



PORTLAND
INVESTMENT COUNSEL™

PORTLAND CANADIAN BALANCED FUND
INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

MARCH 31, 2014

PORTFOLIO
MANAGEMENT TEAM

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Management Discussion of Fund Performance Portland Canadian Balanced Fund

This interim management report of fund performance contains financial highlights, but does not contain either interim or annual financial statements of the investment fund. You can get a copy of the interim or annual financial statements at your request, and at no cost, by calling 1-888-710-4242, by writing to us at 1375 Kerns Road, Suite 100, Burlington, ON L7P 4V7 or visiting our website at www.portlandic.com or SEDAR at www.sedar.com.

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

The views of the portfolio management team contained in this report are as of March 31, 2014 and this report is not intended to provide legal, accounting, tax or specific investment advice. Views, portfolio holdings and allocations may have changed subsequent to this date. For current information please contact us using the above methods. All references to performance relate to Series F units. The performance of other units may be different than that of the Series F units due to differing fees.

INVESTMENT OBJECTIVE AND STRATEGIES

The investment objective of the Portland Canadian Balanced Fund (the "Fund") remains as discussed in the prospectus. The Fund's objective is to provide positive long-term total returns, consisting of both income and capital gains by investing primarily in a portfolio of fixed income securities and Canadian equities. The Fund seeks to provide income and capital growth by investing in a diversified portfolio of common equities, preferred shares, income securities and exchange-traded funds (ETFs). The Fund may invest up to 49% in foreign securities in a manner consistent with its investment objective.

RISK

The overall risk level has not changed for the Fund and remains as discussed in the Prospectus. Investors should be able to accept a medium level of risk and plan to hold for the medium to long term.

RESULTS OF OPERATIONS

For the year ended March 31, 2014, the Fund's benchmark, the S&P/TSX Composite Total Return Index, had a return of 16.0%. For the same period, the Fund had a return of 14.1%. For the full period since launch of the Fund on October 31, 2012 to March 31, 2014, the S&P/TSX Composite Total Return Index had an annualized return of 14.3%. For the same period, the Fund had an annualized return of 18.0%. Unlike the Index, the Fund's return is after the deduction of its fees and expenses.

The Fund's net asset value at March 31, 2014 was \$2.2 million. On a cumulative basis since its inception, the Fund has experienced both positive net sales and positive investment performance. Asset mix at March 31, 2014 was common equities, 41.5%; cash and other assets, 49.0%; and fixed income, 9.5%. By geography, assets were invested in securities of issuers based in Canada, 79.5%; the United States, 13.5%; and the U.K., 7.0%. We believe that the Fund is well-positioned to continue to meet its investment objectives as outlined above.

RECENT DEVELOPMENTS

Other than the investments in the Fund as discussed above, there have been no recent developments regarding the Fund.

RELATED PARTY TRANSACTIONS

The Fund's manager is Portland Investment Counsel Inc. (the "Manager"). The Manager is responsible for the day-to-day operation of and for providing investment management services to the Fund. The Manager receives a management fee for providing these services. This is calculated based on the net asset value of the respective series of the Fund.

Any transfer agent and administrative services paid for or provided by the Manager are charged to the Fund and are grouped and presented by expense type on the statement of operations. Depending upon their nature, some expenditures are allocated to the Fund based upon the net asset value or actual costs incurred.

Affiliates of the Manager provide administrative services associated with the day-to-day operations of the Fund. These affiliates of the Manager were reimbursed \$1,296 (2013 nil) by the Fund for operating costs incurred in providing such services.

As at March 31, 2014, the Manager did not own any units of the Fund (12,500 Series A units and 2,500 Series F units as at September 30, 2013).

Notes

Certain statements included in this Management Discussion of Fund Performance constitute forward-looking statements, including those identified by the expressions "anticipate," "believe," "plan," "estimate," "expect," "intend" and similar expressions to the extent they relate to the Fund. These forward-looking statements are not historical facts, but reflect the current expectations of the portfolio management team regarding future results or events of the Fund. These forward-looking statements are subject to a number of risks and uncertainties that could cause actual results or events to differ materially from current expectations. The portfolio management team has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise, except as required by securities legislation.

Certain research and information about specific holdings in the Fund, including any opinion, is based upon various sources believed to be reliable, but it cannot be guaranteed to be current, accurate or complete. It is for information only, and is subject to change without notice.

Summary of Investment Portfolio as at March 31, 2014

Top 25 Investments*

	% of Net Asset Value
Cash and Cash Equivalents	42.5%
EnSCO PLC Class 'A'	7.0%
The Bank of Nova Scotia	6.9%
National Bank of Canada	6.7%
International Business Machines Corporation	6.6%
JPMorgan Chase & Company	5.7%
RioCan Real Estate Investment Trust	5.0%
iShares 1-5 Year Laddered Corporate Bond Index	3.5%
Fortis Inc. 4.000% 'Convertible Bond' January 9, 2024	3.0%
Bank of Montreal	2.4%
iShares Canadian Short Term Corporate and Maple Bond Index ETF	2.0%
DIRECTV	1.2%
iShares High Quality Canadian Bond Index Fund	0.5%
iShares Canadian Universe Bond Index ETF	0.3%
iShares Canadian Corporate Bond Index ETF	0.2%
	93.5%
Total net asset value	\$2,249,344

* 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%.

The investment portfolio may change due to ongoing portfolio transactions of the investment fund. Quarterly updates are available within 60 days of each quarter end by visiting www.portlandic.com or contacting us at 1-888-710-4242.

Portfolio Composition

Sector

Cash and Cash Equivalents	42.5%
Financials	26.7%
Energy	7.0%
Information Technology	6.6%
Exchange Traded Fund	6.5%
Other Net Assets (Liabilities)	6.5%
Corporate Bonds	3.0%
Consumer Discretionary	1.2%

Geographic Region

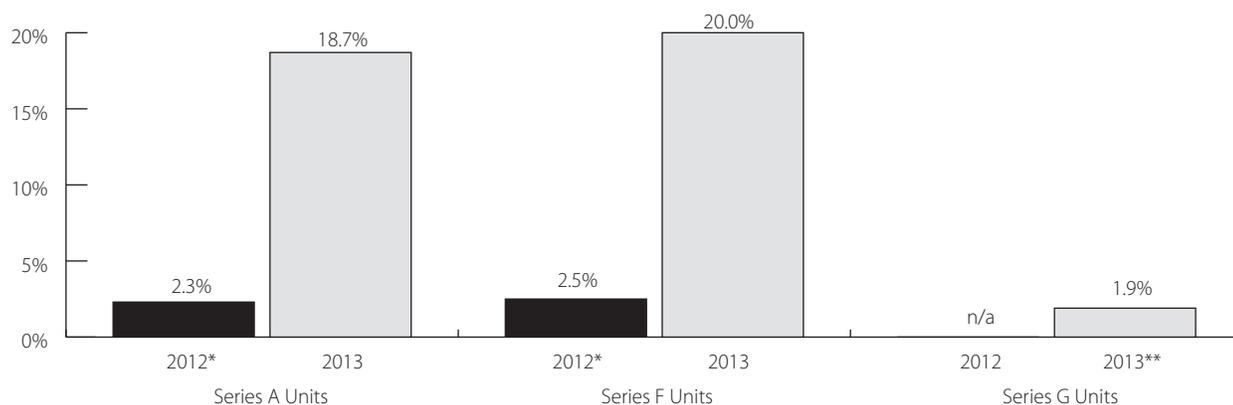
Cash and Cash Equivalents	42.5%
Canadian Equity	21.0%
US Equity	20.5%
Canadian Fixed Income	6.5%
Other Net Assets (Liabilities)	6.5%
Corporate Bonds	3.0%

Past Performance

The past performance information shown in this section is calculated using the net asset value per unit and assumes that all distributions made by the investment fund in the periods shown were reinvested in additional securities of the investment fund. The past performance information does not take into account sales, redemptions, distribution or other optional charges or income taxes payable by the unitholder that would have reduced returns or performance. Investment funds are not guaranteed, their values change frequently and past performance may not be repeated.

Year-By-Year Returns

The graph shows the annual historical returns of the Fund, which change each year. Annual return is the percentage change in the value of an investment from January 1 to December 31 (unless otherwise stated).



*Return for 2012 represents a partial year starting October 31, 2012.
 **Return for 2013 represents a partial year starting March 14, 2013.

Management Fees

The Manager is responsible for the day-to-day management and administration of the Fund. The Manager monitors and evaluates the performance of the Fund, pays for the investment management services of the investment adviser and arranges for the administrative services required to be provided to the Fund. As compensation for its service, the Manager is entitled to receive a fee, payable monthly, calculated based on the daily net asset value of the Fund.

Series of Units	Management Fee (%)	Expenses Paid Out of the Management Fee (%)		
		Dealer compensation	General administration, investment advice and profit	Absorbed expenses
Series A	2.00%	100%	-	-
Series F	1.00%	-	-	100%
Series G	2.00%	50%	-	50%

Financial Highlights

The following tables show selected key financial information about the Fund and is intended to help you understand the Fund's financial performance for the past 5 years or, if shorter, the periods since inception of the Fund. For the current year, information in the table below is for the period from October 1, 2013 to March 31, 2014. For all other years, the information in the table below is for the period from October 1 to September 30, or inception date to September 30 in the inception period.

Series A Units - Net Assets per unit^(a)

For the periods ended	2014	2013
Net assets, beginning of the period	\$11.75	\$10.00 ^(b)
Increase (decrease) from operations:		
Total revenue	0.19	0.27
Total expenses	(0.17)	(0.29)
Realized gains (losses)	0.07	0.60
Unrealized gains (losses)	0.66	0.49
Total increase (decrease) from operations ²	0.75	1.07
Distributions to unitholders:		
From income	-	-
From dividends	(0.0120)	-
From capital gains	-	-
Return of capital	-	-
Total annual distributions ³	(0.0120)	-
Net assets, end of period ⁴	\$12.48	\$11.75

Series A Units - Ratios/Supplemental Data

For the periods ended	2014	2013
Total net asset value	\$1,775,630	\$985,388
Number of units outstanding	142,330	83,867
Management expense ratio ⁵	2.79% *	2.76% *
Management expense ratio before waivers or absorptions	8.89% *	42.27% *
Trading expense ratio ⁶	0.03% *	0.10% *
Portfolio turnover rate ⁷	13.27%	123.73%
Net asset value per unit	\$12.48	\$11.75

Series F Units - Net Assets per unit^(a)

For the periods ended	2014	2013
Net assets, beginning of the period	\$11.87	\$10.00 ^(b)
Increase (decrease) from operations:		
Total revenue	0.23	0.29
Total expenses	(0.10)	(0.14)
Realized gains (losses)	0.06	0.82
Unrealized gains (losses)	0.73	0.78
Total increase (decrease) from operations ²	0.92	1.75
Distributions to unitholders:		
From income	-	-
From dividends	(0.0475)	-
From capital gains	-	-
Return of capital	-	-
Total annual distributions ³	(0.0475)	-
Net assets, end of period ⁴	\$12.64	\$11.87

Series F Units - Ratios/Supplemental Data

For the periods ended	2014	2013
Total net asset value	\$466,641	\$47,101
Number of units outstanding	36,932	3,969
Management expense ratio ⁵	1.63% *	1.64% *
Management expense ratio before waivers or absorptions	7.26% *	19.14% *
Trading expense ratio ⁶	0.03% *	0.10% *
Portfolio turnover rate ⁷	13.27%	123.73%
Net asset value per unit	\$12.64	\$11.87

Series G Units - Net Assets per unit^{1(a)}

For the periods ended	2014	2013
Net assets, beginning of the period	\$10.68	\$10.00 ^{†(b)}
Increase (decrease) from operations:		
Total revenue	0.16	0.17
Total expenses	(0.14)	(0.14)
Realized gains (losses)	0.05	0.46
Unrealized gains (losses)	0.61	0.20
Total increase (decrease) from operations ²	0.68	0.69
Distributions to unitholders:		
From income	-	-
From dividends	-	-
From capital gains	-	-
Return of capital	-	-
Total annual distributions ³	-	-
Net assets, end of period ⁴	\$11.37	\$10.68

Series G Units - Ratios/Supplemental Data

For the periods ended	2014	2013
Total net asset value	\$7,073	\$6,649
Number of units outstanding	622	622
Management expense ratio ⁵	2.59% *	2.59% *
Management expense ratio before waivers or absorptions	8.47% *	27.63% *
Trading expense ratio ⁶	0.03% *	0.10% *
Portfolio turnover rate ⁷	13.27%	123.73%
Net asset value per unit	\$11.37	\$10.68

† Initial offering price

* Annualized

Explanatory Notes

- 1 a) This information is derived from the Fund's unaudited interim financial statements and audited annual financial statements and is provided as at March 31, 2014 and September 30, 2013. The net assets per unit presented in the financial statements differs from the net asset value calculated for fund pricing purposes. An explanation of these differences can be found in the notes to the financial statements.
- b) The following series of the Fund commenced operations on the following dates, which represents the date upon which securities of a series were first purchased by investors.
- | | |
|----------------|------------------|
| Series A Units | October 31, 2012 |
| Series F Units | October 31, 2012 |
| Series G Units | March 14, 2013 |
- 2 Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from operations is based on the weighted daily average number of units outstanding over the financial period.
- 3 Distributions are paid out in cash/reinvested in additional shares of the Fund, or both.
- 4 This is not a reconciliation of the beginning and ending net assets per unit.
- 5 The management expense ratio ("MER") is based on total expenses (excluding commission and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average net asset value during the period. The Manager may absorb certain expenses otherwise payable by the Fund. The amount of expenses absorbed is determined annually at the discretion of the Manager.
- 6 The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of the daily average net asset value during the period.
- 7 The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.
- Portfolio turnover rate is calculated based on the lesser of the cumulative cost of purchases or cumulative proceeds of sales divided by the average market value of the portfolio, excluding short-term investments.



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