (year ended December 31, 2023 - 22.02%) and a high of 55.99% (year ended December 31, 2023 - 83.59%) of the Fund's NAV. As at June 30, 2024, the Fund's aggregate exposure was 28.20% (December 31, 2023 - 55.07%) of the Fund's NAV. The primary source of leverage was short positions in equity securities and margin borrowings, which is governed by a prime brokerage agreement between the Fund and CIBC.

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

1. GENERAL INFORMATION

Picton Mahoney Fortified Arbitrage Plus Alternative Fund (formerly Vertex Liquid Alternative Fund Plus) (the "Fund") was formed on January 3, 2019 under the laws of British Columbia. The Fund commenced operations on January 17, 2019. Picton Mahoney Asset Management acts as manager (the "Manager"), portfolio advisor (the "Portfolio Advisor") and trustee (the "Trustee") for the Fund. 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 320, 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 29, 2024.

On October 21, 2019, the Manager and Vertex One Asset Management Inc. ("Vertex"), the previous manager for the Fund, entered into a purchase agreement (the "Purchase Agreement") pursuant to which the Manager acquired the investment fund management contracts for the Fund as of January 13, 2020 (the "Transaction").

Unitholders of the Fund approved the change of manager from Vertex to the Manager at a special meeting of the Fund's unitholders on November 28, 2019. Further details of the Transaction were provided in a management information circular that was sent to unitholders in connection with the meetings as required by securities regulations, which is also available under the Fund's profile at www.sedarplus.ca. On closing of the Transaction, the Manager became the investment fund manager and Portfolio Advisor of 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 (formerly Class B), Class F and Class I units.

Class A units are available to all investors. Class F units have lower fees than Class A units and are generally available only to investors who have fee-based accounts with dealers who have been approved by us to sell Class F units. Class I units are available to other investment funds managed by the Manager, institutional investors and to other investors on a case-by-case basis, all at the discretion of the Manager. As at June 30, 2024, the Fund currently has 3 classes of units: Class A, Class F and Class I. As at June 30, 2024, the Manager holds 686 units of Class I (December 31, 2023 - 686 units of Class I).

The investment objective of the Fund is to generate consistent, positive returns, with low volatility and low correlation to equity markets by investing in securities in Canada, the United States and in other foreign jurisdictions.

The Fund falls within the definition of an "alternative mutual fund" set out in NI 81-102 as it is permitted to use strategies generally prohibited by other types of mutual funds, such as the ability to invest more than 10% of its NAV in securities of a single issuer, either directly or through the use of specified derivatives, the ability to borrow cash, up to 50% of its NAV, to use for investment purposes, the ability to sell securities short (the combined level of cash borrowing and short selling is limited to 50% of its NAV in aggregate), and the ability to use leverage through the use of cash borrowing, short selling and specified derivatives. The maximum aggregate exposure to these sources of leverage, as calculated in accordance with section 2.9.1 of NI 81-102, shall not exceed 300% of the fund's NAV.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

The following is a summary of the material accounting policies and estimation techniques adopted by the Funds and applied in the preparation of these financial statements.

(a) Basis of Preparation

These unaudited interim financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board as applicable to the preparation of interim financial statements under International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). The accounting policies and methods of computation followed in these unaudited interim financial statements are consistent with the most recent annual financial statements for the year ended December 31, 2023. These unaudited interim 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).

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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

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) Collateral

Cash collateral provided by the Fund is identified in the Statements of Financial Position as "Cash, pledged as collateral", if any. For collateral other than cash, if the party to whom the collateral is provided has the right by contract or custom to sell or re-pledge the collateral, the Fund classifies that asset in its Statements of Financial Position separately from other assets and identifies the asset as "Investments, pledged as collateral". Where the party to whom the collateral is provided does not have the right to sell or re-pledge, the collateral provided is disclosed in the notes to the financial statements.

(g) 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. Interest and borrowing expense and dividend expense on short sales are included within net gains (losses) on investments and derivatives.

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.

(h) 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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

("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, and Class I 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.

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.

(i) 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.

(j) 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.

(k) 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.

(l) Leverage

Leverage occurs when the Fund borrows money or securities, or uses derivatives, to generate investment exposure that would otherwise not be possible.

The Fund's aggregate exposure to its sources of leverage is calculated as the sum of the following: (i) the market value of short holdings; (ii) the amount of cash borrowed for investment purposes; and (iii) the notional value of the Fund's derivatives positions, excluding any derivatives used for hedging purposes. The Fund's exposure to leverage must not exceed 300% of the Fund's NAV.

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.

The Fund has also obtained exemptive relief such that the Fund is permitted to engage in short selling transactions and cash borrowing up to a combined maximum of 100% of its net asset value, which is in excess of the short sale and cash borrowing limits provided for both conventional mutual funds and alternative mutual funds in NI 81-102.

(m) Margin Borrowings

Borrowings are recognized at fair value net of transaction costs incurred. They are subsequently valued at amortized cost; any difference is recognized in the Statements of Comprehensive Income over the period of the borrowing using the effective interest method.

The Fund has a margin borrowing facility for investment purposes up to 50% of its most recently calculated net asset value attributable to holders of redeemable units. The margin borrowing facility has no maturity and bears interest at Canadian overnight rates plus agreed spread with CIBC. The margin borrowing facility can be settled by the Fund at its discretion without any penalty. The securities held with CIBC form collateral for the margin borrowings. As at June 30, 2024, the total value of securities held as collateral was \$624,453,996 (December 31, 2023 - \$488,087,773). The margin borrowings from CIBC are due on demand. The carrying value of the margin borrowing approximates its fair value and is shown as "Margin borrowings" in the Statements of Financial Position. For the year period January 1, 2024 to June 30, 2024, the Fund borrowed a minimum of \$nil (year ended December 31, 2023 - \$nil) and a maximum of \$23,925,468 (year ended December 31, 2023 - \$288,816,389) under this margin borrowing facility.

(n) Derivative Agreements

The Fund entered into derivative agreements with Canadian Imperial Bank of Commerce ("CIBC"), in order to obtain economic exposure to the Class I units (formerly Class O units) of Picton Mahoney Fortified Arbitrage Alternative Fund (formerly Vertex liquid Alternative Fund) (the "Reference Fund") similar to what would be achieved by an investment directly in the Class I units of the Reference Fund.

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

Under the terms of the derivative agreements, the Fund agreed to acquire from CIBC Class I units of the Reference Fund at a specified future date, which is decided by the portfolio manager, at a price equal to the net asset value ("NAV") of the Class I units at the date the derivative agreements were entered into. CIBC, on the specified future date, will deliver Class I units of the Reference Fund, less forward fees. The Fund has also option to terminate the trades at a specified future date, which is decided by the portfolio manager, at its discretion without any penalty.

The Fund has agreed to pay a forward fee, on a monthly basis, which is a floating amount based on prevailing short-term market rates and a spread applied to the daily notional value of the derivative agreements. During the term of the derivative agreements, the Fund will deposit cash, as pledge, in its margin account with CIBC. This pledge will be kept at 10% of the notional amount at the time the derivative agreements were entered into. The Fund's restricted cash has been pledged to the counterparty as security for performance by the Fund for its obligations under the derivative agreements.

The derivative agreements are valued each day by applying the value of the Reference Fund versus the notional cost amount less outstanding forward fees. The derivatives agreements are fair valued using the NAV of the Class I units of the Reference Fund at each valuation date. All unrealized gains (losses) from the derivative agreements are included in Net change in unrealized appreciation (depreciation) on investments, options and derivative agreements in the Statements of Comprehensive Income. When the agreements are partially closed out, closed out or expire, the gains (losses) realized are included in Net realized gain (loss) on investments, options and derivative agreements in the Statements of Comprehensive Income.

(o) Structured Entities

A structured entity is an entity that has been designed so that voting or similar rights (including the Reference Fund) 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 (including the Reference Fund) 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, 2024 and December 31, 2023, held in the form of redeemable units and through the forward agreement, 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.

(p) 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.

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

The Fund may hold financial instruments that are not quoted in active markets, including derivatives. Fair values of such instruments are determined using 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, 2024 and December 31, 2023, 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).

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

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.

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.

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, 2024 and December 31, 2023, 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.

In order to monitor the credit quality of the unrated (NR) underlying debt securities, the Manager, on the basis of internal research, prepares its own shadow ratings for the various instruments for which publicly available credit ratings are not available. The Manager reviews the key financial metrics of the issue and structural features of the instruments in order to calculate the implied ratings for each of these investments. The majority of unrated securities have been assessed by the Manager to have credit quality consistent with BBB/Baa rated securities. A BBB/Baa rating is the lowest rating a bond can have and still be considered investment-grade. An investment grade bond is a bond considered to have a relatively low risk of default.

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 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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

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 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.

All annual distributions paid on Class A, Class F, and Class I units will be automatically reinvested in additional units.

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 14 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 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

PICTON MAHONEY FORTIFIED ARBITRAGE PLUS ALTERNATIVE FUND

NOTES TO THE FINANCIAL STATEMENTS

As at June 30, 2024 (unaudited)

2.00% and on Class F units is 1.00%. 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 is entitled to a performance fee in relation to each Class A Units and Class F Units that is equal to 15% of the amount by which the total return of the class of Units exceeds the previous high water mark for each applicable class of Units. Any day a performance fee is paid for the Fund, a high water mark is set, which is equal to the NAV of such Fund on such date, after deducting all fees and expenses. No further performance fee will be paid until the NAV, adjusted for any distributions since the high water mark was last set, exceeds this high water mark value. This high water mark is perpetual and cannot be reset. Deficiencies to the high water mark accrue for each day the Fund does not exceed the high water mark and performance fees will not be accrued until the class of Units of the Fund has exceeded the high water mark. There is no performance fee associated with Class I Units of the Fund.

Performance fees for the Fund will be calculated and accrued (and become payable) daily, and such accrued fees will be paid by the Fund quarterly such that, to the extent possible, the Unit price each day will reflect any performance fees payable at the end of such day. The Manager reserves the right to change the period for which any performance fee may be paid by a Fund to the Manager.

Performance fees are subject to applicable taxes. No change in the Manager's performance fee payment policy will be made without at least 60 days notice to the unitholders. The Manager has reserved the right to change the period for which any performance fee may be paid by the Fund to the Manager.

For the period January 1, 2024 to June 30, 2024, the Fund incurred performance fee of \$2,668,598.

(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.**



PICTON MAHONEY ASSET MANAGEMENT CORPORATE INFORMATION

Corporate Address

Picton Mahoney Asset Management

33 Yonge Street, Suite. 320
Toronto, Ontario
Canada M5E 1G4

Telephone: 416.955.4108

Toll free: 1.866.369.4108

Fax: 416.955.4100

Email: service@pictonmahoney.com

www.pictonmahoney.com

Auditor

PricewaterhouseCoopers LLP

18 York Street, Suite 2500
Toronto, Ontario
Canada M5J 0B2

Fund Administration & Transfer Agent

Picton Mahoney Funds

C/O RBC Investor Services Trust,
Shareholder Services
155 Wellington Street West, 3rd Floor
Toronto, ON
Canada M5V 3L3