# Aston Hill AVIP Trust

## Management Responsibility Statement

The accompanying financial statements of Aston Hill AVIP Trust (the "Fund") have been prepared by Aston Hill Asset Management Inc. (the "Manager") and approved by the Board of Directors of the Manager. The Manager is responsible for the information and representations contained in these financial statements and the other sections of the annual 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 accounting principles generally accepted in Canada and include certain amounts that are based on estimates and judgments. The significant accounting policies applicable to the Fund are described in note 2 to the financial statements.

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

The Manager, with the approval of its Board of Directors, has appointed the external firm of PricewaterhouseCoopers LLP as the auditors 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.

**Michael J. Killeen**
*President*
*Aston Hill Asset Management Inc.*

**Larry W. Titley**
*Chief Financial Officer*
*Aston Hill Asset Management Inc.*

March 24, 2014

# Independent Auditor's Report

**To the Unitholder of Aston Hill AVIP Trust (the Fund)**

We have audited the accompanying financial statements of the Fund which comprise the statement of investment portfolio as at December 31, 2013, the statements of net assets as at December 31, 2013 and 2012 and the statements of operations and deficit, cash flows, and changes in net assets for the years then ended, and the related notes, which comprise a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian generally accepted accounting principles, 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the financial statements of the Fund based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform an audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2013 and 2012 and the results of its operations, its cash flows, and the changes in its net assets for the years then ended in accordance with Canadian generally accepted accounting principles.

PricewaterhouseCoopers LLP

**PricewaterhouseCoopers LLP**
*Chartered Accountants*
*Calgary, Alberta*

March 24, 2014

## Statements of Net Assets

| As at December 31 | 2013 | 2012 |
|---|---|---|
| **Assets** | | |
| Investments, at fair value | **$ 121,080,775** | $ 119,624,140 |
| Cash | **985,041** | 5,478,540 |
| Short-term investments | **199,646** | 2,996,619 |
| Unrealized gain on foreign currency forward contracts (note 9) | **—** | 201,558 |
| Due from broker | **385** | 22,077 |
| Income receivable | **1,322,561** | 1,219,436 |
| **Total assets** | 123,588,408 | 129,542,370 |
| **Liabilities** | | |
| Unrealized loss on foreign currency forward contracts (note 9) | **733,650** | — |
| Due to broker | **—** | 335,635 |
| Management fees payable | **29,911** | 32,003 |
| Accounts payable and accrued liabilities | **14,673** | 18,847 |
| **Total liabilities** | 778,234 | 386,485 |
| **Unitholders' equity** | | |
| Unitholders' capital (note 4) | **111,865,542** | 122,124,052 |
| Contributed surplus (note 4) | **54,386,511** | 51,080,563 |
| Deficit | **(43,441,879)** | (44,048,730) |
| **Net Assets representing unitholders' equity** | **$ 122,810,174** | $ 129,155,885 |
| **Units outstanding** (note 4) | **11,590,727** | 13,313,921 |
| **Net Assets per unit** (note 3) | **$ 10.60** | $ 9.70 |

Approved on behalf of the Manager, Aston Hill Asset Management Inc.

**Michael J. Killeen**
*Director*

**Larry W. Titley**
*Director*

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

## Statements of Operations and Deficit

| For the years ended December 31 | 2013 | 2012 |
|---|---|---|
| **Income** | | |
| Dividends | $ 2,177,404 | $ 3,383,176 |
| Securities lending income (note 10) | 17,907 | 18,732 |
| Interest income | 3,822,866 | 2,780,442 |
| | 6,018,177 | 6,182,350 |
| **Expenses** | | |
| Management fees (note 7) | 376,333 | 390,542 |
| Audit fees | — | 8,088 |
| Custodial fees | 36,933 | 39,954 |
| Unitholder reporting costs | 13,564 | 10,298 |
| Administration fees | 1,035 | 1,011 |
| Interest and bank charges (note 11) | 70,436 | 70,657 |
| | 498,301 | 520,550 |
| **Net investment income** | 5,519,876 | 5,661,800 |
| **Net realized gain on sale of investments** | 10,433,330 | 4,393,022 |
| **Net realized gain (loss) on foreign currency transactions** | 13,007 | (56,366) |
| **Net realized (loss) gain on foreign currency forward contracts** | (1,431,611) | 731,454 |
| **Net change in unrealized gain on investments** | 7,062,379 | 5,312,118 |
| **Net change in unrealized (loss) gain on foreign currency forward contracts** | (935,208) | 311,105 |
| **Net change in unrealized loss on short-term investments and foreign exchange** | (1,176) | (197,103) |
| **Transaction costs** | (167,508) | (149,781) |
| **Increase in Net Assets from operations** | 20,493,089 | 16,006,249 |
| Deficit, beginning of year | (44,048,730) | (44,035,808) |
| Distributions to unitholders (note 6) | (19,886,238) | (16,019,171) |
| **Deficit, end of year** | $ (43,441,879) | $ (44,048,730) |
| **Increase in Net Assets from operations per unit**[1] | $ 1.61 | $ 1.15 |

[1] Based on the weighted average number of units outstanding for the year (note 4).

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

## Statements of Cash Flows

| For the years ended December 31 | 2013 | 2012 |
|---|---|---|
| **Operating activities:** | | |
| Increase in Net Assets from operations | $ 20,493,089 | $ 16,006,249 |
| **Adjustments to reconcile net cash provided by operations:** | | |
| Net realized gain on sale of investments | (10,433,330) | (4,393,022) |
| Net change in unrealized gain on investments | (7,062,379) | (5,312,118) |
| Net change in unrealized loss (gain) on foreign currency forward contracts | 935,208 | (311,105) |
| Increase in income receivable | (103,125) | (318,116) |
| Decrease in accounts payable and accrued liabilities | (6,266) | (5,636) |
| Purchase of investments | (140,504,509) | (628,795,051) |
| Proceeds from sale of investments | 159,026,613 | 645,439,540 |
| **Cash provided by operating activities** | 22,345,301 | 22,310,741 |
| **Financing activities:** | | |
| Distributions paid to unitholders (note 6) | (9,838,800) | (15,798,156) |
| Amounts paid for redemption of units | (17,000,000) | (8,100,000) |
| **Cash used in financing activities** | (26,838,800) | (23,898,156) |
| Net decrease in cash | (4,493,499) | (1,587,415) |
| Cash, beginning of year | 5,478,540 | 7,065,955 |
| **Cash, end of year** | $ 985,041 | $ 5,478,540 |
| **Supplemental information:** | | |
| Interest paid | $ 4,811 | $ 4,853 |

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

## Statements of Changes in Net Assets

| For the years ended December 31 | 2013 | 2012 |
|---|---|---|
| **Net Assets, beginning of year** | **$ 129,155,885** | $ 137,047,792 |
| **Operations:** | | |
| Increase in Net Assets from operations | **20,493,089** | 16,006,249 |
| **Unitholder distributions:** (note 6) | | |
| From income | **(19,886,238)** | (16,019,171) |
| | **(19,886,238)** | (16,019,171) |
| **Unitholder transactions:** (note 4) | | |
| Reinvested distributions | **10,047,438** | 221,015 |
| Redemption of units | **(17,000,000)** | (8,100,000) |
| | **(6,952,562)** | (7,878,985) |
| Net decrease in Net Assets | **(6,345,711)** | (7,891,907) |
| **Net Assets, end of year** | **$ 122,810,174** | $ 129,155,885 |

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

# Statement of Investment Portfolio

| As at December 31, 2013 | | Cost | Fair Value | % of Portfolio |
|---|---|---|---|---|
| **Par Value ($)** | **Fixed income investments** | | | |
| | **Convertible bonds** | | | |
| 1,300,000 | Delavaco Properties Inc., Convertible Debenture, *7.500%, due December 20, 2014*[1] | $ 1,285,245 | $ 1,381,245 | |
| 2,300,000 | Essar Energy Investment Ltd., *4.250%, due February 1, 2016*[1] | 1,720,135 | 1,808,368 | |
| 1,291,000 | Tricon Capital Group Inc., *5.600%, due March 31, 2020* | 1,291,000 | 1,349,095 | |
| | **Total Convertible bonds** | **4,296,380** | **4,538,708** | **3.7%** |
| | **High-yield bonds** | | | |
| 2,045,000 | ACE Cash Express Inc., *11.000%, due February 1, 2019* | 1,921,885 | 1,743,675 | |
| 1,700,000 | Air Canada, *8.750%, due April 1, 2020* | 1,753,290 | 1,919,133 | |
| 1,046,000 | Algeco Scotsman Global Finance Plc, *10.750%, due October 15, 2019* | 1,020,629 | 1,172,496 | |
| 1,800,000 | American Apparel Inc., *13.000%, due April 15, 2020*[1] | 1,793,880 | 1,773,837 | |
| 1,700,000 | Century Aluminum Co., *7.500%, due June 1, 2021*[1] | 1,644,194 | 1,761,087 | |
| 2,460,000 | Crescent Resources, *10.250%, due August 15, 2017* | 2,546,835 | 2,842,442 | |
| 1,200,000 | Eletson Holdings, *9.625%, due January 15, 2022* | 1,258,726 | 1,306,870 | |
| 1,700,000 | Gibson Brands Inc., *8.875%, due August 1, 2018* | 1,795,738 | 1,905,587 | |
| 1,500,000 | Golden Nugget Escrow Inc., *8.500%, due December 1, 2021* | 1,562,175 | 1,609,681 | |
| 1,700,000 | Hockey Merger Sub 2 Inc., *7.875%, due October 1, 2021* | 1,770,446 | 1,855,915 | |
| 2,000,000 | Landrys Holdings II Inc., *10.250% January 1, 2018* | 1,969,506 | 2,255,148 | |
| 1,500,000 | Neiman Marcus Group LTD Inc., *8.750%, due October 15, 2021* | 1,542,829 | 1,669,447 | |
| 1,200,000 | NGL Energy Partners LP, *6.875%, due October 15, 2021* | 1,245,989 | 1,306,870 | |
| 2,000,000 | Shelf Drilling Holdings Ltd., *8.625%, due November 1, 2018* | 2,014,673 | 2,294,991 | |
| 1,922,000 | Vector Group Ltd., *7.750%, due February 15, 2021* | 1,920,847 | 2,159,539 | |
| 1,600,000 | Wok Acquisition Corp., *10.250%, due June 30, 2020* | 1,695,232 | 1,846,618 | |
| | **Total High-yield bonds** | **27,456,874** | **29,423,336** | **24.3%** |
| | **Total Fixed income investments** | **31,753,254** | **33,962,044** | **28.0%** |
| **No. of Shares** | **Equities** | | | |
| | **Financials** | | | |
| 24,080 | Bank of Nova Scotia | 1,329,105 | 1,598,912 | |
| 47,586 | Bankunited Inc. | 1,301,219 | 1,663,927 | |
| 24,250 | CIT Group Inc. | 1,041,762 | 1,343,415 | |
| 68,000 | Element Financial Corp Preferred Ser A | 1,700,000 | 1,706,120 | |
| 78,000 | Gluskin Sheff + Associates Inc. | 1,482,000 | 2,003,040 | |
| 51,265 | Great-West Lifeco Inc. | 1,090,698 | 1,678,416 | |
| 33,615 | IGM Financial Inc. | 1,440,627 | 1,885,465 | |
| 19,360 | Macerich Co. | 1,234,841 | 1,210,951 | |
| 80,070 | Manulife Financial Corp. | 1,447,949 | 1,677,467 | |
| 21,847 | Royal Bank of Canada | 1,151,161 | 1,559,876 | |
| 252,400 | Tricon Capital Group Inc. | 1,497,994 | 1,946,004 | |
| | **Total Financials** | **14,717,356** | **18,273,593** | **15.2%** |

(1) Level 3 financial assets (note 13).

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

# Statement of Investment Portfolio (continued)

| As at December 31, 2013 | | Cost | Fair Value | % of Portfolio |
|---|---|---|---|---|
| **No. of Shares** | **Equities** (continued) | | | |
| | **Energy** | | | |
| 30,375 | Altagas Ltd. | $ 1,040,906 | $ 1,238,389 | |
| 209,369 | Argent Energy Trust* | 1,801,985 | 1,626,797 | |
| 113,900 | Cardinal Energy Ltd. | 1,242,843 | 1,315,545 | |
| 47,870 | Crescent Point Energy Corp. | 1,972,615 | 1,973,680 | |
| 32,000 | Enbridge Inc. | 1,422,706 | 1,484,480 | |
| 178,808 | ES Investments Ltd.(1) | 286,093 | 286,093 | |
| 42,909 | Gibson Energy Inc. | 961,304 | 1,175,707 | |
| 65,816 | Inception Exploration Ltd.(1) | 263,264 | 263,264 | |
| 45,530 | Pembina Pipeline Inc. | 1,427,147 | 1,703,733 | |
| 130,000 | Precision Drilling Corp. | 1,206,400 | 1,290,900 | |
| 46,747 | Suncor Energy Inc. | 1,531,393 | 1,739,923 | |
| 29,000 | Tourmaline Oil Corp. | 1,148,290 | 1,296,300 | |
| 40,092 | Trilogy Energy Corp. | 1,146,878 | 1,106,539 | |
| | **Total Energy** | **15,451,824** | **16,501,350** | **13.6%** |
| | **Consumer discretionary** | | | |
| 41,620 | Autocanada Inc. | 1,040,500 | 1,906,612 | |
| 89,910 | Bauer Performance Sports Ltd. | 1,061,535 | 1,270,428 | |
| 22,080 | Dollar General Corp. | 1,255,054 | 1,414,633 | |
| 29,220 | Dorel Industries Inc. | 970,522 | 1,182,241 | |
| 45,183 | Thomson Reuters | 1,295,314 | 1,815,001 | |
| | **Total Consumer discretionary** | **5,622,925** | **7,588,915** | **6.3%** |
| | **Consumer staples** | | | |
| 21,424 | Alimentation Couche-Tard Cl B | 1,063,072 | 1,710,706 | |
| 14,703 | George Weston Limited | 997,469 | 1,138,159 | |
| 11,600 | Kraft Foods Group Inc. | 578,044 | 664,438 | |
| 10,320 | Procter & Gamble Co. | 673,532 | 892,548 | |
| | **Total Consumer staples** | **3,312,117** | **4,405,851** | **3.6%** |
| | **Industrials** | | | |
| 38,900 | Boyd Group Income Fund | 1,075,736 | 1,287,201 | |
| 29,308 | Canadian National Railway Co. | 1,005,179 | 1,774,306 | |
| 260,000 | CERF Inc. | 702,000 | 759,200 | |
| 260,000 | CERF Inc., Warrants, *January 25, 2015*(1) | — | — | |
| 79,420 | Fly Leasing Ltd. | 1,186,498 | 1,356,886 | |
| 161,350 | Horizon North Logistics Inc. | 1,157,445 | 1,602,206 | |
| 21,946 | MacDonald Dettwiler & Associates Ltd. | 1,291,056 | 1,801,767 | |
| | **Total Industrials** | **6,417,914** | **8,581,566** | **7.1%** |
| | **Information technology** | | | |
| 706,987 | Cenoplex Inc.(1) | 887,232 | 901,405 | |
| 52,200 | Davis + Henderson Corp. | 1,166,489 | 1,553,994 | |
| 15,000 | Ethoca Solutions Inc.(1) | 963,269 | 972,184 | |
| 89,994 | Information Services Corp. | 1,478,731 | 1,552,397 | |
| | **Total Information technology** | **4,495,721** | **4,979,980** | **4.1%** |

(1) Level 3 financial assets (note 13).

* Eric Tremblay, Chairman and Director of Aston Hill Financial Inc., the parent company of the Manager, is also a Director and the Executive Chairman of Argent Energy Trust.

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

## Statement of Investment Portfolio (continued)

| As at December 31, 2013 | | | Cost | Fair Value | % of Portfolio |
|---|---|---|---|---|---|
| **No. of Shares** | **Equities** (continued) | | | | |
| | **Materials** | | | | |
| 311,100 | Canexus Corp. | $ | 2,453,225 | $ 2,227,478 | |
| 481,600 | East Africa Metals Inc. | | 121,604 | 60,200 | |
| 6,890 | PPG Industries Inc. | | 872,459 | 1,388,425 | |
| 965,000 | Western Forest Products Inc. | | 1,399,160 | 1,843,150 | |
| 965,000 | Western Forest Products Inc., Warrants, *July 31, 2014* | | 90 | 308,800 | |
| | **Total Materials** | | **4,846,538** | **5,828,053** | **4.8%** |
| | **Real estate** | | | | |
| 34,360 | Allied Properties Real Estate Investment Trust | | 1,134,590 | 1,124,603 | |
| 113,932 | Chartwell Retirement Residences | | 1,090,351 | 1,138,181 | |
| 70,150 | Cominar Real Estate Investment Trust | | 1,461,338 | 1,290,760 | |
| 136,700 | Crombie Real Estate Investment Trust | | 1,770,437 | 1,850,918 | |
| 134,300 | Dundee Industrial Real Estate Investment Trust | | 1,259,565 | 1,185,869 | |
| 174,800 | Dundee International Real Estate Investment Trust | | 1,579,317 | 1,468,320 | |
| 63,180 | H&R Real Estate Investment Trust | | 1,422,216 | 1,350,788 | |
| 165,360 | InterRent Real Estate Investment Trust | | 1,051,131 | 884,676 | |
| 362,200 | Pure Industrial Real Estate Trust | | 1,720,126 | 1,716,828 | |
| 46,030 | RioCan Real Estate Investment Trust | | 1,190,597 | 1,139,243 | |
| 58,000 | Slate US Opportunity No 3 Realty Trust Class I Units[1] | | 602,360 | 616,248 | |
| 103,700 | WPT Industrial Real Estate Investment Trust | | 1,053,281 | 951,962 | |
| | **Total Real estate** | | **15,335,309** | **14,718,396** | **12.2%** |
| | **Telecommunication services** | | | | |
| 25,976 | BCE Inc. | | 829,590 | 1,193,857 | |
| 7,500 | Iridium, *7% Series PFD*[1] | | 737,398 | 810,817 | |
| 41,762 | Telus Communication | | 1,327,743 | 1,526,819 | |
| | **Total Telecommunication services** | | **2,894,731** | **3,531,493** | **2.9%** |
| | **Utilities** | | | | |
| 182,110 | Algonquin Power & Utilities Co. | | 1,297,142 | 1,334,866 | |
| 42,700 | Pattern Energy Group Inc. | | 1,003,610 | 1,374,668 | |
| | **Total Utilities** | | **2,300,752** | **2,709,534** | **2.2%** |
| | **Total Equities** | | **75,395,187** | **87,118,731** | **72.0%** |
| | Embedded Broker Commission | | (82,418) | — | |
| | **Total Investments in Aston Hill AVIP Trust** | **$** | **107,066,023** | **$ 121,080,775** | **100.0%** |

(1) Level 3 financial assets (note 13).

### Schedule A Short-Term Investments

| As at December 31, 2013 | | | Cost | Fair Value |
|---|---|---|---|---|
| **Par Value** | **Short-term investments** | | | |
| | **Treasury bills** | | | |
| 200,000 | Canadian Treasury Bill, *0.918%, due March 13, 2014* | $ | 199,508 | $ 199,646 |
| | | **$** | **199,508** | **$ 199,646** |

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

# Notes to the Financial Statements

December 31, 2013 and 2012

## 1. OPERATIONS

Aston Hill AVIP Trust (the "Fund") is a closed-end investment trust created under the laws of the Province of Ontario on January 27, 2006, pursuant to a declaration of trust. Aston Hill Asset Management Inc. is the Trustee and the Manager of the Fund and is responsible for managing the affairs of the Fund. RBC Investor Services Trust is the custodian of the Fund's assets and prepares the weekly valuations of the Fund. The Fund commenced operations on February 15, 2006. The Fund will be terminated on or about June 29, 2028, if not terminated earlier in accordance with the terms of the declaration of trust.

Aston Hill Advantage VIP Income Fund has a forward agreement ("Forward Agreement") that provides exposure to the return on the portfolio held by the Fund. The return to investors of Aston Hill Advantage VIP Income Fund is dependent upon the return of the Fund pursuant to the Forward Agreement.

The investment objective of the Fund is to capture the opportunity for capital appreciation. The Fund seeks to achieve its investment objective through active asset and sector allocation and by investing in those income producing securities that the Manager believes represent the best weighting to achieve its investment objective. AVIP Trust has exposure to a diversified portfolio of income producing securities including income trusts, dividend paying common shares, convertible debt, preferred shares and investment grade fixed income investments. Subject to its investment restrictions, AVIP Trust may invest in high yield debt and special situations, such as foreign equities and non-dividend paying equities.

## 2. SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("GAAP") and they include estimates and assumptions made by management that affect the reported amounts of assets and liabilities at the date of these financial statements and the reported amounts of income and expenses during the periods for which the financial statements report. Actual results could differ from these estimates.

### a) Valuation of Investments

Investments are deemed held for trading in accordance with the CPA Canada Handbook Section 3855. The Fund's investments are valued at fair value. Investments that are publicly traded are valued at their bid price on the valuation date. Investments with no available bid price are valued at their closing price. Short-term investments and bonds are valued at the average bid quotations from recognized investment dealers. The cost of investments is based on their average cost.

Investments in securities having no quoted market value are valued at estimated fair value using valuation techniques as determined by the Manager. Estimated fair value is determined on the basis of the expected realizable value of the investments if they were disposed of in an orderly manner over a reasonable period of time. The Manager uses estimation techniques to determine fair value, including discounted cash flows, multiples of earnings and comparison with other securities that are substantially the same.

### b) Cash

Cash consists of cash on hand. Cash is deemed to be held-for-trading and therefore is carried at fair value.

### c) Investment Transactions and Income Recognition

Investment transactions are recorded on the trade date, and any realized and unrealized gains or losses are recognized using the average cost of the investments, which excludes broker commissions. Interest income is recognized on an accrual basis. Dividend income is recognized on the ex-dividend date.

### d) Transaction Costs

Transaction costs, such as brokerage commissions, incurred in the purchase and sale of securities are expensed and are recognized in the Statements of Operations and Deficit.

### e) Income Taxes

The Fund qualifies as a unit trust and is deemed a financial institution under the Income Tax Act (Canada). Provided the Fund makes distributions in each year of its net income and net realized capital gains, the Fund will not generally be liable for income tax. It is the intention of the Fund to distribute all of its net income and net realized and unrealized capital gains on an annual basis. Accordingly, no income tax provision has been recorded.

### f) Foreign Exchange

The fair values of investments and other assets and liabilities that are denominated in foreign currencies are translated into Canadian dollars at the noon rate of exchange on each valuation date. Purchases and sales of investments and income derived from investments are translated at the rate of exchange prevailing on the date of such transactions.

### g) Foreign Currency Forward Contracts

The Fund may enter into foreign currency forward contracts, which are agreements between two parties to buy and sell currencies at a set price on a future date. The fair value of such contracts will fluctuate with changes in currency exchange rates. The contracts are marked-to-market and the change in fair value is recorded as an unrealized gain or loss. When a contract is closed, the Fund records a realized gain or loss equal to the difference between the value of the contract on the date it was opened and the value on the date it was closed.

### h) 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 included in the Statements of Operations and Deficit.

### i) Other Assets and Liabilities

For the purposes of categorization in accordance with Section 3855, income receivable and due from broker are designated as receivables and are recorded at amortized cost. Similarly, accounts payable and accrued liabilities and due to broker are designated as financial liabilities and reported at amortized cost. Amortized cost approximates fair value for these assets and liabilities due to their short-term nature.

### j) Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in Net Assets from operations during the reporting period. A significant area requiring the use of management judgements and estimates is the valuation of non-public investments. The resulting values may differ materially from values that would have been used had a readily available market existed for the investments and the prices at which the investments may be sold.

### k) Transition to International Financial Reporting Standards

Beginning January 1, 2014, the Fund will prepare its annual financial statements in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), and provide comparative statements on an IFRS basis, including an opening balance sheet as at January 1, 2013 (the transition date). The Fund will also report its interim financial statements for the period ending June 30, 2014, in accordance with IFRS.

The Manager has reviewed and developed the Fund's IFRS changeover plan, which included performing an impact assessment and identifying differences between existing Canadian generally accepted accounting principles ("GAAP") and IFRS. Management has monitored developments in IFRS and has assessed the likely impacts on accounting policies, implementation decisions, internal controls, information systems and training. Based on management's assessment to date, the more significant changes impacting the financial statements may be how the Fund measures the fair values of its investments and the classification of Net Assets representing unitholders' equity. The Manager does not consider this to be a comprehensive list of the accounting changes required when the Fund adopts IFRS, but in the view of the Manager, it represents the key differences. The differences described in the sections that follow are based on Canadian GAAP as at December 31, 2013 and IFRS that are in effect as of January 1, 2014.

Under Canadian GAAP, the Fund measures the fair values of its investments in accordance with the CPA Canada Handbook Section 3855, Financial Instruments – Recognition and Measurement. This section requires the use of bid prices for the long positions and ask prices for the short positions to the extent that such prices are available. In May 2011, the IASB issued IFRS 13, Fair Value Measurement, which defines fair value, sets out a single IFRS framework for measuring fair value and requires disclosures about fair value measurements. If an asset or a liability measured at fair value has a bid price and an ask price, it requires valuation to be based on a price within the bid-ask spread that is most representative of fair value. The standard allows the use of mid-market pricing or other pricing conventions that are used by market participants as a practical means for fair value measurement within a bid-ask spread. The impact of this may result in the elimination of the differences between the transactional Net Asset Value and Net Assets at the financial statements reporting dates.

The Fund's outstanding redeemable unit entitlement includes a contractual obligation to deliver cash or another financial asset on the Fund's fixed termination date, and therefore the ongoing redemption feature is not the Fund's only contractual obligation. Consequently, the Fund's outstanding redeemable units will be classified as financial liabilities in accordance with the requirements of International Accounting Standard 32, Financial Instruments: Presentation. The impact of this standard is on classification and disclosure only and does not impact Net Assets per unit.

Management will continue to monitor the Fund's IFRS changeover plan to address the key elements of the IFRS conversion.

## Notes to the Financial Statements (continued)

December 31, 2013 and 2012

### 3. RECONCILIATION OF NET ASSETS TO NET ASSET VALUE

In accordance with National Instrument ("NI") 81-106, a reconciliation is required between the Net Assets for financial reporting purposes (the "Net Assets") and the Net Asset Value for reporting other than in the financial statements (the "Net Asset Value"). The reconciliation is as follows:

| As at December 31 | | 2013 | | 2012 |
|---|---|---|---|---|
| | **Total** | **Per Unit** | Total | Per Unit |
| Net Asset Value | **$ 123,035,240** | **$ 10.62** | $ 129,466,484 | $ 9.72 |
| Section 3855 adjustment[1] | **(225,066)** | **(0.02)** | (310,599) | (0.02) |
| Net Assets | **$ 122,810,174** | **$ 10.60** | $ 129,155,885 | $ 9.70 |

[1] The Section 3855 adjustment relates to the valuation of investments traded on an exchange at bid price for Net Assets and closing price for Net Asset Value.

### 4. UNITS OF THE FUND

**Authorized**

Each unit of the Fund represents an equal, undivided interest in the Net Assets of the Fund. On termination of the Fund, unitholders are entitled to receive their pro rata share of the assets of the Fund.

**Issued**

| | | 2013 | | 2012 |
|---|---|---|---|---|
| | **Number of Units** | **Amount** | Number of Units | Amount |
| Units, beginning of year | **13,313,921** | **$ 122,124,052** | 14,157,979 | $ 131,835,318 |
| Redemption of units | **(1,723,194)** | **(20,305,948)** | (844,058) | (9,932,281) |
| Units distributed and consolidated | **—** | **10,047,438** | — | 221,015 |
| Units, end of year | **11,590,727** | **$ 111,865,542** | 13,313,921 | $ 122,124,052 |

During the year ended December 31, 2013, 1,723,194 (2012 – 844,058) units were redeemed at an average price of $9.87 per unit (2012 – $9.60 per unit).

As at December 31, 2013, the Fund had accumulated contributed surplus of $54,386,511 (2012 – $51,080,563) since inception. Contributed surplus is recorded when units of the Fund are redeemed at prices per unit which are below the average cost per unit of unitholders' capital.

The weighted average number of units outstanding for the year ended December 31, 2013 was 12,752,113 (2012 – 13,938,893).

### 5. CAPITAL MANAGEMENT

Unitholders' equity is considered to be the source of capital for the Fund. The Fund's objectives are managing capital to safeguard the Fund's ability to continue as a going-concern, to provide financial capacity and flexibility to meet its strategic objectives, and to provide an adequate return to unitholders that is commensurate with the level of risk while maximizing the distributions to unitholders.

Since both the revenues and expenses of the Fund are reasonably predictable and stable and since the Fund does not have any externally imposed capital requirements, the Manager believes that the current level of distributions, capital and capital structure are sufficient to sustain ongoing operations. The Manager actively monitors the cash position and financial performance of the Fund to ensure there are resources to meet current distribution levels.

There are currently no externally imposed capital requirements for the Fund.

## 6. DISTRIBUTIONS PAYABLE TO UNITHOLDERS

The Fund will make distributions to unitholders if, as and when declared by the Manager. For the year ended December 31, 2013, the Fund declared total distributions of $1.637 (2012 – $1.14) per unit, which amounted to $19,886,238 (2012 – $16,019,171), part of which was a special unit distribution that amounted to $10,047,438 (2012 – $221,015). The unit distributions were immediately consolidated so that the number of units outstanding equaled the number of units outstanding immediately prior to the special distribution.

## 7. MANAGEMENT FEES

Pursuant to management agreements, the Fund, together with Aston Hill Advantage VIP Income Fund, pays a management fee equal to 0.90% per annum of the Net Asset Value of the Fund, plus applicable taxes. The portion of the fee paid by the Fund is equal to 0.25% per annum.

The Fund is responsible for all other operating expenses incurred in connection with its operation and administration, such as custodian valuation, trustee, reporting, audit and legal fees.

## 8. BROKER COMMISSION CHARGES AND SOFT DOLLAR SERVICES

The brokerage commissions paid to dealers included $6,169 (2012 – $1,486) that was available for payment to third party vendors, all of which was used for research by the Manager.

## 9. FOREIGN CURRENCY FORWARD CONTRACTS

The Fund uses foreign currency forward contracts to hedge foreign exchange risks associated with its US dollar investment portfolio.

At December 31, 2013 and 2012, the Fund had entered into the following foreign currency forward contracts with a number of Canadian chartered banks with an AA rating or above:

**As at December 31, 2013**

| Canadian Dollars Purchased | US Dollars Sold | Delivery Date | Forward Rate (USD/CAD) | Unrealized Loss | Counterparty | Counterparty Credit Rating |
|---|---|---|---|---|---|---|
| $ 4,543,044 | $ (4,400,000) | January 15, 2014 | 0.96851 | $ (133,661) | Bank of Nova Scotia | AA |
| (2,927,078) | 2,800,000 | February 14, 2014 | 0.68328 | 51,013 | Bank of Nova Scotia | AA |
| 515,908 | (500,000) | January 15, 2014 | 0.96917 | (15,536) | Canadian Imperial Bank Canada | AA |
| 1,466,842 | (1,400,000) | January 15, 2014 | 0.95443 | (21,213) | Canadian Imperial Bank Canada | AA |
| 4,354,262 | (4,100,000) | February 12, 2014 | 0.94161 | (6,615) | Canadian Imperial Bank Canada | AA |
| 35,448,552 | (33,900,000) | February 14, 2014 | 0.95632 | (607,638) | Royal Bank of Canada | AA+ |
| **$ 43,401,530** | **$ (41,500,000)** | | | **$ (733,650)** | | |

As at December 31, 2012

| Canadian Dollars Purchased | US Dollars Sold | Delivery Date | Forward Rate (USD/CAD) | Unrealized Gain | Counterparty | Counterparty Credit Rating |
|---|---|---|---|---|---|---|
| $ 34,166,882 | $ (34,100,000) | January 16, 2013 | 0.99804 | $ 201,558 | Royal Bank of Canada | AA+ |

In the Statements of Net Assets, amounts are netted by counterparties.

# Notes to the Financial Statements (continued)

December 31, 2013 and 2012

## 10. SECURITIES LENDING

The Fund has entered into a securities lending program with its custodian, RBC Investor Services Trust. The aggregate market value of all securities loaned by the Fund cannot exceed 50% of the assets of the Fund. The Fund will receive collateral of at least 102% of the value of the securities on loan. Collateral will generally be comprised of cash and obligations of, or guaranteed by, the Government of Canada or a province thereof, or the United States Government or its agencies, or a permitted supranational agency as defined in NI 81-102. The market values of the securities on loan and the related collateral at December 31, 2013, were $20.1 million (2012 – $21.5 million) and $20.5 million (2012 – $22.2 million), respectively.

## 11. LOAN PAYABLE

Pursuant to an agreement with a Canadian chartered bank, the Fund maintains a 364-day revolving credit facility. The revolving credit facility provides for maximum borrowings of $35.0 million, with borrowing in Canadian currency at either the prime rate of interest or the bankers' acceptance rate, plus a fixed percentage, or US base rate loans or LIBOR rate plus a fixed percentage. During the year ended December 31, 2013, the minimum and maximum amounts of borrowing were nil and nil, respectively. There were no borrowings outstanding under this facility as at December 31, 2013 and 2012.

The credit facility is secured by a first-ranking and exclusive charge on all of the Fund's assets.

## 12. FINANCIAL RISK MANAGEMENT

The Fund's investment activities expose it to a variety of financial risks. The Statement of Investment Portfolio presents the securities held by the Fund as at December 31, 2013, and groups the securities by asset type and market segment. The following comparative summary represents the securities by asset type and market segment held by the Fund as at December 31, 2012.

As at December 31, 2012

| Investment Sector | Equities | Fixed Income Investments | Total |
|---|---|---|---|
| Consumer discretionary | 9.5% | 10.9% | 20.4% |
| Financials | 13.8% | 4.7% | 18.5% |
| Energy | 12.1% | 4.5% | 16.6% |
| Industrials | 6.2% | 7.6% | 13.8% |
| Real estate | 7.4% | 1.1% | 8.5% |
| Consumer staples | 4.7% | 3.7% | 8.4% |
| Telecommunication services | 7.1% | — | 7.1% |
| Information technology | 4.2% | — | 4.2% |
| Materials | 0.7% | 1.8% | 2.5% |
| Total | 65.7% | 34.3% | 100.0% |

The Manager attempts to minimize the potential adverse effects of these risks on the Fund's performance by diversifying the investment portfolio within the constraints of the investment objectives and by using financial instruments to hedge certain risk exposures. To assist in managing risks, the Manager also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy and restrictions, internal guidelines, and securities regulations.

Significant risks that are relevant to the Fund are discussed below.

### a) Interest Rate Risk

Interest rate risk arises on interest-bearing financial instruments such as corporate debt. The Fund is exposed to the risk that the value of interest-bearing financial instruments will fluctuate due to changes in the prevailing levels of market interest rates.

The Fund is also exposed to interest rate risk on its variable interest rate loans. Fluctuations in interest rates have a direct impact on the interest payments the Fund makes on its loans.

The tables below summarize the Fund's exposure to interest rate risk as at December 31, 2013 and 2012 by remaining term to maturity.

| **As at December 31, 2013** | **Less Than 1 Year** | **1–3 Years** | **3–5 Years** | **> 5 Years** | **Total** |
|---|---|---|---|---|---|
| Short-term and fixed income investments | **$ 1,580,891** | **$ 1,808,368** | **$ 9,298,168** | **$ 21,474,263** | **$ 34,161,690** |
| As a percentage of Net Assets | **1.3%** | **1.5%** | **7.6%** | **17.5%** | **27.9%** |

| As at December 31, 2012 | Less Than 1 Year | 1–3 Years | 3–5 Years | > 5 Years | Total |
|---|---|---|---|---|---|
| Short-term and fixed income investments | $ 2,996,619 | $ 1,294,408 | $ 13,950,193 | $ 25,757,167 | $ 43,998,387 |
| As a percentage of Net Assets | 2.3% | 1.0% | 10.8% | 19.9% | 34.0% |

As at December 31, 2013, had prevailing interest rates increased by 1%, assuming a parallel shift in the yield curve, with all other variables held constant, Net Assets of the Fund would have decreased by approximately $1.3 million or 1.1% (2012 – $1.3 million or 1.0%). Similarly, had prevailing interest rates decreased by 1%, assuming a parallel shift in the yield curve, with all other variables held constant, Net Assets of the Fund would have increased by $1.4 million or 1.2% (2012 – $1.3 million or 1.0%). The Fund's sensitivity to interest rate changes was estimated using the weighted average duration of the portfolio and the impact on annual interest expense for the loans payable. In practice, the actual trading results may differ, and the difference could be material.

## Notes to the Financial Statements (continued)

December 31, 2013 and 2012

### b) Currency Risk

Currency risk is the risk that financial instruments that are denominated in a currency other than the Canadian dollar, which is the Fund's reporting currency, will fluctuate due to changes in exchange rates. As at December 31, 2013, the Fund's exposure of US$46.7 million in investments and cash and short-term investments (2012 – US$42.2 million) was substantially hedged through its foreign currency forward contracts of US$42.3 million notional (2012 – US$34.1 million); see note 9.

The following tables summarize the Fund's exposure to currency risk in Canadian dollar equivalents as at December 31, 2013 and 2012.

| | | | | | | |
|---|---|---|---|---|---|---|
| | | | | | | **As at December 31, 2013** |
| **Currency (000s)** | | **Financial Instruments Exposure** | | **Derivatives Exposure** | **Net Exposure** | **% of Net Assets** |
| US dollar | $ | 49,611 | $ | (43,402) $ | 6,209 | 5.1% |
| **Total** | **$** | **49,611** | **$** | **(43,402) $** | **6,209** | **5.1%** |

| | | | | | | |
|---|---|---|---|---|---|---|
| | | | | | | As at December 31, 2012 |
| Currency (000s) | | Financial Instruments Exposure | | Derivatives Exposure | Net Exposure | % of Net Assets |
| US dollar | $ | 42,222 | $ | (34,167) $ | 8,055 | 6.2% |
| Total | $ | 42,222 | $ | (34,167) $ | 8,055 | 6.2% |

As at December 31, 2013, had the Canadian dollar strengthened or weakened by 10% in relation to the US dollar in the Fund, with all other variables held constant, Net Assets of the Fund would have decreased or increased, respectively, by approximately $620,900 (2012 – $805,500). In practice, actual results may vary from this analysis, and the difference may be material.

### c) Other Price Risk

Other price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All securities present a risk of loss of capital. The maximum risk of loss resulting from financial instruments is equivalent to their fair value.

The Fund is exposed to other price risk from its investment in equities. As at December 31, 2013, had the prices on the respective stock exchanges for these securities increased or decreased by 10%, with all other variables held constant, Net Assets would have increased or decreased by approximately $8.7 million or 7.1% of Net Assets (2012 – approximately $7.9 million or 6.1% of Net Assets). In practice, the actual trading results may differ, and the difference could be material.

### d) Credit Risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. The Fund's greatest concentration of credit risk is in debt securities. The fair value of debt securities includes consideration of the creditworthiness of the issuer. The carrying amount of income receivable, amounts receivable for investments sold, unrealized gain on foreign currency forward contracts, debt securities and short-term investments, as presented on the Statement of Investment Portfolio and Statements of Net Assets, represents the maximum credit risk exposure as of December 31, 2013 and 2012.

Income receivable will be settled in the short-term. All transactions in securities are settled or paid for upon delivery. The risk of default is considered minimal, as delivery of securities sold is only made once the Fund has received payment. The trade will fail if either party fails to meet its obligation.

The Manager evaluates the credit quality of the securities prior to purchase and performs ongoing monitoring of the credit quality of securities. The Fund will not invest more than 10% of its total assets in the securities of any one issuer in accordance with investment restrictions.

As at December 31, 2013, the Fund had 28.2% (2012 – 34.4%) of its investment portfolio (including short-term investments) invested in debt securities with the following credit ratings. Credit ratings are obtained from Standard & Poor's.

| Debt Securities by Rating Category as a % of Net Assets | **2013** | 2012 |
|---|---|---|
| AAA | **0.2%** | 2.3% |
| Below BBB- | **29.7%** | 31.9% |
| Total | **29.9%** | 34.2% |

As of December 31, 2013 and 2012, securities rated AAA were comprised of short-term investments.

The Fund has entered into a securities lending program with its custodian; see note 10. Credit risk associated with these transactions is considered minimal as all counterparties have a sufficient, approved credit rating and the value of cash or securities held as collateral must be at least 102% of the fair value of the securities loaned.

The Fund was also exposed to credit risk for the amount of cash and any unrealized gains under the foreign currency forward contracts (note 9) with a Canadian chartered bank with an AA rating.

### e) Liquidity Risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting obligations associated with financial liabilities. Unitholder redemption requests are the main liquidity risk for the Fund. The Fund invests the majority of its assets in investments that are traded in an active market and can be readily disposed of. There can be no assurance that an active trading market for the investments will exist at all times or that the prices at which the securities trade accurately reflect their values. Thin trading in a security could make it difficult to liquidate holdings quickly. To manage liquidity risk, the Fund's investment portfolio comprises readily marketable securities.

The Fund also has a 364-day revolving credit facility, which can be used to fund redemptions or finance investments; see note 11. The credit facility contains several financial covenants that require the Fund to meet certain financial ratios and financial condition tests. The Fund is within its financial covenants with respect to the credit facility. The Manager monitors the use of the credit facility on a regular basis.

All of the Fund's financial liabilities at December 31, 2013 and 2012 had maturities of less than one year.

# Notes to the Financial Statements (continued)

December 31, 2013 and 2012

## 13. FAIR VALUE DISCLOSURES

The Fund's assets and liabilities recorded at fair value have been categorized in accordance with the CPA Canada Handbook Section 3862, Financial Instruments – Disclosure.

Section 3862 requires the Fund to classify its investments and derivative assets and liabilities into three categories based on the nature of the inputs used to determine their fair value. The categories and the nature of the inputs used in each category are as follows:

Level 1: Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities.

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. There is little if any market activity. Inputs into the determination of fair value require significant management judgement or estimation.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Short-term notes included in cash and short-term investments are classified as level 2.

| **Assets at fair value as at December 31, 2013** | **Level 1** | **Level 2** | **Level 3** | **Total** |
|---|---|---|---|---|
| Equities | $ 83,770,738 | $ — | $ 3,039,193 | $ 86,809,931 |
| Short-term investments | — | 199,646 | — | 199,646 |
| Fixed income investments | — | 32,580,799 | 1,381,245 | 33,962,044 |
| Warrants | 308,800 | — | — | 308,800 |
| **Total** | **$ 84,079,538** | **$ 32,780,445** | **$ 4,420,438** | **$ 121,280,421** |

| **Liabilities at fair value as at December 31, 2013** | **Level 1** | **Level 2** | **Level 3** | **Total** |
|---|---|---|---|---|
| Foreign currency forward contracts | $ — | $ (733,650) | $ — | $ (733,650) |
| **Total** | **$ —** | **$ (733,650)** | **$ —** | **$ (733,650)** |

| Assets at fair value as at December 31, 2012 | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| Equities | $ 77,862,530 | $ — | $ 759,842 | $ 78,622,372 |
| Short-term investments | — | 2,996,619 | — | 2,996,619 |
| Fixed income investments | — | 38,635,739 | 2,366,029 | 41,001,768 |
| Foreign currency forward contracts | — | 201,558 | — | 201,558 |
| Total | $ 77,862,530 | $ 41,833,916 | $ 3,125,871 | $ 122,822,317 |

There were no transfers of financial assets between level 1 and level 2 during the years ended December 31, 2013 and 2012.

The following table provides a reconciliation of fair value measurements using level 3 inputs from December 31, 2012 to December 31, 2013:

| | | **December 31, 2013** | |
|---|---|---|---|
| | **Equities** | **Fixed Income Investments** | **Total** |
| **Balance, beginning of year** | **$ 759,842** | **$ 2,366,029** | **$ 3,125,871** |
| Purchases | 3,002,218 | — | 3,002,218 |
| Net transfers out | (759,842) | (1,071,621) | (1,831,463) |
| Unrealized gains | 36,975 | 86,837 | 123,812 |
| **Balance, end of year** | **$ 3,039,193** | **$ 1,381,245** | **$ 4,420,438** |

The following table provides a reconciliation of fair value measurements using level 3 inputs from December 31, 2011 to December 31, 2012:

| | December 31, 2012 | | |
|---|---|---|---|
| | Equities | Fixed Income Investments | Total |
| **Balance, beginning of year** | $ — | $ — | $ — |
| Purchases | 737,398 | 2,340,028 | 3,077,426 |
| Unrealized gains | 22,444 | 26,001 | 48,445 |
| **Balance, end of year** | $ 759,842 | $ 2,366,029 | $ 3,125,871 |

During the year, investments were reclassified to level 2 as prices based on trades became available.

The change in unrealized gains (losses) during the year for assets held as at December 31, 2013 was $123,812 (2012 – $48,445).

As at December 31, 2013, had the fair value of the level 3 investments increased or decreased by 10%, with all other variables held constant, the Net Assets would have increased or decreased by approximately $442,044 (2012 – $312,587).

## 14. INCOME TAXES

As at December 31, 2013, the Fund had accumulated capital losses of $6,470,008 (2012 – $6,470,008). The capital losses can be carried forward for an indefinite period.

## 15. COMPARATIVE FIGURES

Certain prior period numbers have been reclassified to conform to the current year's presentation.

# Corporate Information

## Independent Review Committee

**John Crow**
Chairman

**C. Scott Browning**

**Robert Falconer**

**Joseph H. Wright**

## Directors and Senior Officers of the Manager

**Eric Tremblay**
Director and Chief Executive Officer

**Ben Cheng**[1]
Co-Chief Investment Officer

**Michael J. Killeen**
Director and President

**Larry W. Titley**
Director and Chief Financial Officer

## Portfolio Management

**Jeffrey Burchell**
Co-Chief Investment Officer and Portfolio Manager

**Andrew Hamlin**
Vice President and Portfolio Manager

**Joanne Hruska**
Vice President and Portfolio Manager

**Vivian Lo**
Vice President and Portfolio Manager

**Steve Vannatta**
Portfolio Manager

**Barry Morrison**
Portfolio Manager

## Manager and Trustee

Aston Hill Asset Management Inc.

## Transfer Agent

Computershare Trust Company of Canada

## Custodian

RBC Investor Services Trust

## Auditors

PricewaterhouseCoopers LLP

## Website

www.astonhill.ca

(1) Mr. Cheng acts as a portfolio manager exclusively to investment funds managed by IA Clarington Investments Inc., and to two other investment funds, not including the fund in this document. See www.astonhill.ca for details.

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