PORTLAND 15 OF 15 FUND

(as at September 30, 2017)

PORTLAND INVESTMENT COUNSEL®
OWNERS. OPERATORS. AND INVESTORS.

	Series Start Date	MER	Net Asset Value Per Unit (as at September 30, 2017)	PERFORMANCE (as at September 30, 2017)				
				3 Months	6 Months	Calendar Year-to-Date	1 Year	Since Inception[4]
Portland 15 of 15 Fund - Series A	April 28, 2017	n/a	$9.8616	Performance cannot be presented until the Fund has been in existence for one full year.				
Portland 15 of 15 Fund - Series F	April 28, 2017	n/a	$9.9070					

FUND FACTS

Inception Date	April 28, 2017
CIFSC* Asset Class	Global Equity
Risk Tolerance	Medium

KEY REASONS TO INVEST

- Close adherence to a set of 15 investment criteria, including 5 laws of wealth creation and 10 attributes of successful businesses.
- Founder-led companies and companies with a high degree of ownership engagement tend to outperform over the long run.
- Experienced management team has studied wealth creation and practiced focused investing since 1986.

HOW THE FUND IS MANAGED

- The investable universe, primarily North American listed equity securities, are screened for adherence to the 15 investment criteria.
- Investment decisions incorporate fundamental analysis and valuation considerations.
- Investments are managed with a long term focus.

PORTFOLIO COMPOSITION

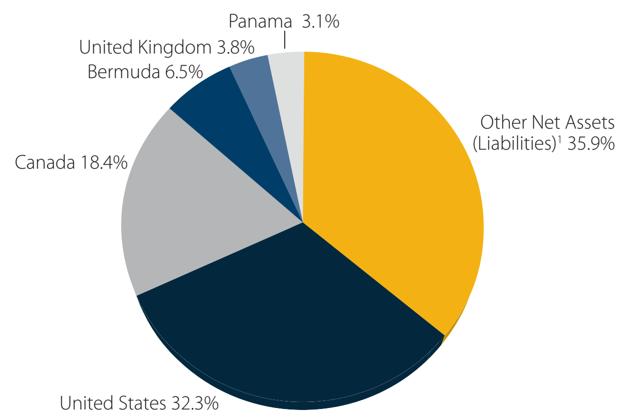
- Concentrated portfolio that invests primarily in North American equity securities.
- Quality companies which are growing, profitable, stable and shareholder friendly.
- Businesses which are owner operated, that have concentrated ownership, that employ autocratic and/or entrepreneurial management, that have low management turnover, that have long term business goals and whose value is driven by fundamentals.
- Seeking reasonable diversification in the context of a focused strategy (generally 10 to 20 investments), which should limit variability of returns.

PORTFOLIO MANAGERS

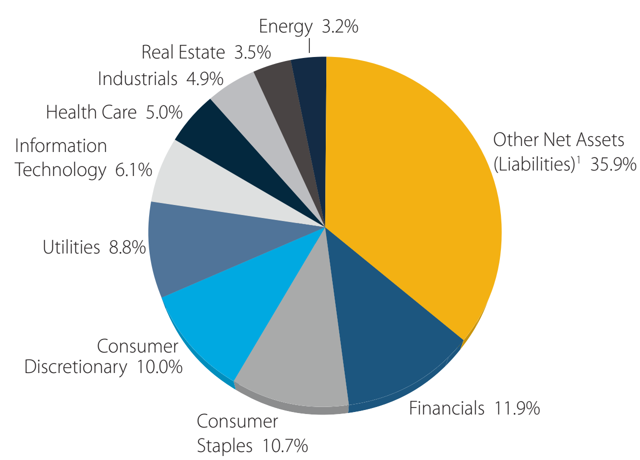
Michael Lee-Chin, B.Eng., LLD (Honorary)
Executive Chairman, Chief Executive Officer and Portfolio Manager

Dragos Berbecel, CFA, MBA
Portfolio Manager

Geographic Mix



Sector Mix



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Top Holdings[2]

Cash	38.7%
Berkshire Hathaway Inc.	5.8%
Fortis Inc.	5.8%
Danaher Corporation	5.0%
Fortive Corporation	4.9%
Walgreens Boots Alliance, Inc.	4.7%
Liberty Global PLC LiLAC	3.8%
Brookfield Property Partners L.P.	3.5%
Whitecap Resources, Inc.	3.2%
Oracle Corporation	3.2%
Brookfield Asset Management Inc.	3.2%
George Weston Limited	3.1%
Carnival Corporation	3.1%
Linamar Corporation	3.1%
Brookfield Infrastructure Partners L.P.	3.0%
Alphabet Inc.	2.9%
The Kraft Heinz Company	2.9%
BlackRock, Inc.	2.9%

THE 15 CRITERIA FOR WEALTH CREATION

First, there are the **Five Laws of Wealth Creation:**

1. Own a few high quality businesses;
2. Thoroughly understand these businesses;
3. Ensure these businesses are domiciled in strong, long-term growth industries;
4. Use other people's money prudently;
5. Hold these businesses for the long run;

But at Portland we use **Ten** more principles to filter out the **best public/traditional and private/alternative investment opportunities.**

6. Owner of the business is also the Operator of the business;
7. Ownership is heavily concentrated;
8. Key stakeholders are personified in the company and vice versa;
9. Autocratic management style;
10. Entrepreneurial management style;
11. Low turnover in management positions;
12. Symmetrical risk and reward for management;
13. Business set goals for the long term;
14. Board focus on growth; and
15. Value of the business is based on fundamentals: sales, market share and margins.

FUND COMMENTARY (As at September 30, 2017)

For the quarter ended September 30, 2017, the Fund's benchmark, the MSCI World Total Return Index had a return of 0.7%. In accordance with securities legislation, the Fund cannot report performance until it has been in existence for one year. During the period, the Fund's top relative contributors were Linamar Corporation, Fortive Corporation and Berkshire Hathaway Inc., while the Fund's key relative performance detractors were Walgreens Boots Alliance, Inc., The Kraft Heinz Company and Oracle Corporation.

The Fund's net asset value at September 30, 2017 was $1.0 million.

The Fund aims to provide positive long-term total returns by investing in a focused portfolio of global quality equities, with an emphasis on U.S. and Canadian listed companies. In selecting its investments, the Fund employs a comprehensive set of 15 criteria which are used to drive the manager's investment behavior (the five laws of wealth creation) and the manager's security selection process (the ten traits of successful private and private-like businesses). To detail, the manger believes that wealth is being created by owning a few businesses, which are well understood, reside in long term growth industries, use other people's money prudently and which are held for the long term. Quality businesses are led by an owner/operator, have concentrated and easily identifiable ownership, exhibit autocratic and entrepreneurial management and board which are focused on growth, allow low turnover in its managerial ranks, have risks and rewards which are symmetrically distributed and focus on long term goals and business fundamentals.

Driven in large part by what it is perceived as largely reflationary economic policies from the new U.S. administration, the U.S. Fed has accelerated the pace of its previously tentative monetary tightening. The U.S. Fed funds rate saw two raises since the beginning of the year and there are expectations for perhaps one more just before the end of the year, combined with the reduction in the U.S. Fed's balance sheet via asset sales starting this fall. In July, the Bank of Canada proceeded to normalize its monetary policy by deciding its first rate increase in about seven years and indicating that, data pending, it will continue to do so. Therefore, the excessive liquidity available to the capital markets is, albeit gradually, mopped up. Such a development, we believe, is likely to favour value based investment strategies and return focus on fundamentals. With valuations getting ahead of the fundamentals in certain areas of the market, the Manager believes that founder-led companies and companies with a high degree of ownership engagement have the ability to stand out by adapting quicker to market forces and improving their profitability through both operational changes and balance sheet optimization. Such companies are also likely to avoid the mistake of endangering long-term goals for short term success.

As expected, given the Fund's value focused mandate, the performance is mainly driven by company specific developments, the most important of which are detailed below.

Linamar continued its strong performance during the quarter as its most recent results met and slightly exceeded the expectations. Sales in the quarter were up roughly 7% compared to the prior comparative period, including a 2.8% advance in the company's main powertrain/driveline unit, despite a 3% reduction in vehicle markets in North America and Europe (and 0.5% lower globally). Of note, the company announced its first major electric axle contract win, for which the annual production volume is expected to peak in 2022 at 500,000 units. This update should help assuage the market's fears that the advent of electric vehicles would significantly adversely affect Linamar's business model. Linamar maintained its guidance for mid to high single digit sales and earnings growth and net income margins of 8% to 8.5%. For 2018, Linamar expects accelerated double digit top and bottom line growth, though net income margin is likely to moderate. Subsequent to the quarter end, a very strong print for the U.S. vehicle sales provided further scope for share price appreciation.

Fortive is a $20 billion industrial company which was split-off from the storied serial acquirer Danaher Corporation and incorporates the former group's traditional industrial businesses (in particular, professional instrumentation and industrial technologies). Danaher's founding Rales brothers remained significant investors in the new entity. The company benefits from an executive team with great operational and deal making experience. The market recognized the potential of the new business, rewarding it with a robust valuation. Fortive has recently re-started its acquisition machine, adding Landauer, a provider of radiation safety and outsourced medical devices, as well as ISC (Industrial Scientific Corporation), a gas detection company, both with a high proportion of predictable recurring revenues.

During the period, the performance of Walgreens suffered on account of the uncertainty around its acquisition of Rite Aid Corporation, but also affected by the sector-wide selloff triggered by the announced acquisition of Whole Foods Market Inc. by Amazon.com, Inc. In the end, Walgreens terminated its Rite Aid merger agreement and instead opted to buy only about half of Rite Aid's stores, roughly 2,000. The deal should provide Walgreens the added scale and sizable synergies (about U.S. $400 million) within 3-4 years. Walgreens announced a $5 billion share repurchase program and raised its dividend by nearly 7%. Operationally, Walgreens reported better-than-expected profit and sales for Q3, helped by a rise in prescription volumes in its U.S. pharmacy business. Rumours of Amazon's entrance into the drug distribution space towards the end of the quarter accelerated the sell-off.

The Kraft Heinz Company, the U.S. food producer controlled by the enterprising 3G Capital and Berkshire Hathaway, was also pressured by the Amazon entry into the space via the Whole Foods acquisition. Kraft Heinz remains on track to deliver $1.7 billion cumulative savings from its integration program by the end of 2017. We have opportunistically added to both Walgreens and Kraft Heinz.

Restaurant Brands International (RBI) saw weakening same store sales growth during the period as the number of restaurants continued to grow. Just before the end of the reporting period we sold our entire holding in RBI on valuation concerns and potential for increased headwinds; in particular a loss of the "wealth effect" with the increase in interest rates, which may affect discretionary spending, a potentially costly international expansion and/or M&A action, as well as a simmering fight with some of its long time franchisees.

As at September 30, 2017, the top 5 sector exposure was constituted by financials 11.9%, consumer staples 10.7%, consumer discretionary 10.0%, utilities 8.8% and information technology 6.1%.

POTENTIAL RISKS

The Manager believes the following risks may impact the performance of the Fund: active management risk, concentration risk, currency risk, equity risk and ETF risk. Please read the "Risk Factors" section in the Simplified Prospectus for a more detailed description of all the relevant risks.

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(as at September 30, 2017)

Fund Name	SERIES A Code - Initial Sales Charge	SERIES A Code - DSC	SERIES A Code - LL	SERIES F[3]
Portland 15 of 15 Fund	PTL215	PTL315	PTL415	PTL115

Portland Investment Counsel Inc. portlandinvestmentcounsel Portland Investment Counsel Inc. @PortlandCounsel

* Canadian Investment Funds Standards Committee
1. Other Net Assets (Liabilities) refers to all other assets and liabilities in the Fund excluding portfolio investments.
2. Where the Fund holds less than 25 holdings, all investments have been disclosed. There may be other assets and liabilities which are not included, and therefore the summary does not add up to 100%.
3. Generally available through dealers who have entered into a Portland Series F Dealer Agreement.
4. Annualized.

Commissions, trailing commissions, management fees and expenses all may be associated with mutual fund investments. Please read the prospectus before investing. The indicated rates of return are the historical annual compounded total returns including changes in unit value and reinvestment of all distributions [dividends] and does not take into account sales, redemptions, distributions or optional charges or income taxes payable by any securityholder in respect of a participating fund that would have reduced returns. Mutual funds are not guaranteed, their values change frequently and past performance may not be repeated. Risk tolerance measures the degree of uncertainty that an investor can handle regarding fluctuations in the value of their portfolio. The amount of risk associated with any particular investment depends largely on your own personal circumstances including your time horizon, liquidity needs, portfolio size, income, investment knowledge and attitude toward price fluctuations. Investors should consult their Financial Advisor before making a decision as to whether this Fund is a suitable investment for them.

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