



2019 ANNUAL REPORT

MINT

INCOME FUND

	%Chg	
0.01	+25.00%	2.11
0.12	+18.75%	
0.12	+15.58%	
0.70	+8.33%	
1.00	+11.11%	
1.10	+10.28%	
2.30	+10.22%	
0.32	+8.89%	
0.22	+8.66%	
1.00	+8.47%	
		0.05
	+0.01(+25.00%)	
Offer		4.70



MMIDDLEFIELD
TSX-LISTED FUNDS



MIDDLEFIELD CORPORATE PROFILE

The Middlefield Group was established in 1979 and has approximately \$4 billion in assets under management. Middlefield is a Specialty Investment Manager which creates investment products designed to balance risk and return to meet the demanding requirements of Financial Advisors and their clients. These financial products include Exchange-Traded Funds, Mutual Funds, Private and Public Resource Funds, Venture Capital Assets, TSX Publicly Traded Funds and Real Estate Investment Funds and Partnerships.

Many of Middlefield's investment products are designed and managed by our own professionals while some involve strategic partnerships with other "best-in-class" firms that bring unique value to our product offerings. Our investment team comprises portfolio managers, analysts and traders. Groppe, Long & Littell, based in Houston and one of the world's leading forecasters of oil and natural gas prices, acts as Special Advisor with respect to the strategic outlook for the energy sector. In 2014, we entered into an exclusive arrangement with SSR, LLC, based in Stamford, Connecticut. They provide specialized research into sectors of the economy such as Healthcare and Innovation Technology. SSR is an independent investment firm whose analysts have been highly ranked and are recognized as leaders in their respective fields. Their fundamental company level research is often non-consensus and provides guidance on overall portfolio construction and security selection.

Looking ahead, Middlefield remains committed to managing and developing new and unique investment products to assist Financial Advisors in helping clients achieve their investment objectives.

TABLE OF CONTENTS

	Corporate Profile
2	2019 Review and Outlook
4	Annual Management Report of Fund Performance
9	Management's Responsibility for Financial Reporting
9	Independent Auditor's Report
10	Financial Statements
15	Notes to Financial Statements
26	Distributions
27	2019 Tax Information
28	Middlefield Funds Family Corporate Information

A NOTE ON FORWARD LOOKING STATEMENTS

This document may contain forward looking statements, including statements regarding: the Fund, its strategies, goals and objectives; prospects; future performance or condition; possible future actions to be taken by the Fund; and the performance of investments, securities, issuers or industries in which the Fund may from time to time invest. Forward looking statements include statements that are predictive in nature, that depend upon or refer to future results, events, circumstances, expectations and performance, or that include words such as "expects", "anticipates", "intends", "plans", "believes", "estimates" or negative versions thereof and other similar wording. Forward looking statements are not historical facts, but reflect the Fund's current beliefs as of the date of this document regarding future results, events, circumstances, expectations or performance and are inherently subject to, among other things, risks, uncertainties and assumptions about the Fund and economic factors. Forward looking statements are not guarantees of future performance, and actual results, events, circumstances, expectations or performance could differ materially from those expressed or implied in any forward looking statements contained in this document. Factors which could cause actual results, events, circumstances, expectations or performance to differ materially from those expressed or implied in forward looking statements include, but are not limited to: general economic, political, market and business factors and conditions; commodity price fluctuations; interest and foreign exchange rate fluctuations; global equity and capital markets; the financial condition of each issuer in which the Fund invests; the effects of competition in the industries or geographic areas in which the Fund may invest; statutory and regulatory developments; unexpected judicial or regulatory proceedings; and catastrophic events. Readers are cautioned that the foregoing list of factors is not exhaustive and to avoid placing undue reliance on forward looking statements due to the inherent uncertainty of such statements. The Fund does not undertake, and specifically disclaims, any obligation to update or revise any forward looking statements, whether as a result of new information, future developments, or otherwise.

MIDDLEFIELD® GLOBAL EQUITY TEAM

PROVIDING INVESTORS WITH ACCESS
TO SECTORS THAT ARE UNDERREPRESENTED
IN CANADA

**“Actively managed U.S. and International portfolios
are a good way to diversify and enhance yield.”**

DEAN ORRICO
President and Chief Investment Officer,
Middlefield Capital Corporation

MIDDLEFIELD'S ETFs

Middlefield Healthcare & Life Sciences ETF
Middlefield Health & Wellness ETF
Middlefield REIT INDEXPLUS ETF
Middlefield American Core Dividend ETF

MIDDLEFIELD'S TSX-LISTED FUNDS

Digital Consumer Dividend Fund
E Split Corp.
European Focused Dividend Fund
Global Dividend Growers Income Fund
Global Innovation Dividend Fund
Global Real Estate & E-Commerce Dividend Fund
MBN Corporation
Middlefield Can-Global REIT Income Fund
Middlefield Global Real Asset Fund
MINT Income Fund
Pathfinder Income Fund
Sustainable Infrastructure Dividend Fund



**Sustainable Infrastructure
DIVIDEND FUND**

TORONTO STOCK EXCHANGE SYMBOL: INF.UN

Middlefield
**GLOBAL REAL ASSET
Fund**

TORONTO STOCK EXCHANGE SYMBOL: RA.UN

GLOBAL  **DIVIDEND
GROWERS
INCOME FUND**

TORONTO STOCK EXCHANGE SYMBOL: GDG.UN

MIDDLEFIELD
**REITINDEXPLUS
ETF**

TORONTO STOCK EXCHANGE SYMBOL: IDR

 **Global Real Estate
& E-Commerce
DIVIDEND FUND**

TORONTO STOCK EXCHANGE SYMBOL: GEC.UN

DiGiTal  **consumer
DIVIDEND FUND**

TORONTO STOCK EXCHANGE SYMBOL: MDC.UN



MIDDLEFIELD
**Health & Wellness
ETF**

TORONTO STOCK EXCHANGE SYMBOL: HWF



MIDDLEFIELD
**Healthcare & Life Sciences
ETF**

TORONTO STOCK EXCHANGE SYMBOL: LS

MCI

MIDDLEFIELD *Canadian Income PCC*

LONDON STOCK EXCHANGE SYMBOL: MCT

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Middlefield Funds

YOUR PARTNER IN INCOME & GROWTH

For more information, call toll-free 1.888.890.1868
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2019 REVIEW AND OUTLOOK

In 2019, the S&P 500 and S&P/TSX Composite generated returns of 31.5% and 22.8%, respectively, driven largely by expanding price/earnings multiples. While S&P 500 earnings remained relatively flat, the forward price/earnings ratio increased from 14.5 in January 2019 to 18.4 by the end of the year. In Canada, the S&P/TSX Composite's forward price/earnings ratio increased from 12.6 to 15.0 over the same period.

Persistently low interest rates have been an important factor behind the recent increase in price/earnings multiples. After raising the short-term borrowing rate on four occasions in 2018, the U.S. Fed adopted a more dovish stance by cutting rates three times in 2019. As a result, the U.S. 10-Year yield fell by 77 basis points during the year from 2.69% to 1.92%, recently touching 1.50% due to concerns surrounding the impact of Coronavirus. Real rates in many parts of Europe are still negative and the European Central Bank restarted its asset purchase program in September. Reflecting the relative strength of the Canadian economy, the Bank of Canada has remained independent by holding its key interest rate steady since October 2018. Reflecting expectations of more modest economic growth during the later stage of the current economic cycle, we expect interest rates to remain low, especially given the ongoing global trade disputes, the uncertain impact of the Coronavirus and continued low inflation.

With respect to trade, negotiations between the U.S. and China throughout the year drove widespread market uncertainty that translated into volatility. However, once a phase one deal was announced in Q4 2019, markets responded positively and closed out the year on a high. In addition, markets applauded the signing of the United States Mexico Canada Agreement ("USMCA"), a landmark deal signed by the North American trading partners as a successor to the decades-old North American Free Trade Agreement. While USMCA refreshed terms on old economy sectors such as auto exports, steel tariffs and agriculture, it also incorporated new provisions on cross-border data flow, intellectual property protection and duty-free limits for online purchases.

One of the risks affecting markets is the Coronavirus outbreak that surfaced at the start of January the impact of which may not be fully realized until later in the year. And notwithstanding that the conflict between the U.S. and Iran has taken a backseat to other geopolitical news in recent months, we continue to carefully monitor tensions in the Middle East. Moreover, we note that the Trump Administration's pro-business policies that have supported the U.S. economy late in this business cycle are being challenged by a range of socialist-leaning candidates vying to lead the Democratic Party. Although the market is currently discounting a general election win by a left-leaning candidate as very unlikely, this is a risk worth monitoring. In the event that investors were to conclude that Trump's market-friendly tax deductions and deregulation measures were at serious risk of being unwound, the negative impact on market sentiment would be significant.

Middlefield's technology-focused strategies, Digital Consumer Dividend Fund (MDC.UN) and Global Innovation Dividend Fund (BL.UN), benefitted significantly from the improving trade narrative, particularly in the final months of the year. MDC.UN and BL.UN generated total returns of 9.4% and 6.5%, respectively, in Q4 2019. This outperformance was largely attributable to positions in companies with robust digital ecosystems like Google, semiconductors like NVIDIA and cloud software companies like Alteryx. Both fund strategies are focused on issuers with above-market growth prospects across a number of verticals.

Notwithstanding external market risks, we hold a positive view on global equities with a particular focus on real assets, which include infrastructure and real estate companies possessing predictable cash flows underpinned in many cases by long-term contracts. These types of businesses are inherently more stable, having a proven history of outperforming during periods of market turbulence. Consistent with this view, we raised \$110 million on the initial public offering of Global Real Asset Fund at the end of 2019. The fund leverages Middlefield's lengthy track record managing global real estate and infrastructure equities. In addition, this fund provides exposure to Blackstone Group's Core Plus LP, a North American private real estate fund traditionally unavailable to retail investors due to the significant minimum investment size of \$10 million. Blackstone is a global leader in alternatives with over \$500 billion in assets under management and we are excited to partner with them on this fund.

The Middlefield family of exchange-listed funds is currently comprised of 17 funds, 16 of which trade on the Toronto Stock Exchange and one of which is based in Jersey, Channel Islands and trades on the London Stock Exchange. The fund mandates differ by asset mix including both Canadian and International equity securities.

Launched in 2018, Middlefield E-Split Corp. owns shares of Enbridge Inc., an industry-leading energy infrastructure company. E-Split Preferred Shares pay an attractive 5.25% yield underpinned by Enbridge Inc.'s 5%+ dividend yield while E-Split Capital Shares give unique, leveraged exposure to Enbridge's underlying share price. As a result of this structure, E-Split Capital Shares generated a total return of 47.6% in 2019 relative to Enbridge Inc.'s total return of 29.8%. The company finished the year on a high note, providing guidance that exceeded market expectations and increasing its dividend by 10%.

Real estate is both a core competency for Middlefield and the anchor within our equity income strategies. We manage three dedicated real estate exchange-listed funds in addition to a real estate mutual fund. Middlefield Global Real Estate and E-Commerce Dividend Fund generated a total return of 30.2% in 2019 with more than 50% of its portfolio invested in global industrial real estate issuers. Demand for industrial property driven by e-Commerce and last mile delivery logistics has led to industrial market availability rates of 1.4% -- an all time low and well below the long-term average of 4.6%. It is estimated that the Greater Toronto Area needs an additional 50 million square feet of industrial properties to meet current levels of demand and only 15 million square feet of new construction is planned in 2020. As a result, the spread on renewed leases has been as high as 50% and market rents have nearly doubled over the past five years. Given Amazon's rolling out same day delivery across North America together with the knock-on competitive pressure on other retailers and their supply chains, we expect industrial real estate to benefit for several more years.

Fundamentals in the Canadian multi-family sub-industry are also extremely attractive. Canada has the highest population growth among developed nations at 1.4% per annum, which equates to over 500,000 new residents this year. Supply/demand fundamentals for apartments, particularly in fast-growing cities like Toronto, Vancouver and Montreal, are supportive of higher rents and market values. The national rental market vacancy rate was 2.2% in October 2019, the lowest level since 2002.

Investors enjoyed above-average market returns in 2019 primarily driven by an increase in price/earnings multiples. Going forward, we think earnings growth will be a greater contributor to equity market returns. Thus, active management and security selection will be even more important in 2020.

We have just entered the eleventh year of the current economic expansion, representing one of longest in recorded history. Key equity drivers have been accommodative monetary policy, recovering earnings growth and improving trade relations. Although interest rates are expected to remain low, we believe equities are more susceptible to market "panic attacks" (aka corrections) and therefore a defensive portfolio bias at this time is prudent. As a result, we favour dividend paying and dividend growing equities which generate attractive risk-adjusted total returns, especially against the backdrop of a slowing global economy. We remain focused on companies with predictable and sustainable business models, particularly real assets, which should serve to dampen volatility caused by external market factors.



Dean Orrico
President, CEO and Chief Investment Officer
Middlefield Capital Corporation



Robert F. Lauzon
Managing Director and Deputy Chief Investment Officer
Middlefield Capital Corporation

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE YEAR ENDED DECEMBER 31, 2019

This annual management report of fund performance contains financial highlights and should be read in conjunction with the complete audited annual financial statements of the investment fund that follow this report.

Unitholders may contact us by calling 1-888-890-1868, by writing to us at Middlefield Group at one of the addresses on the back cover or by visiting our website at www.middlefield.com to request a copy of the investment fund's annual financial statements, proxy voting policies and procedures, proxy voting disclosure record or quarterly portfolio disclosure.

Management's Discussion of Fund Performance

Investment Objectives and Strategies

The investment objectives of MINT Income Fund (the "Fund") are to provide unitholders with: (i) a high level of sustainable income; and (ii) a cost effective method of minimizing the risk of investing in high income securities. The Fund invests in a diversified portfolio of securities consisting primarily of high yielding equity securities of issuers operating in various industries and geographic regions.

Risk

The Fund is exposed to several risks that may affect its performance. The overall risk of the Fund is as described in its prospectus dated July 30, 2013. During the past year, the overall risk level of the Fund may have been impacted as follows:

Market Risk

Market risk describes the Fund's exposure to volatility in the market value of its underlying securities. Equity markets continue to exhibit volatility due to macroeconomic uncertainties, ongoing global trade disputes, as well as the uncertain impact from the Coronavirus outbreak. The Fund seeks to mitigate risk through active management and portfolio diversification.

Results of Operations

Investment Performance

During 2019, the total equity of the Fund decreased from \$110.7 million at December 31, 2018 to \$100.6 million at December 31, 2019. Total equity on a per unit basis increased from \$5.98 at December 31, 2018 to \$6.50 at December 31, 2019. This increase was primarily attributable to the appreciation of the investment portfolio. During 2019, the Fund recorded a net gain of \$15.5 million on its investment portfolio or \$0.79 per unit.

Revenue and Expenses

In 2019, the Fund recorded revenue before expenses of \$21.1 million compared to a loss of \$10.4 million in the prior year. Operating expenses decreased during the year ended December 31, 2019 to \$2.2 million from \$2.9 million in the prior year. The profit after tax for the period ended December 31, 2019 amounted to \$18.4 million or \$0.94 per unit compared to a loss of \$14.3 million or \$0.63 per unit in 2018. Distributions for the period ended December 31, 2019 amounted to \$0.48 per unit.

Trends

Persistently low interest rates have been an important factor behind the recent increase in price/earnings multiples. After raising the short-term borrowing rate on four occasions in 2018, the U.S. Fed adopted a more dovish stance by cutting rates three times in 2019. With respect to trade, once a phase one deal was announced in Q4 2019, markets responded positively. In addition, markets applauded the signing of the United States Mexico Canada Agreement ("USMCA"), a landmark deal signed by the North American trading partners.

Credit Facility

The Fund has a revolving term credit facility that enables the Fund to borrow up to an amount not exceeding 30% of total assets. At December 31, 2019, the Fund had a loan payable in the amount of \$25 million representing approximately 19.8% of total assets and 24.8% of total equity. The minimum and maximum amounts borrowed during the year ended December 31, 2019 were \$5 million and \$30 million, respectively. The loan proceeds were used primarily to purchase securities for the investment portfolio. The credit facility provides the lender with a security interest over the assets of the Fund.

Related Party Transactions

Pursuant to a management agreement, Middlefield Limited (the "Manager") receives a management fee. For further details, please see the "Management Fees" section of this report. Middlefield Capital Corporation ("MCC" or the "Advisor"), the advisor to the Fund and a company under common control with the Manager, receives advisory fees from the Manager out of the management fee. MCC also receives brokerage commissions from the Fund in connection with securities transactions. All brokerage commissions paid by the Fund to MCC were at or below market rates. As at December 31, 2019, the Fund held investments in other investment funds managed by the Manager. All management fees charged by the underlying investment fund held by the Fund were rebated to the Fund. For further details, please see the notes to the financial statements.

Management Fees

Management fees are calculated at 1% per annum of the net asset value of the Fund and are split between the Manager and the Advisor. The Manager receives fees for the general administration of the Fund, including maintaining the accounting records, executing securities trades, monitoring compliance with regulatory requirements, and negotiating contractual agreements, among other things. The Advisor receives fees from the Manager for providing investment advice in respect of the portfolio in accordance with the investment objectives and strategies of the Fund.

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE YEAR ENDED DECEMBER 31, 2019

Financial Highlights

Total Equity is calculated in accordance with International Financial Reporting Standards ("IFRS").

"Net Asset Value" is calculated in accordance with section 14.2 of National Instrument 81-106 "Investment Fund Continuous Disclosure" ("NI 81-106") and is used for transactional pricing purposes.

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the indicated periods. Ratios and Supplemental Data are derived from the Fund's Net Asset Value

The Fund's Total Equity per Unit⁽¹⁾

	2019	2018	2017	2016	2015
Total Equity, Beginning of Year	\$ 5.98	\$ 7.16	\$ 7.65	\$ 7.10	\$ 8.78
INCREASE (DECREASE) FROM OPERATIONS:					
Total Revenue	0.29	0.33	0.31	0.30	0.37
Total Expenses (excluding distributions)	(0.12)	(0.14)	(0.13)	(0.15)	(0.17)
Realized Gains (Losses) for the Year	0.33	-	(0.24)	(0.09)	(0.15)
Unrealized Gains (Losses) for the Year	0.46	(0.79)	0.46	0.91	(0.90)
Transaction Costs on Purchase and Sale of Investments	(0.02)	(0.03)	(0.04)	(0.05)	(0.04)
TOTAL INCREASE (DECREASE) FROM OPERATIONS⁽²⁾	1.00	(0.70)	(0.01)	1.03	(0.96)
DISTRIBUTIONS:					
From Net Investment Income	0.17	0.19	0.18	0.15	0.21
From Capital Gains	0.31	-	-	-	-
Return of Capital	-	0.29	0.30	0.33	0.51
TOTAL DISTRIBUTIONS⁽³⁾	0.48	0.48	0.48	0.48	0.72
Total Equity, End of Year	6.50	5.98	7.16	7.65	7.10

⁽¹⁾ This information is derived from the Fund's audited annual financial statements.

⁽²⁾ Total Equity and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the financial year. This schedule is not a reconciliation of Total Equity since it does not reflect unitholder transactions as shown on the Statements of Changes in Equity and accordingly columns may not add.

⁽³⁾ Distributions were paid in cash/reinvested in additional units of the Fund, or both.

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE YEAR ENDED DECEMBER 31, 2019

Ratios and Supplemental Data

	2019	2018	2017	2016	2015
Total Assets (000s) ⁽¹⁾	\$ 126,521	\$ 121,684	\$ 197,292	\$ 83,523	\$ 113,424
Total Net Asset Value (000s) ⁽¹⁾	\$ 100,612	\$ 110,654	\$ 161,019	\$ 67,922	\$ 82,285
Number of Units Outstanding ⁽¹⁾	15,490,507	18,508,526	22,492,028	8,877,414	11,587,568
Management Expense Ratio ("MER") ⁽²⁾	1.70%	1.77%	1.81%	2.09%	2.01%
MER (excluding interest expense and issuance costs) ⁽²⁾	1.38%	1.38%	1.44%	1.68%	1.52%
Trading Expense Ratio ⁽³⁾	0.36%	0.40%	0.59%	0.73%	0.45%
Portfolio Turnover Rate ⁽⁴⁾	121.06%	109.03%	200.69%	215.25%	190.00%
Net Asset Value per Unit	\$ 6.50	\$ 5.98	\$ 7.16	\$ 7.65	\$ 7.10

⁽¹⁾ This information is provided as at December 31 of the year shown.

⁽²⁾ The MER is based on total expenses (excluding distributions, commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of daily average Net Asset Value during the year. The MER excluding interest expense and issuance costs has been presented separately as it expresses only the ongoing management and administrative expenses of the Fund as a percentage of average Net Asset Value. Issuance costs are one-time costs incurred at inception, and the inclusion of interest expense does not consider the additional revenues that have been generated from the investment of the leverage in income-generating assets. Where a Fund invests in securities of another investment funds managed by the Manager, the total expenses include the pro-rata share of the expenses of the underlying Funds.

⁽³⁾ The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average Net Asset Value during the year. Where a Fund invests in securities of another investment funds managed by the Manager, the total commissions and other portfolio transaction costs include the pro-rata share of these costs from the underlying Funds.

⁽⁴⁾ The Fund's portfolio turnover rate indicates how actively the Fund's portfolio investments are managed. 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 the 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.

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

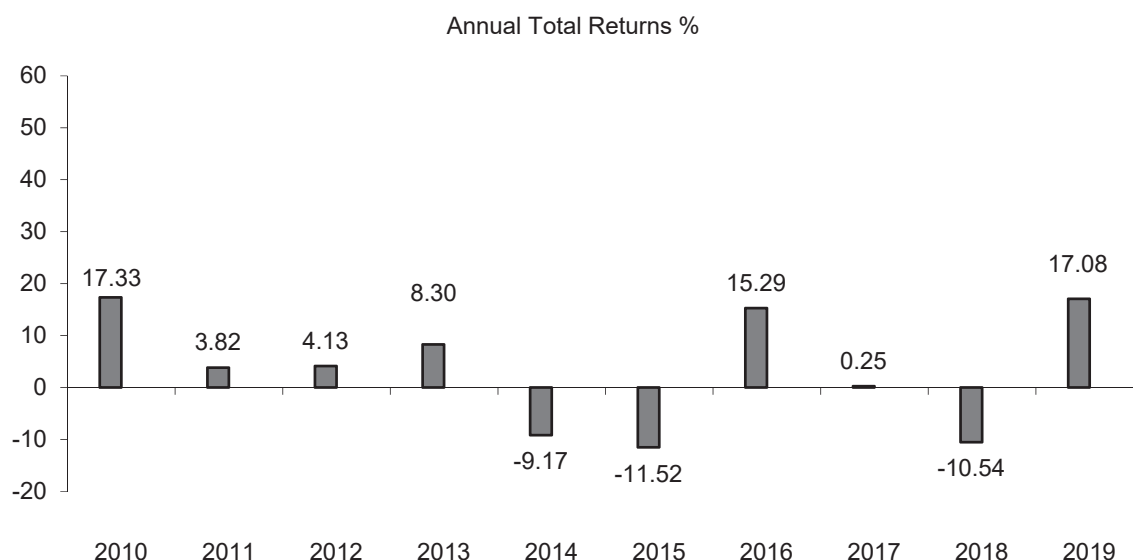
FOR THE YEAR ENDED DECEMBER 31, 2019

Past Performance

The performance information shown, which is based on Net Asset Value, diluted where applicable, assumes that all distributions paid by the Fund in the periods shown were reinvested in additional securities of the Fund. The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance. How the Fund has performed in the past does not necessarily indicate how it will perform in the future.

Year-By-Year Returns

The bar chart shows how the Fund's performance has varied from year to year for each of the years shown. The chart indicates, in percentage terms, how much an investment made the first day of each financial year would have grown or decreased by the last day of the financial year.



Annual Compound Returns

	Periods Ended December 31, 2019			
	One Year	Three Years	Five Years	Ten Years
MINT Income Fund	17.08%	1.64%	1.38%	2.94%
S&P/TSX Composite Total Return Index	22.88%	6.89%	6.28%	6.90%

The S&P/TSX Composite Total Return Index (the "Index") is comprised of Canadian stocks traded on the Toronto Stock Exchange and is designed to represent the Canadian equity market.

The Fund's total return of 17.08% underperformed the 22.88% return generated by the Index. The Fund's performance in 2019 was influenced by the relatively conservative positioning of the investment portfolio during the year.

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE YEAR ENDED DECEMBER 31, 2019

Summary of Investment Portfolio

AS AT DECEMBER 31, 2019

Top Twenty-Five Holdings

DESCRIPTION	% OF NET ASSET VALUE
1 Westshore Terminals Investment Corporation	4.5
2 SNC-Lavalin Group Inc.	4.5
3 Middlefield Health and Wellness ETF	4.3
4 Middlefield Health & Life Sciences ETF	4.2
5 Tourmaline Oil Corp.	4.2
6 Parkland Fuel Corporation	3.8
7 Apple Inc.	3.8
8 JPMorgan Chase & Co.	3.6
9 Enbridge Inc.	3.6
10 Keyera Corp.	3.4
11 Blackstone Property Partners L.P.	3.2
12 TransAlta Corporation	3.2
13 The Blackstone Group Inc.	3.2
14 Chorus Aviation Inc.	3.2
15 Netflix, Inc.	3.1
16 Tencent Holdings Limited	3.1
17 Sony Corporation	3.1
18 Labrador Iron Ore Royalty Corporation	3.1
19 Horizon North Logistics Inc.	3.0
20 WPT Industrial Real Estate Investment Trust	2.8
21 KKR & Co Inc.	2.8
22 The Walt Disney Company	2.8
23 Philip Morris International Inc.	2.7
24 Boardwalk Real Estate Investment Trust	2.7
25 Northland Power Inc.	2.7

"Top Twenty-Five Holdings" excludes any temporary cash investments.

ASSET CLASS	% OF NET ASSET VALUE
Industrials	23.5
Real Estate	23.5
Communication Services	14.2
Financials	9.6
Healthcare	8.5
Energy	7.5
Pipelines	7.0
Utilities	5.9
Corporate Debt	3.9
Technology	3.8
Consumer Discretionary	3.1
Metals and Mining	3.1
Consumer Staples	2.7
Preferred Shares	2.0
Cash and Short-Term Investments	6.5
Other Net Liabilities	(24.8)
	100.0
TOTAL NET ASSET VALUE	\$ 100,612,098
TOTAL ASSETS	\$ 126,520,884

The Summary of Investment Portfolio may change over time due to ongoing portfolio transactions. The Prospectus of any investment funds owned by the Fund can be found online at www.sedar.com

Please visit www.middlefield.com for the most recent quarter-end Summary of Investment Portfolio.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements of MINT Income Fund (the "Fund") have been prepared by Middlefield Limited (the "Manager"), the manager of Fund and approved by the Board of Directors. The Manager is responsible for the information and representations contained in these financial statements and other financial information contained in this report.

The Manager maintains appropriate procedures to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards and include certain amounts that are based on estimates and judgments. The significant accounting policies applicable to the Fund are described in the notes to the financial statements.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting and has reviewed and approved these financial statements.

INDEPENDENT AUDITOR'S REPORT

TO THE UNITHOLDERS OF MINT INCOME FUND (THE "FUND")

OPINION

We have audited the financial statements of the Fund which comprise the statements of financial position as at December 31, 2019 and 2018, and the statements of comprehensive income, changes in net assets attributable to holders of redeemable units and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements"). In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

BASIS FOR OPINION

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Fund in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises:

- Management Report of Fund Performance
- The information, other than the financial statements and our auditor's report thereon, in the Annual Report.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. We obtained the Management Report of Fund Performance prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard. The Annual Report is expected to be made available to us after the date of the auditor's report. If, based on the work we will perform on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact to those charged with governance.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Fund's financial reporting process.

Deloitte LLP is the external auditor of the Fund. They have audited the financial statements of the Fund in accordance with Canadian generally accepted auditing standards to enable them to express to unitholders their opinion on the financial statements.



Francisco Z. Ramirez
President
Middlefield Limited



Catherine E. Rebulde
Chief Financial Officer
Middlefield Limited

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. The engagement partner on the audit resulting in this independent auditor's report is Erez Seiler.



Chartered Professional Accountants
Licensed Public Accountants
April 1, 2020
Toronto, Ontario

FINANCIAL STATEMENTS

Statements of Financial Position

AS AT DECEMBER 31
(In Canadian Dollars)

	2019	2018
ASSETS		
Current Assets		
Investments at Fair Value through Profit or Loss	\$ 119,040,594	\$ 111,497,790
Cash	6,491,464	9,648,269
Income and Interest Receivable	530,785	529,461
Accounts Receivable from Broker	403,385	
Accounts Receivable	5,240	2,136
Prepaid Interest	49,416	6,603
Total Assets	126,520,884	121,684,259
LIABILITIES		
Current Liabilities		
Loan Payable (Note 8)	25,000,000	10,000,000
Distributions Payable	621,017	740,633
Accounts Payable and Accrued Liabilities	287,769	289,604
Total Liabilities	25,908,786	11,030,237
Net Assets	\$ 100,612,098	\$ 110,654,022
EQUITY		
Unitholders' Capital (Note 9)	\$ 116,419,909	\$ 146,600,055
Deficit	(15,807,811)	(35,946,033)
Total Equity	\$ 100,612,098	\$ 110,654,022
Units Issued and Outstanding	15,490,507	18,508,526
Total Equity per Unit	\$ 6.50	\$ 5.98

The accompanying notes to financial statements are an integral part of these financial statements.

Approved by the Board of Directors of Middlefield Limited, as Manager:



Director: Francisco Z. Ramirez



Director: Catherine E. Rebulde

FINANCIAL STATEMENTS

Statements of Comprehensive Income

FOR THE YEARS ENDED DECEMBER 31
(In Canadian Dollars)

	2019	2018
REVENUE (LOSS)		
Income from Investments	\$ 5,279,280	\$ 7,327,771
Interest Income for Distribution Purposes	359,157	196,479
Securities Lending Income (Note 12)	28,428	102,164
Foreign Exchange Gain (Loss) on Cash	141,453	(278,130)
Other Changes in Fair Value of Financial Assets and Financial Liabilities at Fair Value through Profit or Loss		
Net Realized Gain from Investment Transactions	6,412,337	364,162
Change in Net Unrealized Gain (Loss) on Investments	8,990,375	(18,332,673)
Change in Net Unrealized (Loss) Gain on Foreign Currency Transactions	(62,997)	235,743
Total Revenue	21,148,033	(10,384,484)
OPERATING EXPENSES (Note 10)		
Audit Fees	46,744	102,464
Custodial Fees	12,661	21,027
Fund Administration Costs	155,718	169,823
Independent Review Committee Fees and Expenses	52,908	39,566
Legal Fees	-	6,300
Management Fee	1,363,894	1,763,509
Transaction Costs (Note 11)	445,796	643,820
Unitholder Reporting Costs	84,909	124,402
Total Operating Expenses	2,162,630	2,870,911
Operating Profit (Loss)	18,985,403	(13,255,395)
Finance Costs (Note 8)	409,564	617,440
Profit (Loss) before Tax	\$18,575,839	(13,872,835)
Income Taxes	102	-
Withholding Taxes	212,984	398,518
Profit (Loss) after Tax	\$ 18,362,753	\$ (14,271,353)
Profit (Loss) after Tax per Unit (Note 9)	\$ 0.94	\$ (0.63)

The accompanying notes to financial statements are an integral part of these financial statements.

FINANCIAL STATEMENTS

Statements of Changes in Equity

FOR THE YEARS ENDED DECEMBER 31 (In Canadian Dollars)	Unitholders' Capital	Deficit	Total
Balance at January 1, 2018	\$ 186,472,991	\$ (25,454,091)	\$ 161,018,900
Profit after Tax	-	(14,271,353)	(14,271,353)
Distributions to Unitholders	-	(10,795,214)	(10,795,214)
Repurchase of Trust Units	(2,095,000)	645,370	(1,449,630)
Proceeds from Issue of Trust Units	9,108,093	(2,763,608)	6,344,485
Payment on Redemption of Trust Units	(46,886,029)	16,692,863	(30,193,166)
Balance at December 31, 2018	\$ 146,600,055	\$ (35,946,033)	\$ 110,654,022
Balance at January 1, 2019	\$ 146,600,055	\$ (35,946,033)	\$ 110,654,022
Profit after Tax	-	18,362,753	18,362,753
Distributions to Unitholders	-	(9,277,552)	(9,277,552)
Repurchase of Trust Units	(686,000)	266,172	(419,828)
Proceeds from Issue of Trust Units	15,954,408	(5,879,518)	10,074,890
Payment on Redemption of Trust Units	(45,448,554)	16,666,367	(28,782,187)
Balance at December 31, 2019	\$ 116,419,909	\$ (15,807,811)	\$ 100,612,098

The accompanying notes to financial statements are an integral part of these financial statements.

Statements of Cash Flows

FOR THE YEARS ENDED DECEMBER 31 (In Canadian Dollars)	2019	2018
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES		
Profit after Tax	\$ 18,362,753	\$ (14,271,353)
Adjustments:		
Purchases of Investments	(660,593,872)	(1,104,593,450)
Proceeds from Sale of Investments	668,453,780	1,162,208,773
Foreign Exchange (Gain) Loss	(78,456)	42,387
Net Realized Gain from Investment Transactions	(6,412,337)	(364,162)
Change in Net Unrealized (Gain) Loss on Investments	(8,990,375)	18,332,673
	10,741,493	61,354,868
Net Change in Non-Cash Working Capital	(19,458)	525,445
Net Cash from Operating Activities	10,722,035	61,880,313
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES		
Proceeds from Issue of Trust Units	10,074,890	6,344,485
Repurchase of Trust Units	(419,828)	(1,449,630)
Payment on Redemption of Trust Units	(28,782,187)	(30,193,166)
Proceeds from Loans	179,566,997	219,459,039
Repayment of Loans	(165,000,000)	(245,000,000)
Distributions Paid to Unitholders	(9,397,168)	(10,955,186)
Net Cash used in Financing Activities	(13,957,296)	(61,794,458)
Net (Decrease) Increase in Cash	(3,235,261)	85,855
Foreign Exchange Gain (Loss)	78,456	(42,387)
Cash at Beginning of Year	9,648,269	9,604,801
Cash at End of Year	\$ 6,491,464	\$ 9,648,269

The accompanying notes to financial statements are an integral part of these financial statements.

FINANCIAL STATEMENTS

Schedule of Investment Portfolio

AS AT DECEMBER 31, 2019
(In Canadian Dollars)

Description	No. of Securities/ Par Value	Average Cost	Fair Value
Blackstone Property Partners L.P.	1,892.921	\$ 3,293,244	\$ 3,241,869
Boardwalk Real Estate Investment Trust	60,000	2,403,364	2,755,800
Chartwell Retirement Residences	165,000	1,966,722	2,293,500
Cominar Real Estate Investment Trust	165,000	1,928,830	2,336,400
Dream Industrial Real Estate Investment Trust	140,000	1,482,557	1,839,600
European Residential Real Estate Investment Trust	400,000	1,860,264	1,860,000
First Capital Realty Inc.	90,000	1,841,400	1,860,300
NorthWest Healthcare Properties Real Estate Investment Trust	200,000	2,141,332	2,386,000
Tricon Capital Group Inc.	230,000	2,461,354	2,444,900
WPT Industrial Real Estate Investment Trust	160,000	2,702,320	2,861,145
REAL ESTATE: 18.9%		22,081,387	23,879,514
Cargojet Inc.	25,000	2,427,809	2,583,250
Chorus Aviation Inc.	400,000	2,922,397	3,236,000
Horizon North Logistics Inc.	2,450,000	5,714,212	3,013,500
Mullen Group Ltd.	200,000	1,867,375	1,854,000
Parkland Fuel Corporation	80,000	2,131,070	3,816,800
SNC-Lavalin Group Inc.	150,000	2,401,901	4,492,500
Westshore Terminals Investment Corporation	240,000	5,279,223	4,548,000
INDUSTRIALS: 18.7%		22,743,987	23,544,050
Alphabet Inc.	1,500	2,376,445	2,605,276
AT&T Inc.	50,000	2,060,773	2,533,845
Netflix, Inc.	7,500	2,687,610	3,146,915
Tencent Holdings Limited	50,000	2,934,020	3,112,843
The Walt Disney Company	15,000	1,957,046	2,813,229
COMMUNICATION SERVICES: 11.3%		12,015,894	14,212,108
JPMorgan Chase & Co.	20,000	2,305,468	3,615,333
KKR & Co Inc.	75,000	2,745,585	2,836,960
The Blackstone Group Inc.	45,000	2,704,428	3,264,303
FINANCIALS: 7.7%		7,755,481	9,716,596
Middlefield Health and Wellness ETF	375,000	4,408,950	4,368,750
Middlefield Health & Life Sciences ETF	400,000	4,256,760	4,232,000
HEALTHCARE: 6.9%		8,665,710	8,600,750
Ensign Energy Services Inc.	400,000	2,454,600	1,140,000
Freehold Royalties Ltd.	300,000	2,214,880	2,187,000
Tourmaline Oil Corp.	275,000	4,709,347	4,185,500
ENERGY: 6.0%		9,378,827	7,512,500
Enbridge Inc.	70,000	2,946,504	3,614,100
Keyera Corp.	100,000	3,330,320	3,402,000
PIPELINES: 5.6%		6,276,824	7,016,100
Northland Power Inc.	100,000	2,441,394	2,724,900
TransAlta Corporation	350,000	2,531,974	3,248,000
UTILITIES: 4.8%		4,973,368	5,972,900
Mullen Group Ltd. 5.750% due November 30, 2026	2,000,000	2,000,000	2,071,500

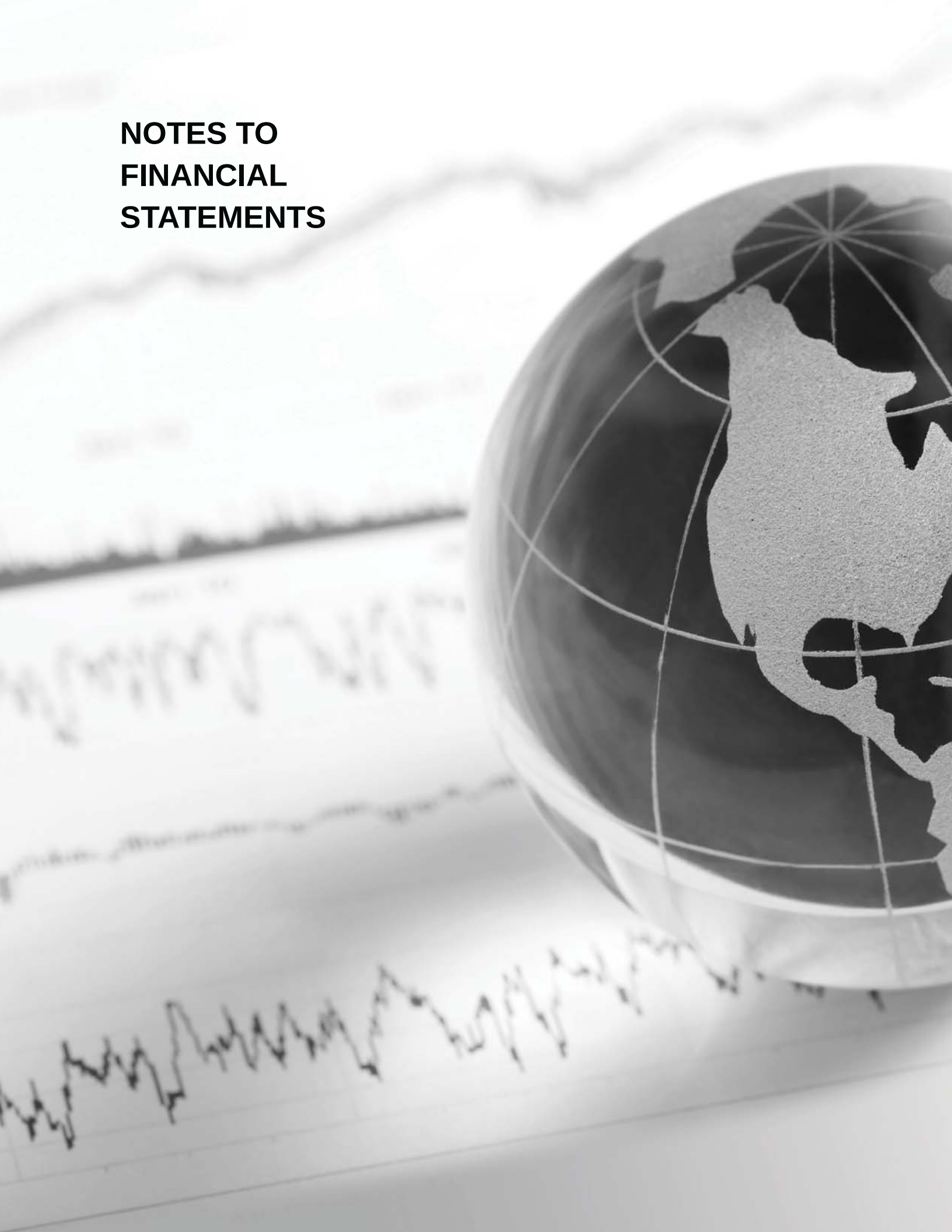
FINANCIAL STATEMENTS

Schedule of Investment Portfolio

AS AT DECEMBER 31, 2019
(In Canadian Dollars)

Description	No. of Securities/ Par Value	Average Cost	Fair Value
Tidewater Midstream and Infrastructure Ltd. 5.500% due September 30, 2024	1,735,000	1,735,000	1,793,209
CORPORATE DEBT: 3.1%		3,735,000	3,864,709
Apple Inc.	10,000	1,978,825	3,807,900
TECHNOLOGY: 3.0%		1,978,825	3,807,900
Sony Corporation	35,000	2,616,594	3,086,260
CONSUMER DISCRETIONARY: 2.5%		2,616,594	3,086,260
Labrador Iron Ore Royalty Corporation	125,000	2,024,721	3,077,500
METALS AND MINING: 2.5%		2,024,721	3,077,500
Philip Morris International Inc.	25,000	2,513,791	2,758,507
CONSUMER STAPLES: 2.2%		2,513,791	2,758,507
Birchcliff Energy Ltd. 8.00% Preferred	80,000	2,024,200	1,991,200
PREFERRED SHARES: 1.6%		2,024,200	1,991,200
TRANSACTION COSTS (Note 11)		(114,227)	-
TOTAL INVESTMENTS: 94.8%		108,670,382	119,040,594
CASH: 5.2%		6,491,464	6,491,464
Total Investment Portfolio, Including Cash		\$ 115,161,846	\$ 125,532,058

**NOTES TO
FINANCIAL
STATEMENTS**



NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

1. MINT Income Fund

MINT Income Fund (the "Fund") is a closed-end investment trust established under the laws of the Province of Alberta. Middlefield Limited, a company incorporated in Alberta, is the trustee and manager of the Fund (the "Manager") and Middlefield Capital Corporation ("MCC"), a company under common control with the Manager, is the advisor to the Fund. The Fund was listed on the Toronto Stock Exchange and effectively commenced operations on March 13, 1997, when it first issued units through an initial public offering. The address of the Fund's registered office is 812 Memorial Drive N.W., Calgary, Alberta. These financial statements, expressed in Canadian Dollars, were authorized for issuance by the board of directors of the Manager on April 1, 2020.

2. Investment Objectives and Strategy

The Fund's investment objectives are (i) to produce a high level of sustainable income and (ii) to minimize the risk of investing in high income securities on a cost effective basis. The Fund invests in a diversified portfolio of securities consisting primarily of high yielding equity securities of issuers operating in various industries and geographic regions.

3. Basis of Presentation

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as published by the International Accounting Standards Board ("IASB") and as required by Canadian securities legislation and the Canadian Accounting Standards Board.

4. Summary of Significant Accounting Policies

A. Basis of Accounting

IFRS 9 *Financial Instruments* ("IFRS 9")

The Fund classifies and measures financial instruments in accordance with IFRS 9 which requires assets to be carried at amortized cost or fair value, with changes in fair value recognized in profit and loss or other comprehensive income, based on the entity's business model for managing financial assets and the contractual cash flow characteristics of the financial assets. The Fund's financial assets and the liabilities are classified at fair value through profit or loss ("FVTPL") and amortized cost.

Classification, Measurement, Impairment and Hedge Accounting

The Fund classifies its investments in debt and equity securities based on its business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. These financial assets are managed and their performance is evaluated on a fair value basis. The Fund also manages these financial assets with the objective of realizing cash flows through sales. Further, an option to irrevocably designate any equity securities at fair value through other comprehensive income ("FVOCI") has not been taken. Consequently, these financial assets are mandatorily measured at FVTPL.

Financial assets or financial liabilities held for trading are those acquired principally for the purpose of selling or repurchasing in the near future or on initial recognition they are a part of a portfolio of identified financial instruments that the Fund manages together and has a recent actual pattern of short term profit taking. All derivatives and short positions are included in this category and mandatorily measured at FVTPL. The financial assets and liabilities measured at amortized cost include cash collateral posted on derivative positions, accrued income, due to and from brokers and other short term receivables and payables.

IFRS 9 uses the expected credit loss model ("ECL") as the new impairment model for financial assets carried at amortized cost. The Fund's financial assets measured at amortized cost consist of trade receivables with no financing component and which have maturities of less than 12 months, as such, it has chosen to apply the simplified ECL approach, whereby any loss allowance is recognized based on the lifetime of ECLs. Given the short-term nature and high credit quality of the trade receivables, there are no expected credit losses associated with them and they are not considered impaired at the reporting dates.

The Fund does not apply general hedge accounting to any of its derivatives positions.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

4. Summary of Significant Accounting Policies (continued)

B. Financial Instruments

The Fund's financial instruments may include: short-term investments, fixed income, equities, structured products, derivatives (collectively referred to as "investments"), cash, accounts receivable – portfolio securities sold, income and interest receivable, accounts receivable, subscriptions receivable, prepaid interest, prepaid expenses, loan payable, accounts payable – portfolio securities purchased, accounts payable and accrued liabilities, redemptions payable and distributions payable. The Fund recognizes financial instruments at fair value upon initial recognition, plus transaction costs in the case of financial instruments measured at amortized cost. Regular way purchases and sales of financial assets are recognized at their trade date. The Fund's investments and derivative assets and liabilities are measured at fair value. All other financial assets and liabilities are measured at amortized cost. Under this method, financial assets and liabilities reflect the amount required to be received or paid, discounted, when appropriate, at the contract's effective interest rate. The Fund's accounting policies for measuring the fair value of its investments and derivatives are identical to those used in measuring its net asset value ("NAV") for transactions with unitholders.

The Fund only offsets financial assets and financial liabilities if the Fund has a legally enforceable right to offset recognized amounts and either intends to settle on a net basis or to realize the asset and settle the liability simultaneously.

C. Fair Value Measurement

The Fund's own credit risk and the credit risk of the counterparty are taken into account in determining the fair value of financial assets and financial liabilities, including derivative instruments. Investments and futures contracts are valued at fair value using the policies described below.

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 is 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.

The fair value of financial assets and liabilities that are not traded in an active market (for example, over-the-counter derivatives) is determined by 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 used 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 other valuation techniques commonly used by market participants making the maximum use of market inputs and relying as little as possible on entity specific inputs. Investments in other investment funds are valued based on the number of units held and their closing NAV per unit as provided by the investment funds' manager or general partner.

D. Unitholders' Capital

The Fund's units are classified as equity as the Fund has full discretion with respect to the extent and timing of the repurchase of the units and in the determination of whether distributions will be made in cash or units. Incremental costs directly attributable to the issue or redemption of units are recognized directly in equity as a deduction from the proceeds or part of the acquisition cost. Where the Fund repurchases its own units, the consideration paid, including any directly attributable incremental costs is deducted from equity attributable to the Fund's equity holders until the units are cancelled, re-issued or disposed of. Where such units are subsequently sold or reissued, any consideration received is included in equity attributable to the Fund's equity holders.

E. Derivative Transactions

The Fund may use derivatives, such as forward currency contracts to hedge against losses caused by changes in exchange rates. The value of forward currency contracts is the gain or loss that would be realized, if on the valuation date, the positions were to be closed out. The change in value of forward currency contracts is included in the Statements of Comprehensive Income – Net Unrealized Gain (Loss) on Investments. Realized gains and losses from derivative instruments that are specific economic hedges are accounted for in the same manner as the underlying investments being hedged and are included in the Statements of Comprehensive Income – Net Realized Gain (Loss) from Investment Transactions.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

4. Summary of Significant Accounting Policies (continued)

F. Investment Transactions and Income Recognition

Investment transactions are accounted for as of the trade date and any realized gains or losses from such transactions are calculated 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. The change in the difference between fair value and average cost of the investments is recorded as unrealized gain (loss) on investments. Income from investments is recognized on the ex-dividend or ex-distribution date. Interest income for distribution purposes shown on the Statements of Comprehensive Income represents interest from bank deposits received by the Fund, and, if the Fund holds fixed income investments, coupon interest 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. The interest income for distribution purposes is the tax basis of calculating interest received and which is subject to tax. Income distributions received are treated consistently with dividends and interest and recorded in income in the Statements of Comprehensive Income.

G. Profit or Loss after Tax per Unit

Profit or loss after tax per unit in the Statements of Comprehensive Income represents the profit or loss after tax divided by the average units outstanding during the year.

H. Taxation

The Fund qualifies as a mutual fund trust under the provisions of the *Income Tax Act* (Canada). Under the terms of the Declaration of Trust, any taxable income of the Fund is distributable monthly to unitholders of record date. The Fund is not subject to tax on the income distributed to unitholders. Accordingly, no provision for income taxes is required.

The Fund currently incurs withholding taxes imposed by certain countries on investment income and capital gains. Such income and gains are recorded on a gross basis and the related withholding taxes are shown separately in the Statements of Comprehensive Income.

Distributions received from investments in trust units that are treated as a return of capital for tax purposes are used to reduce the average cost of the underlying investments on the Schedule of Investment Portfolio.

I. Foreign Currency Translation

Foreign currency amounts are translated into Canadian dollars as follows: fair value of investments, forward currency contracts and other assets and liabilities, at the closing rate of exchange on each business day; income and expenses, and purchases, sales and settlements of investments, at the rate of exchange prevailing on the respective dates of such transactions.

J. Critical Accounting Estimates and Judgments

The preparation of financial statements requires management to use judgment in applying its accounting policies and to make estimates and assumptions about the future. The following discusses the most significant accounting judgments and estimates that the Fund has made in preparing the financial statements:

Determination of Functional Currency

'Functional currency' is the currency of the primary economic environment in which the Fund operates. If indicators of the primary economic environment are mixed, then management uses its judgment to determine the functional currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. The majority of the Fund's investments and transactions are denominated in Canadian dollars. Investor subscriptions and redemptions are also received and paid in Canadian dollars. Accordingly, management has determined that the functional currency of the Fund is Canadian dollars.

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 valuation techniques and may be determined using reputable pricing sources (such as pricing agencies) or indicative prices from market makers. Broker quotes as obtained from the pricing sources may be indicative and not executable or binding. Where no market data is available, the Fund may value positions using its own models, which are usually 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 experienced personnel of the Manager, independent of the party that created them. The models used for private equity securities are based mainly on earnings multiples adjusted for a lack of marketability as appropriate.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

4. Summary of Significant Accounting Policies (continued)

J. Critical Accounting Estimates and Judgments (continued)

Fair Value Measurement of Derivatives and Securities Not Quoted in an Active Market (continued)

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. Refer to Note 5 for further information about the fair value measurement of the Fund's financial instruments.

K. Securities Lending

The Fund may enter into securities lending transactions. These transactions involve the temporary exchange of securities as collateral with a commitment to deliver the same securities on a future date. Income is earned from these transactions in the form of fees paid by the counterparty and, in certain circumstances, interest paid on securities held as collateral. Income earned from these transactions is recognized on an accrual basis and is included in the Statements of Comprehensive Income.

5. Fair Value Disclosure

The Fund classifies fair value measurements within a hierarchy which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The tables below summarize the fair values of the Fund's financial instruments as at December 31, 2019 and 2018, using the following fair value hierarchy:

Level 1	Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that are accessible at the measurement date.
Level 2	Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active.
Level 3	Inputs that are unobservable and where there is little, if any, market activity. Inputs into the determination of fair value require significant management judgment or estimation.

As at December 31, 2019

Description	Level 1	Level 2	Level 3	Total
Equities	\$ 105,734,913	\$ 6,199,103	\$ 3,241,869	\$ 115,175,885
Debt Securities	-	3,864,709	-	3,864,709
Total	\$ 105,734,913	\$ 10,063,812	\$ 3,241,869	\$ 119,040,594

As at December 31, 2018

Description	Level 1	Level 2	Level 3	Total
Equities	\$ 111,497,790	\$ -	\$ -	\$ 111,497,790
Total	\$ 111,497,790	\$ -	\$ -	\$ 111,497,790

All fair value measurements above are recurring. The carrying values of cash, accounts receivable – portfolio securities sold, income and interest receivable, accounts receivable, subscriptions receivable, prepaid interest, loan payable, accounts payable and accrued liabilities and distributions payable, approximate their fair values due to their short-term nature. Fair values are classified as Level 1 when the related security is actively traded and a quoted price is available. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified into Level 2, unless the measurement of its fair value requires the use of significant unobservable inputs, in which case it is classified as Level 3.

Equities and Warrants

The Fund's equity positions are classified as Level 1 when the securities are actively traded and a reliable price is observable.

Certain of the equities and warrants held by the Fund do not trade frequently and therefore observable prices may not be available. In such cases, fair value is determined using observable market data (e.g., transactions for similar securities of the same issuer) and the fair value is classified as Level 2, unless the determination of fair value requires significant unobservable data, in which case the measurement is classified as Level 3.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

5. Fair Value Disclosure (continued)

Debt Securities

Debt securities include primarily government or corporate bonds and are classified as Level 1 when the securities are actively traded. Debt securities which are valued using models with inputs including interest rate curves, credit spreads and volatilities are generally observable and therefore these debt securities have been classified as Level 2, unless the determination of fair value requires significant unobservable data, in which case the measurement is classified as Level 3.

The Fund applies judgment in determining unobservable inputs to calculate the fair value of Level 3 financial instruments. As at December 31, 2019, the Fund held \$3,241,869 of Level 3 securities (December 31, 2018 – \$nil). The unobservable inputs used in the valuation of these financial instruments primarily include key variables, current market conditions and recent financings by the issuer, if any. These securities are affected by market activity in their relevant sectors and therefore generally fluctuate similarly. The Fund's level 3 investment in Blackstone Property Partners L.P. represents 2.7% of the Fund's investment portfolio and is measured at the NAV of Blackstone Property Partners L.P. as at December 31, 2019. The Blackstone Property Partners L.P. primarily holds level 2 and level 3 investments and the inputs to the NAV require significant management judgement or estimation.

The Fund's policy is to recognize transfers in and out of the fair value hierarchy levels as at the end of the reporting period for transfers between Levels 1 and 2 and as at the date of the transfer for transfers in and out of Level 3. No transfers between levels have occurred during the years ended December 31, 2019 and 2018.

The reconciliation of investments measured at fair value using unobservable inputs (Level 3) for the year ended December 31, 2019 is as follows:

Year Ended December 31, 2019	2019
Balance at January 1	\$ -
Investment Purchases during the Year	3,293,244
Investment Sales during the Year	-
Realized Loss	-
Unrealized Loss	(51,375)
Balance at December 31	\$ 3,241,869
Total Change in Unrealized Loss during the Year for Assets held at December 31	\$ -
	2018
Balance at January 1,	\$ 128,611
Investment Purchases during the Year	-
Investment Sales during the Year	(89,866)
Realized Loss	(575,287)
Unrealized Gain	536,542
Balance at December 31	\$ -
Total Change in Unrealized Loss during the Year for Assets held at December 31	\$ 18,332,673

The use of reasonable possible alternative assumptions for valuing Level 3 financial instruments would not significantly affect the fair value of these instruments.

6. Financial Risk Management

In the normal course of business, the Fund is exposed to a variety of financial risks: price risk, interest rate risk, foreign exchange rate risk, liquidity risk, credit risk and concentration risk. The Fund's primary risk management objective is to protect earnings and cash flow and, ultimately, unitholder value. Risk management strategies, as discussed below, are designed and implemented to ensure the Fund's risks and related exposures are consistent with its objectives and risk tolerance.

Most of the Fund's risks are derived from its investments. The value of the investments within the Fund's portfolio can fluctuate on a daily basis as a result of changes in interest rates, economic conditions, commodity prices, the market and company news related to specific securities held by the Fund. The investments are made in accordance with the Fund's risk management policies. The policies establish investment objectives, strategies, criteria and restrictions. The objectives of these policies are to identify and mitigate investment risk through a disciplined investment process and the appropriate structuring of each transaction.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

6. Financial Risk Management (continued)

A. Price Risk

Price risk is the risk that changes in the prices of the Fund's investments will affect the Fund's income or the value of its financial instruments. The Fund's price risk is driven primarily by volatility in commodity and equity prices. Rising commodity and equity prices may increase the price of an investment while declining commodity and equity prices may have the opposite effect. The Fund mitigates price risk by making investing decisions based upon various factors, including comprehensive fundamental analysis prepared by industry experts to forecast future commodity and equity price movements. The Fund's market positions are monitored on a daily basis by the portfolio manager and regular financial reviews of publicly available information related to the Fund's investments are performed to ensure that any risks are within established levels of risk tolerance. The Fund is exposed to price risk through the following financial instrument:

	2019	2018
Investments at FVTPL	\$ 115,175,885	\$ 111,497,790

Based on the above exposure at December 31, 2019, a 10% increase or decrease in the prices of the Fund's investments would result in a \$11,517,589 (December 31, 2018 – \$11,149,779) increase or decrease in total equity of the Fund, with all other factors held constant.

B. Interest Rate Risk

Interest rate risk describes the Fund's exposure to changes in the general level of interest rates. Interest rate risk arises when the Fund invests in interest-bearing financial assets such as cash and debt securities and utilizes financial liabilities such as loan payable. In respect of cash balances and loan payable, the Fund's interest income and expense are positively correlated to interest rates in that rising interest rates increase both interest income and expense while the reverse is true in a declining interest rate environment. The Fund is also exposed to the risk that the value of financial assets such as corporate and government debt will fluctuate due to changes in the prevailing levels of market interest rates. The value of such financial assets is negatively correlated to interest rates. The Fund has not hedged its exposure to interest rate movements. The Fund seeks to mitigate this risk through active management, which involves analysis of economic indicators to forecast Canadian and global interest rates. The tables below summarize the Fund's exposure to interest rate risk by remaining term to maturity:

As at December 31, 2019	Less than 1 Year	1 to 5 Years	Greater than 5 Years	Total
Debt Securities	\$ -	\$ 1,793,209	\$ 2,071,500	\$ 3,864,709
Cash	6,491,464	-	-	6,491,464
Loan Payable	(25,000,000)	-	-	(25,000,000)
Total Exposure	\$ (18,508,536)	\$ 1,793,209	\$ 2,071,500	\$ (14,643,827)

As at December 31, 2018	Less than 1 Year	1 to 5 Years	Greater than 5 Years	Total
Cash	\$ 9,648,269	\$ -	\$ -	\$ 9,648,269
Loan Payable	(10,000,000)	-	-	(10,000,000)
Total Exposure	\$ (351,731)	\$ -	\$ -	\$ (351,731)

Based on the above exposure at December 31, 2019, a 1% per annum increase or decrease in interest rates would result in a \$371,611 (December 31, 2018 – \$3,517) decrease or increase in total equity of the Fund, with all other factors held constant.

C. Foreign Exchange Rate Risk

Foreign exchange rate risk describes the impact on the underlying value of financial instruments due to foreign exchange rate movements. The Canadian dollar is the Fund's functional and reporting currency. Foreign investments, commodities, cash, receivables and payables denominated in foreign currencies are affected by changes in the value of the Canadian dollar compared to foreign currencies. As a result, financial assets may depreciate/appreciate in the short-term due to the strengthening/weakening of the Canadian dollar against other currencies, and the reverse would be true for financial liabilities. The Fund's exposure to foreign exchange rate risk relates primarily to its investment in securities, which are denominated in various foreign currencies. The Fund has not hedged its exposure to currency fluctuations; however, it closely monitors relevant foreign exchange currency movements. The Fund is exposed to foreign exchange rate risk through the following financial instruments:

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

6. Financial Risk Management (continued) C. Foreign Exchange Rate Risk (continued)

As at December 31, 2019

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Accounts Receivable from Broker	Total Exposure
U.S. Dollar	\$ 39,684,385	\$ 2,319,840	\$ 59,923	\$ 403,385	42,467,533
Euro	-	-	5,095	-	5,095
Total	\$ 39,684,385	\$ 2,319,840	\$ 65,018	\$ 403,385	42,472,628

As at December 31, 2018

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Total Exposure
U.S. Dollar	\$ 41,056,176	\$ 1,432,946	\$ 109,853	42,598,975
European Euro	3,997,002	-	-	3,997,002
Swedish Krone	-	35	-	35
Total	\$ 45,053,177	\$ 1,432,981	\$ 109,853	46,596,012

Based on the above exposure at December 31, 2019, a 10% increase or decrease in the Canadian dollar against respective foreign currencies would result in a \$4,247,263 (2018 – \$4,659,601) decrease or increase in total equity of the Fund, with all other factors held constant.

D. Liquidity Risk

Liquidity risk is defined as the risk that the Fund may not be able to settle or meet its obligations when due. The Fund is exposed to liquidity risk through its annual and monthly redemptions. The Fund receives 20 business days notice prior to the redemption date and has up to 15 business days after the redemption date to settle the redemption. This enables the Manager to sell securities held by the Fund to generate cash to settle the redemption, if necessary. The Fund's obligations are due within one year. The Fund has a revolving term credit facility with a maximum principal amount of \$50 million (December 31, 2018 – \$55 million) which is secured by a general security agreement. Borrowed amounts under the credit facility are usually due within 30 to 90 days. Liquidity risk is managed by investing the majority of the Fund's assets in investments that are traded in an active market and can be readily sold and by borrowing under its credit facility. The Fund retains sufficient cash to maintain liquidity and comply with liquidity requirements as outlined by securities legislation and its investment policies.

The Fund may invest in securities that are not traded on a public stock exchange or that may be illiquid. As a result, the Fund may not be able to dispose of these investments in a timely manner. The Fund mitigates this risk through active management, which includes detailed analysis of such entities to ensure they are financially sound and would be attractive to potential investors if a sale is necessary. The Fund's investment policies and securities legislation limit the amount invested in illiquid securities and these limits are monitored. The Fund's investment in Blackstone Property Partners L.P. is subject to a 24 month period redemption lock-up from the date of the initial capital contribution; however, the Fund has the ability to sell its units of Blackstone Property Partners L.P. to certain other purchasers prior to the expiration of the lock-up period. Subsequent to the redemption lock-up period, the Fund can redeem part or all of its investment on a quarterly basis.

The tables below present the Fund's financial liabilities based on the remaining period to the contractual maturity date. The amounts in the tables reflect the contractual undiscounted cash flows.

As at December 31, 2019

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Loan Payable	\$ 10,000,000	\$ 15,000,000	\$ -	\$ 25,000,000
Distributions Payable	621,017	-	-	621,017
Accounts Payable and Accrued Liabilities	287,769	-	-	287,769
Total	\$ 10,908,786	\$ 15,000,000	\$ -	\$ 25,908,786

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

6. Financial Risk Management (continued)

D. Liquidity Risk (continued)

As at December 31, 2018

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Loan Payable	\$ 10,000,000	\$ -	\$ -	\$ 10,000,000
Distributions Payable	740,633	-	-	740,633
Accounts Payable and Accrued Liabilities	289,604	-	-	289,604
Total	\$ 11,030,237	\$ -	\$ -	\$ 11,030,237

The Manager does not expect that the contractual maturity disclosed above will be representative of the actual cash outflows, as holders of these instruments, specifically Loan Payable, typically retain them for a longer period.

E. Credit Risk

Credit risk represents the financial loss that the Fund would experience if a counterparty to a financial instrument failed to meet its obligations to the Fund. The Fund is exposed to credit risk on its debt instruments, derivative assets, cash and cash equivalents and other short term trade receivables. The Fund measures credit risk and lifetime ECLs related to the trade receivables using historical analysis and forward looking information in determining the ECL. The carrying amounts of financial assets represent the maximum credit exposure. All transactions executed by the Fund in listed securities are settled 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 only once the broker has received the securities. The trade will fail if either party fails to meet its obligations. There is no significant credit risk related to the Fund's receivables.

The Fund's credit risk is primarily attributable to its investment in debt instruments because the issuer of the instrument may be unable to make interest payments or repay the principal amount on maturity. The concentration of credit risk of investments in debt instruments is minimal since the Fund invests in a variety of debt instruments issued by numerous issuers.

The Fund has established various internal controls to help mitigate credit risk, including prior approval of all investments by the Advisor whose mandate includes conducting financial and other assessments of these investments on a regular basis. The Fund has also implemented policies which ensure that investments can only be made with counterparties that have a minimum acceptable credit rating.

As at December 31, 2019 and 2018, the Fund invested in debt instruments and preferred shares with the following credit ratings:

Debt Instruments and Preferred Shares by Credit Rating	As a % of Total Equity	
	2019	2018
No Rating	5.9	1.8

F. Concentration Risk

The Fund is exposed to the possible risk inherent in the concentration of the investment portfolio in a small number of industries or investment sectors. The Manager moderates this risk through careful selection of securities in several investment sectors. At December 31, 2019 and 2018, the percentages of the Fund's total equity invested in each investment sector were as follows:

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

6. Financial Risk Management (continued)

F. Concentration Risk (continued)

Sector	As a % of Total Equity	
	2019	2018
Industrials	23.5	13.3
Real Estate	23.5	21.5
Communication Services	14.2	7.0
Financials	9.6	14.6
Healthcare	8.5	7.8
Energy	7.5	6.6
Pipelines	7.0	6.0
Utilities	5.9	8.2
Corporate Debt	3.9	-
Technology	3.8	3.9
Consumer Discretionary	3.1	3.3
Metals and Mining	3.1	2.7
Consumer Staples	2.7	4.1
Preferred Shares	2.0	1.8
Total	118.3	100.8

7. Capital Management

The Fund's capital is its total equity. The Fund's objective when managing capital is to safeguard the Fund's ability to continue as a going concern in order to provide returns for unitholders, maximize unitholder value and maintain financial strength. The Fund manages and adjusts its capital in response to general economic conditions, the risk characteristics of the underlying assets and working capital requirements. Generally speaking, the Fund will reduce leverage when investments are likely to decrease in value and will increase leverage when investment appreciation is anticipated. In order to maintain or adjust its capital structure, the Fund may borrow or repay debt under its credit facility or undertake other activities deemed appropriate under the specific circumstances.

The Fund is not subject to any externally imposed capital requirements. However, the Fund is subject to bank covenants in respect of leverage and is in compliance with those covenants in both 2019 and 2018. The Fund's overall strategy with respect to capital risk management remains unchanged from the year ended December 31, 2018.

8. Loan Payable

The revolving term credit facility in the maximum principal amount of \$50 million (December 31, 2018 – \$55 million) is secured by a general security agreement. As at December 31, 2019, loans outstanding included bankers' acceptances with a face value of \$25 million (December 31, 2018 – \$10 million). The minimum and maximum loans outstanding during 2019 were \$5 million and \$30 million (December 31, 2018 – \$10 million and \$40 million), respectively. Finance costs primarily relate to loan interest expenses.

9. Unitholders' Equity

The Fund is authorized to issue an unlimited number of transferable, redeemable trust units, each of which represents an equal, undivided interest in the total equity of the Fund. All units have equal rights and privileges. Unitholders of the Fund can acquire additional units by participating in the Distribution Reinvestment Plan (the "Plan"). The Plan enables unitholders to reinvest their monthly distributions in additional units of the Fund thereby achieving the benefit of compounding returns.

The Fund issued 9.8 million units at \$10 per unit in 1997. During 2019, the Fund redeemed 4,544,862 units (2018 – 4,688,602), issued 1,595,443 units (2018 – 903,647) and purchased 68,600 units (2018 – 209,500) pursuant to a normal course issuer bid and purchased nil units (2018 – nil) in the market in accordance with the Declaration of Trust. For the year ended December 31, 2019, 42,425 units (2018 – 43,367) were distributed under the Plan, of which nil units (2018 – 10,967) were issued from treasury.

The average number of units outstanding during 2019 was 19,506,672 (2018 – 22,788,392). This number was used to calculate the Profit after Tax per unit.

10. Management Fee and Operating Expenses

The Manager provides investment and administrative services to the Fund. In consideration for such services, the Manager receives a management fee equal to 1% per annum of the NAV, calculated and paid monthly in arrears based on the average NAV of the preceding month. The Manager is reimbursed for reasonable costs related to maintaining the Fund and preparation and distribution of financial statements and other documents to unitholders. The Fund is responsible for the payment of all expenses relating to the operation of the Fund and the carrying on of its business.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2019 AND 2018

11. Transaction Costs

Brokerage commissions and other transaction costs paid in connection with securities transactions during the period ended December 31, 2019 amounted to \$445,796 (2018 – \$643,820). Included in this amount is \$203,551 (2018 – \$205,044) in brokerage commissions that were paid to MCC. All brokerage commissions paid by the Fund to MCC were at or below market rates. Brokerage commissions and other transaction costs are expensed and recorded in the Statements of Comprehensive Income.

12. Securities Lending

The Fund has entered into a securities lending program with its custodian, RBC Investor Services Trust, in order to earn additional revenue. The aggregate market value of all securities loaned by the Fund will not exceed 50% of the fair value of the assets of the Fund. The Fund will receive collateral of at least 105% of the fair value of the securities on loan. Collateral held is generally comprised of cash and securities of, or guaranteed by, the Government of Canada or a province thereof, or the United States government or its agencies. Securities lending income reported in the Statements of Comprehensive Income is net of a securities lending charge which the Fund's custodian, RBC Investor Services Trust, is entitled to receive.

For the periods ended December 31, 2019 and 2018, securities lending income was as follows:

	2019	2018
Gross Securities Lending Income	\$ 45,369	\$ 157,719
Securities Lending Charges	(15,879)	(55,202)
Net Securities Lending Income	29,490	102,517
Withholding Taxes on Securities Lending Income	(1,062)	(353)
Net Securities Lending Income Received by the Fund	\$ 28,428	\$ 102,164

Securities lending charges represented 35% (2018– 35%) of the gross securities lending income, all of which was paid to the Fund's custodian.

The following table summarizes the securities loaned and collateral held as at December 31, 2019 and 2018.

	2019 (\$000's)	2018 (\$000's)
Securities Loaned	\$ 20,875	\$ 14,089
Collateral Received	21,919	14,794
Collateral Percentage of Securities Loaned	105%	105%

13. Distributions

The Fund pays monthly distributions to unitholders in accordance with its investment objectives. Distributions of the Fund, at the discretion of the unitholder, are reinvested in additional units of the Fund under the Distribution Reinvestment Plan, without sales charge. For the year ended December 31, 2019, distributions amounted to \$0.48 per unit (2018 – \$0.48).

14. Loss Carryforwards

At December 31, 2019, the Fund had capital losses of \$2,393,506 (2018 - \$2,393,506) and had no non-capital losses (2018 – \$nil) available for carryforward for tax purposes. The capital losses can be carried forward indefinitely.

DISTRIBUTIONS (PER UNIT)

1997		1998		1999		2000		2001		2002	
30-Jun	\$ 0.13	31-Mar	\$ 0.22	31-Mar	\$ 0.20	31-Mar	\$ 0.17	31-Mar	\$ 0.17	31-Mar	\$ 0.18
30-Sep	0.17	30-Jun	0.22	30-Jun	0.20	30-Jun	0.17	30-Jun	0.17	30-Jun	0.18
31-Dec	0.20	30-Sep	0.22	30-Sep	0.20	30-Sep	0.17	30-Sep	0.18	30-Sep	0.18
		31-Dec	0.22	31-Dec	0.20	31-Dec	0.17	31-Dec	0.18	31-Dec	0.18
2003											
31-Mar	\$ 0.18	30-Jun	\$ 0.18	30-Sep	\$ 0.20	31-Dec	\$ 0.20				
2004											
31-Mar	\$ 0.20	31-Jul	\$ 0.07	30-Sep	\$ 0.07	30-Nov	\$ 0.07				
30-Jun	0.20	31-Aug	0.07	31-Oct	0.07	31-Dec	0.07				
2005											
31-Jan	\$ 0.07	31-Mar	\$ 0.07	31-May	\$ 0.10	31-Jul	\$ 0.10	30-Sep	\$ 0.10	30-Nov	\$ 0.10
28-Feb	0.07	30-Apr	0.10	30-Jun	0.10	31-Aug	0.10	31-Oct	0.10	31-Dec	0.10
2006											
31-Jan	\$ 0.10	31-Mar	\$ 0.10	31-May	\$ 0.10	31-Jul	\$ 0.10	30-Sep	\$ 0.10	30-Nov	\$ 0.10
28-Feb	0.10	30-Apr	0.10	30-Jun	0.10	31-Aug	0.10	31-Oct	0.10	31-Dec	0.10
2007											
31-Jan	\$ 0.10	31-Mar	\$ 0.10	31-May	\$ 0.10	31-Jul	\$ 0.10	30-Sep	\$ 0.10	30-Nov	\$ 0.10
28-Feb	0.10	30-Apr	0.10	30-Jun	0.10	31-Aug	0.10	31-Oct	0.10	31-Dec	0.10
2008											
31-Jan	\$ 0.10	31-Mar	\$ 0.10	31-May	\$ 0.10	31-Jul	\$ 0.10	30-Sep	\$ 0.10	30-Nov	\$ 0.10
28-Feb	0.10	30-Apr	0.10	30-Jun	0.10	31-Aug	0.10	31-Oct	0.10	31-Dec	0.10
2009											
31-Jan	\$ 0.07	31-Mar	\$ 0.07	31-May	\$ 0.07	31-Jul	\$ 0.07	30-Sep	\$ 0.07	30-Nov	\$ 0.07
28-Feb	0.07	30-Apr	0.07	30-Jun	0.07	31-Aug	0.07	31-Oct	0.07	31-Dec	0.07
2010											
31-Jan	\$ 0.07	31-Mar	\$ 0.07	31-May	\$ 0.07	31-Jul	\$ 0.07	30-Sep	\$ 0.07	30-Nov	\$ 0.07
28-Feb	0.07	30-Apr	0.07	30-Jun	0.07	31-Aug	0.07	31-Oct	0.07	31-Dec	0.07
2011											
31-Jan	\$ 0.06	31-Mar	\$ 0.06	31-May	\$ 0.06	31-Jul	\$ 0.06	30-Sep	\$ 0.06	30-Nov	\$ 0.06
28-Feb	0.06	30-Apr	0.06	30-Jun	0.06	31-Aug	0.06	31-Oct	0.06	31-Dec	0.06
2012											
31-Jan	\$ 0.06	31-Mar	\$ 0.06	31-May	\$ 0.06	31-Jul	\$ 0.06	30-Sep	\$ 0.06	30-Nov	\$ 0.06
28-Feb	0.06	30-Apr	0.06	30-Jun	0.06	31-Aug	0.06	31-Oct	0.06	31-Dec	0.06
2013											
31-Jan	\$ 0.06	31-Mar	\$ 0.06	31-May	\$ 0.06	31-Jul	\$ 0.06	30-Sep	\$ 0.06	30-Nov	\$ 0.06
28-Feb	0.06	30-Apr	0.06	30-Jun	0.06	31-Aug	0.06	31-Oct	0.06	31-Dec	0.06
2014											
31-Jan	\$ 0.06	31-Mar	\$ 0.06	31-May	\$ 0.06	31-Jul	\$ 0.06	30-Sep	\$ 0.06	30-Nov	\$ 0.06
28-Feb	0.06	30-Apr	0.06	30-Jun	0.06	31-Aug	0.06	31-Oct	0.06	31-Dec	0.06
2015											
31-Jan	\$ 0.06	31-Mar	\$ 0.06	31-May	\$ 0.06	31-Jul	\$ 0.06	30-Sep	\$ 0.06	30-Nov	\$ 0.06
28-Feb	0.06	30-Apr	0.06	30-Jun	0.06	31-Aug	0.06	31-Oct	0.06	31-Dec	0.06
2016											
31-Jan	\$ 0.04	31-Mar	\$ 0.04	31-May	\$ 0.04	31-Jul	\$ 0.04	30-Sep	\$ 0.04	30-Nov	\$ 0.04
28-Feb	0.04	30-Apr	0.04	30-Jun	0.04	31-Aug	0.04	31-Oct	0.04	31-Dec	0.04

2017

31-Jan	\$ 0.04	31-Mar	\$ 0.04	31-May	\$ 0.04	31-Jul	\$ 0.04	30-Sep	\$ 0.04	30-Nov	\$ 0.04
28-Feb	0.04	30-Apr	0.04	30-Jun	0.04	31-Aug	0.04	31-Oct	0.04	31-Dec	0.04

2018

31-Jan	\$ 0.04	31-Mar	\$ 0.04	31-May	\$ 0.04	31-Jul	\$ 0.04	30-Sep	\$ 0.04	30-Nov	\$ 0.04
28-Feb	0.04	30-Apr	0.04	30-Jun	0.04	31-Aug	0.04	31-Oct	0.04	31-Dec	0.04

2019

31-Jan	\$ 0.04	31-Mar	\$ 0.04	31-May	\$ 0.04	31-Jul	\$ 0.04	30-Sep	\$ 0.04	30-Nov	\$ 0.04
28-Feb	0.04	30-Apr	0.04	30-Jun	0.04	31-Aug	0.04	31-Oct	0.04	31-Dec	0.04

2020

31-Jan	\$ 0.04
28-Feb	0.04

Distribution Reinvestment Plan:

For information regarding the Distribution Reinvestment Plan, please contact our Investor Relations department, our Transfer Agent or visit our website at www.middlefield.com.

You may voluntarily terminate your participation in the Plan and elect to receive cash instead of Plan units, by delivering to the Plan Agent (or, if you are beneficial owners of units, by having your broker or other nominee deliver to the Plan Agent (through CDS & Co., if applicable) on your behalf) a written notice of termination signed by you or your broker or other nominee, as applicable.

2019 TAX INFORMATION (PER UNIT)

MINT Income Fund will be issuing T3 Supplementary slips to registered unitholders by March 30, 2020. The following table outlines the allocation of the 2019 distribution for each Unit.

Record Date	Payable Date	Allocation		
		Distribution Per Unit	Eligible Dividend	Return of Capital
January 31, 2019	February 15, 2019	\$ 0.040000	\$ 0.024045	\$ 0.015955
February 28, 2019	March 15, 2019	0.040000	0.024045	0.015955
March 31, 2019	April 15, 2019	0.040000	0.024045	0.015955
April 30, 2019	May 15, 2019	0.040000	0.024045	0.015955
May 31, 2019	June 14, 2019	0.040000	0.024045	0.015955
June 30, 2019	July 15, 2019	0.040000	0.024045	0.015955
July 31, 2019	August 15, 2019	0.040000	0.024045	0.015955
August 31, 2019	September 13, 2019	0.040000	0.024045	0.015955
September 30, 2019	October 15, 2019	0.040000	0.024045	0.015955
October 31, 2019	November 15, 2019	0.040000	0.024045	0.015955
November 30, 2019	December 13, 2019	0.040000	0.024045	0.015955
December 31, 2019	January 15, 2020	0.040000	0.024045	0.015955
TOTAL		\$ 0.480000	\$ 0.288540	\$ 0.191460
		100.00%	60.11%	39.89%

Holders of Units outside of an RRSP, RRIF or DPSP should have received a T3 tax slip from their investment dealer. T3 tax slips report Capital Gains in Box 21, Other Income in Box 26, Return of Capital in Box 42 and Eligible Dividends in Box 49. Eligible Dividends are subject to the gross-up and federal dividend tax credit rules. The Return of Capital component of the distribution is a non-taxable amount that should be deducted from the adjusted cost base of the Units.

EXCHANGE - TRADED FUNDS (ETFs)	TSX Stock Symbol
• Middlefield American Core Dividend ETF	ACZ
• Middlefield Healthcare & Life Sciences ETF	LS
• Middlefield Health & Wellness ETF	HWF
• Middlefield REIT INDEXPLUS ETF	IDR

TSX-LISTED FUNDS

• Digital Consumer Dividend Fund	MDC.UN
• European Focused Dividend Fund	EF.UN
• E Split Corp.	ENS ENS.PR.A
• Global Dividend Growers Income Fund	GDG.UN
• Global Innovation Dividend Fund	BL.UN
• Global Real Estate & E-Commerce Dividend Fund	GEC.UN
• MBN Corporation	MBN
• Middlefield Can-Global REIT Income Fund	RCO.UN
• Middlefield Global Real Asset Fund (commenced November 26, 2019)	RA.UN
• MINT Income Fund	MID.UN
• Pathfinder Income Fund	PCD.UN
• Sustainable Infrastructure Dividend Fund (commenced March 25, 2020)	INF.UN

MIDDLEFIELD MUTUAL FUNDS TRUST FUNDS

Fund Code

Series A Units	FE/LL/DSC
• ACTIVEnergy Income Fund	MID 235/237/240
• Global Healthcare Dividend Fund	MID 325/327/330
• INDEXPLUS Income Fund	MID 435/437/440
• Middlefield Global Infrastructure Fund	MID 510/519/520

Series F Units

• ACTIVEnergy Income Fund	MID 236
• Global Healthcare Dividend Fund	MID 326
• INDEXPLUS Income Fund	MID 436
• Middlefield Global Infrastructure Fund	MID 501

MIDDLEFIELD MUTUAL FUNDS CORPORATE CLASS FUNDS

Fund Code

Series A Shares	FE/LL/DSC
• Middlefield Canadian Dividend Growers Class	MID 148/449/450
• Middlefield Global Agriculture Class	MID 161/163/166
• Middlefield Global Dividend Growers Class	MID 181/183/186
• Middlefield Global Energy Class	MID 125/127/130
• Middlefield Global Real Estate Class	MID 600/649/650
• Middlefield High Yield Class	MID 300/349/350
• Middlefield Income Plus Class	MID 800/849/850
• Middlefield Short-Term Income Class	MID 400/424/425
• Middlefield U.S. Dividend Growers Class	MID 710/719/720

Series F Shares

• Middlefield Canadian Dividend Growers Class	MID 149
• Middlefield Global Agriculture Class	MID 162
• Middlefield Global Dividend Growers Class	MID 182
• Middlefield Global Energy Class	MID 126
• Middlefield Global Real Estate Class	MID 601
• Middlefield High Yield Class	MID 301
• Middlefield Income Plus Class	MID 801
• Middlefield U.S. Dividend Growers Class	MID 701

RESOURCE FUNDS

• Discovery 2019 Short Duration LP (commenced November 21, 2019)	
• MRF 2019 Resource Limited Partnership	
• MRF 2020 Resource Limited Partnership (commenced February 26, 2020)	

INTERNATIONAL FUNDS

• Middlefield Canadian Income PCC	London UK Stock Exchange (LSE) Symbol:MCT
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Chief Executive Officer
Middlefield Capital Corporation

Jeremy T. Brasseur
President and
Chief Executive Officer
Middlefield Group Limited

Robert F. Lauzon, CFA
Managing Director and
Deputy Chief Investment Officer
Middlefield Capital Corporation

Dennis da Silva
Managing Director
Resource Group
Middlefield Capital Corporation

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Former Vice-Chairman
RBC Dominion Securities Limited

H. Roger Garland, CPA, CA
Former Vice-Chairman
Four Seasons Hotels Inc.

Bernard I. Ghert (Chairman)
Former Chairman
Mount Sinai Hospital

Edward V. Jackson
Former Managing Director
RBC Capital Markets

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Deloitte LLP, Chartered
Professional Accountants

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Fasken Martineau DuMoulin LLP
McCarthy Tétrault

Bankers

Bank of Montreal
Canadian Imperial Bank of Commerce
Royal Bank of Canada
The Bank of Nova Scotia
The Toronto-Dominion Bank

Custodian

RBC Investor Treasury Services

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