



**LDIC North American Infrastructure Fund**

Interim Financial Statements

June 30, 2017

# LDIC North American Infrastructure Fund

## Statements of Financial Position

As at June 30, 2017 and December 31, 2016

	2017 (unaudited)	2016 (audited)
<b>Assets</b>		
<b>Current assets</b>		
Financial assets at fair value through profit or loss (notes 3 and 12)	\$ 12,241,390	\$ 13,684,315
Cash	757,394	132,319
Accrued dividends	30,615	24,432
<b>Total assets</b>	<b>13,029,399</b>	<b>13,841,066</b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Performance fees	284,300	-
Accrued expenses	99,671	77,778
Management fees payable	5,564	16,218
<b>Total liabilities (excluding Net Assets attributable to holders of redeemable units)</b>	<b>389,535</b>	<b>93,996</b>
<b>Net Assets attributable to holders of redeemable units (note 4)</b>	<b>\$ 12,639,864</b>	<b>\$ 13,747,070</b>
<b>Net Assets attributable to holders of redeemable units per class</b>		
Class A	\$ 5,224,819	\$ 5,766,657
Class F	\$ 7,415,045	\$ 7,980,413
<b>Net Assets attributable to holders of redeemable units per class per unit (note 4)</b>		
Class A	\$ 10.27	\$ 10.63
Class F	\$ 10.68	\$ 11.01

Approved on behalf of LDIC Inc., as manager of the LDIC North American Infrastructure Fund

/s/Michael B. Decter  
Michael B. Decter, Director

/s/Graham Scott  
Graham Scott, Director

# LDIC North American Infrastructure Fund

## Statements of Comprehensive Income (unaudited)

For the six-month period ended June 30,

	2017	2016
<b>Net gain (loss) on financial instruments</b>		
Dividend income	\$ 177,768	\$ 255,241
Interest for distribution purposes	13,313	70,008
Foreign exchange gain (loss)	6,303	(45,736)
Other changes in fair value on financial assets and financial liabilities at fair value through profit or loss		
Net realized gain (loss) on sale of investments (note 12)	524,838	(1,118,487)
Change in unrealized appreciation (depreciation) in value of investments (note 12)	(433,270)	2,574,599
Change in unrealized appreciation (depreciation) in value of foreign exchange from currency (note 12)	1,024	261
<b>Net gain (loss) on financial instruments</b>	<b>289,976</b>	<b>1,735,886</b>
<b>Expenses (note 5)</b>		
Performance fees	293,691	19,451
Management fees	95,426	104,287
Custodian fees	4,472	4,026
Audit fees	12,449	11,207
Legal fees	5,963	5,368
Valuation fees	19,082	17,177
Independent review committee fees	1,790	1,611
Transaction costs (note 7)	23,486	39,827
Filing fees	10,860	10,340
Securityholder reporting costs	21,766	19,594
Other expenses	27,579	24,826
<b>Total operating expenses</b>	<b>516,564</b>	<b>257,714</b>
<b>Operating profit (loss)</b>	<b>(226,588)</b>	<b>1,478,172</b>
Withholding taxes (note 6)	(7,200)	(7,844)
<b>Increase (decrease) in Net Assets attributable to holders of redeemable units from operations (excluding distributions)</b>	<b>\$ (233,788)</b>	<b>\$ 1,470,328</b>
<b>Increase (decrease) in Net Assets attributable to holders of redeemable units per class from operations (excluding distributions)</b>		
Class A	\$ (108,179)	\$ 548,320
Class F	\$ (125,609)	\$ 922,008
<b>Average number of units outstanding for the period per class</b>		
Class A	526,076	572,455
Class F	705,666	867,012
<b>Increase (decrease) in Net Assets attributable to holders of redeemable units per unit from operations (excluding distributions)</b>		
Class A	\$ (0.21)	\$ 0.96
Class F	\$ (0.18)	\$ 1.06

The accompanying notes are an integral part of these financial statements

**LDIC North American Infrastructure Fund**  
**Statements of Changes in Net Assets Attributable to Holders of Redeemable Units (unaudited)**  
**For the six-month period ended June 30,**

	2017		2016					
	Class A		Class F					
Net Assets attributable to holders of redeemable units at beginning of period	\$	5,766,657	\$	6,115,422	\$	7,980,413	\$	9,088,342
<b>Increase (decrease) in Net Assets attributable to holders of redeemable units from operations (excluding distributions)</b>		<b>(108,179)</b>		548,320		<b>(125,609)</b>		922,008
<b>Redeemable unit transactions</b>								
Proceeds from redeemable units issued		72,278		-		46,200		284,776
Redemption of redeemable units		(490,017)		(1,003,599)		(482,454)		(1,359,219)
Reinvestments of distributions to holders of redeemable units		62,318		65,738		101,192		111,509
		<b>(355,421)</b>		(937,861)		<b>(335,062)</b>		(962,934)
<b>Distributions to holders of redeemable units</b>								
From net investment income		(78,238)		(83,517)		(104,697)		(127,593)
<b>Net Increase (decrease) in Net Assets attributable to holders of redeemable units</b>		<b>(541,838)</b>		(473,058)		<b>(565,368)</b>		(168,519)
<b>Net Assets attributable to holders of redeemable units at end of period</b>	\$	<b>5,224,819</b>	\$	5,642,364	\$	<b>7,415,045</b>	\$	8,919,823
<hr/>								
		2017		2016				
		<b>Total</b>						
Net Assets attributable to holders of redeemable units at beginning of period	\$	13,747,070		\$		15,203,764		
<b>Increase (decrease) in Net Assets attributable to holders of redeemable units from operations (excluding distributions)</b>		<b>(233,788)</b>				1,470,328		
<b>Redeemable unit transactions</b>								
Proceeds from redeemable units issued		118,478				284,776		
Redemption of redeemable units		(972,471)				(2,362,818)		
Reinvestments of distributions to holders of redeemable units		163,510				177,247		
		<b>(690,483)</b>				<b>(1,900,795)</b>		
<b>Distributions to holders of redeemable units</b>								
From net investment income		<b>(182,935)</b>				<b>(211,110)</b>		
<b>Net Increase (decrease) in Net Assets attributable to holders of redeemable units</b>		<b>(1,107,206)</b>				<b>(641,577)</b>		
<b>Net Assets attributable to holders of redeemable units at end of period</b>	\$	<b>12,639,864</b>		\$		<b>14,562,187</b>		

The accompanying notes are an integral part of these financial statements

**LDIC North American Infrastructure Fund**  
**Statements of Cash Flows (unaudited)**  
**For the six-month period ended June 30,**

	2017	2016
<b>Cash flows from (used in) operating activities</b>		
Increase (decrease) in Net Assets attributable to holders of redeemable units from operations (excluding distributions)	\$ (233,788)	\$ 1,470,328
Adjustments for:		
Foreign exchange (gain) loss	(6,303)	45,736
Net realized (gain) loss on sale of investments	(524,838)	1,118,487
Change in unrealized (appreciation) depreciation in value of investments	433,270	(2,574,599)
Purchases of investments	(6,057,409)	(8,383,134)
Proceeds from sale of investments	7,591,902	10,596,990
Other receivable	-	(19,034)
Accrued dividends	(6,183)	13,752
Accrued interest	-	(1,929)
Performance fees	284,300	(302,437)
Management fees payable	(10,654)	(6,493)
Accrued expenses	21,893	(6,176)
<b>Net cash from (used in) operating activities</b>	<b>1,492,190</b>	<b>1,951,491</b>
<b>Cash flows from (used in) financing activities</b>		
Distributions paid to holders of redeemable units, net of reinvested distributions	(19,425)	(33,863)
Proceeds from redeemable units issued	118,478	284,776
Redemption of redeemable units	(972,471)	(2,379,032)
<b>Net cash from (used in) financing activities</b>	<b>(873,418)</b>	<b>(2,128,119)</b>
Foreign exchange gain (loss)	6,303	(45,736)
Net increase (decrease) in cash	618,772	(176,628)
Cash at beginning of period	132,319	15,082
<b>Cash at end of period</b>	<b>\$ 757,394</b>	<b>\$ (207,282)</b>
<b>Supplemental Cash Flow Information:</b>		
Dividends received, net of withholding taxes	\$ 164,385	\$ 261,149
Interest received	13,313	68,079

# LDIC North American Infrastructure Fund

## Schedule of Investment Portfolio (unaudited)

As at June 30, 2017

Number of Shares	Description	Expiry Date	Average Cost (\$)	Fair Value (\$)	% of Net Assets
<b>Equities - Canada</b>					
<b>Consumer Discretionary</b>					
22,700	Park Lawn Corp		381,772	427,214	3.4
<b>Energy</b>					
73,500	CES Energy Solutions Corp.		497,268	424,830	
14,300	Keyera Corp.		552,707	583,726	
16,300	Parkland Fuel Corp.		370,862	484,273	
475,000	Tidewater Midstream and Infrastructure Ltd.		711,640	622,250	
26,700	Whitecap Resources Inc.		233,340	247,242	
			<u>2,365,817</u>	<u>2,362,321</u>	<u>18.7</u>
<b>Industrials</b>					
67,000	Chorus Aviation Inc.		456,466	509,870	
12,500	Exchange Income Corp.		507,321	413,250	
1,150,000	Jet Power & Controls Ltd.		345,000	345,000	
575,000	Jet Power & Controls Ltd., Warrants	February 15, 2018	-	1	
10,650	SNC-Lavalin Group Inc.		547,108	597,146	
			<u>1,855,895</u>	<u>1,865,267</u>	<u>14.8</u>
<b>Information Technology</b>					
31,600	Descartes Systems Group Inc.		934,000	996,980	
110,000	Lite Access Technologies Inc.		247,500	204,600	
			<u>1,181,500</u>	<u>1,201,580</u>	<u>9.5</u>
<b>Materials</b>					
36,000	Chemtrade Logistics Income Fund		661,870	654,840	5.2
<b>Real Estate</b>					
30,000	Information Services Corp.		532,670	531,000	
384,500	StorageVault Canada Inc.		681,883	1,015,080	
			<u>1,214,553</u>	<u>1,546,080</u>	<u>12.2</u>
<b>Utilities</b>					
12,300	Brookfield Infrastructure Partners LP		480,385	652,392	
80,000	Global Water Resources Inc.		687,982	1,028,000	
45,500	Polaris Infrastructure Inc.		444,542	777,595	
			<u>1,612,909</u>	<u>2,457,987</u>	<u>19.4</u>
<b>Equities - United States</b>					
<b>Industrials</b>					
4,900	Caterpillar Inc.		684,455	683,835	
5,500	Macquarie Infrastructure Corp.		471,237	560,000	
			<u>1,155,692</u>	<u>1,243,835</u>	<u>9.8</u>
<b>Utilities</b>					
2,650	NextEra Energy Inc.		439,411	482,266	3.8
<b>Total Equities</b>					
			<u>10,869,419</u>	<u>12,241,390</u>	<u>96.8</u>
<b>Transaction costs</b>					
			(22,940)		
<b>Total Investments</b>					
			<u>10,846,479</u>	<u>12,241,390</u>	<u>96.8</u>
<b>Other Assets, Less Liabilities</b>					
				<u>398,474</u>	<u>3.2</u>
<b>Net Assets Attributable to Holders of Redeemable Units</b>					
			<u>\$</u>	<u>12,639,864</u>	<u>100.0</u>

# **LDIC North American Infrastructure Fund**

## **Notes to Financial Statements (unaudited)**

**June 30, 2017**

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### **1. GENERAL INFORMATION**

The LDIC North American Infrastructure Fund (the “Fund”) is a mutual fund trust created under the laws of the Province of Ontario by Declaration of Trust dated April 12, 2013. LDIC Inc. (the “Manager”) is the Trustee and Manager of the Fund. The Fund changed its name from LDIC North American Energy Infrastructure Fund on May 22, 2015. The address of the Fund’s registered office is 130 King Street West, Suite 2130, Toronto, Ontario. These financial statements were authorized for issue by the Manager on August 21, 2017.

The investment objective of the Fund is principally to provide long-term capital appreciation with the potential for income, by investing primarily in equity securities (including common shares and warrants), fixed-income investments and other income-producing securities of issuers based in North America.

The Fund is authorized to issue an unlimited number of Class A and Class F units. The capital received by the Fund is utilized within the investment mandate of the Fund. This includes the ability to make liquidity to satisfy unitholders’ unit redemption requirements upon the unitholders’ request. The Fund is not subject to any externally imposed capital requirements.

The Fund may create an unlimited number of classes of units and may offer and sell an unlimited number of series of units of each class. Currently, the Fund offers Class A units and Class F units.

Class A units are designed for retail investors. Dealers through whom Class A units are purchased will receive initial commissions payable by the investor and on-going service fees (also called “trailer fees” or “trailing commissions”) from the Manager on behalf of the Fund. The inception date for Class A is May 10, 2013.

Class F units are designed for investors who participate in fee-based investment programs offered by their dealers. Class F units are only available to investors whose dealer has entered into an agreement with the Manager to make Class F units available to clients of that dealer. The inception date for Class F is April 23, 2013.

### **2. BASIS OF PRESENTATION**

These interim financial statements have been prepared in compliance with International Financial Reporting Standards (“IFRS”) including International Accounting Standards (“IAS”) 34: Interim Financial Reporting, as published by the International Accounting Standards Board (“IASB”).

The policies applied in these interim financial statements are based on IFRS standards issued and outstanding as of August 21, 2017, which is the date on which the interim financial statements were authorized for issue by the Manager.

In the preparation of these interim financial statements, management has made judgments, estimates and assumptions that affect the application of the Company’s accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

These interim financial statements have been presented in Canadian dollars, which is the Fund’s functional currency.

### **3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

#### **(a) Foreign currency translation**

The Fund’s functional and presentation currency is the Canadian dollar. Foreign currency purchases and sales of investments and foreign currency dividend and interest income and expenses are translated into Canadian dollars at the rate of exchange prevailing at the date of the transactions.

Foreign exchange gains (losses) on purchases and sales of foreign currencies are included in the Statements of Comprehensive Income – Foreign exchange gain (loss).

# LDIC North American Infrastructure Fund

## Notes to Financial Statements (unaudited)

June 30, 2017

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The fair value of investments and other assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the rate of exchange prevailing at the statement of financial position date.

### (b) Financial instruments

The Fund classifies its investments in debt and equity securities, or financial assets or liabilities at FVTPL. There are two sub-categories: financial assets or financial liabilities held for trading and those designated at FVTPL at inception. The Fund's investments in equity securities are designated at fair value through profit or loss ("FVTPL") at inception. The Fund's obligation for Net Assets attributable to holders of redeemable units is presented at the redemption amount. All other financial assets and liabilities are measured at amortized cost. Under this method, financial assets and liabilities reflect the amounts required to be received or paid, discounted when appropriate, at the financial instrument's effective interest rate. The Fund's accounting policies for measuring the fair value of its investments are identical to those used in measuring its published Net Asset Value ("NAV"). The fair values of the Fund's financial assets and liabilities that are not carried at FVTPL approximate their carrying amounts due to their short-term nature.

Financial instruments classified as held for trading: Financial assets and liabilities are classified as held for trading if they are acquired for the purpose of selling and/or repurchasing in the near term, and are acquired principally for the purpose of generating a profit from short-term fluctuations in price.

Financial instruments designated as FVTPL through inception: All investments held by the Fund are designated as FVTPL upon initial recognition. These financial assets are designated upon initial recognition on the basis that they are part of a group of financial assets that are managed and have their performance evaluated on a fair value basis, in accordance with risk management and investment strategies of the Fund, as set out in the Fund's prospectus.

### (c) Fair value measurements

Financial instruments are valued at their fair value, which is defined as 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 Fund uses a three-tier hierarchy as a framework for disclosing fair value based on inputs used to value the Fund's investments. The hierarchy of inputs is summarized below:

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Changes in valuation methods may result in transfers into or out of an investment's assigned level.

A valuation hierarchy table has been included in Note 10, Fair Value Disclosure.

### (d) Cash

Cash comprises of deposits with financial institutions.



# LDIC North American Infrastructure Fund

## Notes to Financial Statements (unaudited)

June 30, 2017

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**(e) Multi-class allocation**

Expenses, realized and unrealized gains/losses and income generally are allocated among the classes on a pro-rata basis. Class-specific management fees are not allocated and do not require allocation.

**(f) Transaction costs**

Transaction costs, such as brokerage commissions incurred in the purchase and sale of securities, are expensed and are included in "Transaction costs" in the Statements of Comprehensive Income.

**(g) Unit valuation and valuation date**

Units are issued and redeemed on a continuing basis at the Net Assets attributable to holders of redeemable units, which is determined for each class of units of the Fund on each valuation day. A "valuation day" is any day that the Toronto Stock Exchange is open for business, unless the Fund is not accepting orders to purchase, switch or redeem units on that day (in the circumstances described in simplified prospectus for the Fund in the section called "Purchases, switches, and redemptions"). To determine the NAV per unit for a class of units of a Fund, the Manager or its agent determines the value of the proportionate share of the assets of the Fund attributable to the particular class less the liabilities of the Fund attributed to only that class and the proportionate share of the common liabilities of the Fund allocated to that class. This amount is then divided by the total number of units of that class then held by investors.

**(h) Investment transactions**

Investment transactions are accounted for on the trade date. All income, net realized gains (losses), unrealized appreciation (depreciation) in the value of investments and transaction costs are attributable to investments that are deemed held for trading.

**(i) Revenue recognition**

- The interest for distribution purposes shown on the Statements of Comprehensive Income represents the coupon interest received by the Fund accounted for on an accrual basis. The Fund does not amortize premiums paid or discounts received on the purchase of fixed-income securities, except for zero coupon bonds, which are amortized on a straight-line basis.
- Dividend income is recorded on the ex-dividend date and is gross of withholding taxes.
- Realized gains and losses on investments and unrealized appreciation (depreciation) in the value of investments are calculated with reference to the average cost of the related investments.

**(j) Increase (decrease) in Net Assets attributable to holders of redeemable units per unit**

The increase (decrease) in Net Assets attributable to holders of redeemable units per unit in the Statements of Comprehensive Income represents the net increase (decrease) in Net Assets attributable to holders of redeemable units per unit, divided by the weighted average number of units outstanding during the period of that class of units.

**(k) Accounting standards issued but not yet adopted**

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments which reflects all phases of the financial instruments project and replaces IAS 39 Financial instruments: Recognition and measurement and all previous versions of IFRS 9. IFRS 9 brings together all three aspects of accounting for financial instrument project: classification and measurement, impairment and hedge accounting. IFRS 9 is effective for annual periods beginning on or after January 1, 2018, with early application permitted. During 2017, the Fund is in the process of performing a high-level impact assessment of all three aspects of IFRS 9.

# LDIC North American Infrastructure Fund

## Notes to Financial Statements (unaudited)

June 30, 2017

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IFRS 15 was issued in May 2014 and establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The new revenue standard will supersede all current revenue recognition requirements under IFRS and is effective for annual periods beginning on or after January 1, 2018, when the IASB finalizes their amendments to defer the effective date of IFRS by one year. Early adoption is permitted. Given the majority of revenue streams of the Fund, being interest, dividends and realized/unrealized gains, fall outside of the scope of IFRS 15, preliminary impact assessments made indicate minimal impact arising on the adoption of this standard.

### (l) Critical accounting estimates and judgments

- Fair value measurements of financial instruments not quoted in an active market

The Fund may hold financial instruments that are not quoted in active markets. 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. When 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.

- Classification and measurement of financial instruments and application of fair value option

In classifying and measuring financial instruments held by the Fund, the Manager is required to make judgments about the classification of financial instruments and the applicability of the fair value option to its investments that are not held for trading. The fair value option has been applied to the Fund's investments in equity securities as the investments are managed on a fair value basis in accordance with the Fund's investment strategy.

## 4. REDEEMABLE UNITS

The units of the Fund are issued and redeemed at their Net Assets attributable to holders of redeemable units per unit. Net Assets attributable to holders of redeemable units per class per unit is determined on a daily basis by dividing the Fund's Net Assets attributable to holders of redeemable units per class by the total number of units of the class of the Fund that are outstanding on such valuation date.

The Fund has no restrictions or specific capital requirements on the issuance and redemptions of units. In accordance with its investment objectives, strategies and risk management practices, the Fund endeavors to invest the amounts received on issuance of units in appropriate investments in order to maximize unitholder value and maintain financial strength while preserving sufficient liquidity to meet redemptions.

During the period, unit transactions of the Fund were as follows:

	<u>June 2017</u>	
	<u>Class A</u>	<u>Class F</u>
Outstanding at the beginning of the period	542,667	725,081
Redeemable units issued	6,820	4,368
Redeemable units reinvested	6,060	9,473
Redeemable units redeemed	(46,738)	(44,891)
<u>Outstanding at the end of the period</u>	<u>508,809</u>	<u>694,031</u>

# LDIC North American Infrastructure Fund

## Notes to Financial Statements (unaudited)

June 30, 2017

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	<u>June 2016</u>	
	Class A	Class F
Outstanding at the beginning of the period	652,527	946,469
Redeemable units issued	-	28,552
Redeemable units reinvested	6,842	11,279
Redeemable units redeemed	(110,895)	(144,519)
<u>Outstanding at the end of the period</u>	<u>548,474</u>	<u>841,781</u>

### 5. RELATED PARTY TRANSACTIONS

Michael Decter, an officer and director of the Manager of the Fund, made an initial investment of \$150,000 on April 26, 2013 to start up the Fund. As at June 30, 2017, the Manager of the Fund and certain directors and officers of the Manager held a total of nil (2016: 674) Class A units and 171,548 (2016: 164,578) Class F units of the Fund.

#### Management fees and expenses

The Manager provides investment and administrative services to the Fund. In consideration for these services, the Manager receives a fee based on a percentage of the Net Assets of the Fund calculated daily and payable monthly, as follows:

Class A - 2.00% per annum

Class F - 1.00% per annum

The Fund is responsible for the payment of all expenses relating to its operations and the carrying on of its business. These expenses include, but are not limited to, administration and accounting costs, the costs of any back-office service provider retained by the Manager, transaction costs, audit and legal fees, custodian fees, index licensing fees, regulatory filing fees, the costs of preparing and distributing annual and semi-annual financial statements, prospectuses, unitholder reports and investor communications. At certain times, the Manager may pay a portion of the expenses otherwise payable by the Fund.

At its sole discretion, the Manager may stop absorbing operating expenses and/or waiving management fees at any time. Operating expenses absorbed and/or management fees waived by the Manager are disclosed on the Statements of Comprehensive Income.

The Fund will pay a performance fee to LDIC Inc., plus applicable taxes, at the end of each fiscal year. The performance fee will be 10% of the amount by which the Class NAV at the end of the fiscal year (adding back the amounts of any distributions paid on the units of the Fund) (the "ending NAV") exceeds the target NAV. The target NAV is calculated by multiplying the Class NAV, net of performance fees paid, as at the last performance fee payment date (the "beginning NAV") by the sum of one plus the return of the Fund's "benchmark" (the "benchmark return") over the same period.

### 6. TAXATION OF THE FUND AND ALLOCATION TO UNITHOLDERS

The Fund qualifies as a mutual fund trust as defined in the *Income Tax Act* (Canada) (the "Act"). Pursuant to the terms of the Declaration of Trust, the Fund pays or makes payable in the calendar year to the unitholders all the net income and such portion of the net capital gains that will result in the Fund paying no tax under the current provisions of the Act. As a result, under existing tax legislation, the net income and net capital gains are taxable in the hands of the unitholders of the Fund. Accordingly, no provision for Canadian income taxes has been made in these financial statements.

# LDIC North American Infrastructure Fund

## Notes to Financial Statements (unaudited)

June 30, 2017

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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.

The Fund has accumulated capital loss carryforwards as of December 31, 2016 of \$2,723,220 (2015 - \$2,006,461), which may be applied against future years' capital gains and can be carried forward indefinitely. As of December 31, 2016 there were \$12,582 (2015 - nil) in non-capital losses available in the Fund, which can be carried forward for 20 years.

### 7. TRANSACTION COSTS

Commissions and other transaction fees paid for portfolio transactions for the period ended June 30, 2017 were \$23,486 (2016 - \$39,827).

### 8. SOFT DOLLAR COMMISSIONS

In addition to covering brokerage services on security transactions, commissions paid to certain brokers may also cover research services provided to the Manager. The value of the research services included in the commissions paid by the Fund to those brokers for the periods ended June 30, 2017 and 2016 was \$3,272 and nil, respectively.

### 9. FINANCIAL RISK MANAGEMENT

In the normal course of operations, the Fund's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (which includes interest rate risk, currency risk and other price risk). The value of investments in a Fund's portfolio can fluctuate on a daily basis as a result of changes in interest rates, economic conditions and market news related to specific securities in the portfolio. The level of risk depends on the Fund's objectives and the type of securities that it holds. In order to mitigate risk, depending on conditions, the Manager diversifies the portfolio based on criteria such as asset class, country, industry and currency. Significant risks that are relevant to the Fund are discussed below. "Net Assets" below is defined as Net Assets attributable to holders of redeemable units.

#### (a) Other price risk

Other price risk represents 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.

The Fund is exposed to other price risk from investments in equities. As at June 30, 2017, approximately 96.85% (December 31, 2016 - 99.54%) of the Fund's Net Assets were held directly in equities. If equity prices on the exchanges increased or decreased by 5.0% as at June 30, 2017, the Net Assets of the Fund would have increased or decreased by approximately \$612,070, or 4.8% (December 31, 2016 - \$684,216, or 4.9%), with all other factors remaining constant. In practice, the actual results may differ and the difference could be material.

#### (b) Currency risk

Currency risk is the risk that the fair value of financial instruments denominated in currencies other than the Canadian dollar, which is the Fund's reporting currency, will fluctuate because of changes in foreign exchange rates.

	June 30, 2017		December 31, 2016	
	Currency Exposure (\$)	Percentage of Net Assets (%)	Currency Exposure (\$)	Percentage of Net Assets (%)
U.S. dollar	1,751,401	13.9	3,003,309	21.8

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As at June 30, 2017, if the Canadian dollar had strengthened or weakened by 5% in relation to all foreign currencies represented in the portfolio, with all other variables remaining constant, Net Assets would have decreased or increased by approximately \$87,570 (December 31, 2016 - \$150,165). In practice, the actual results may differ and the difference could be material.

**(c) Interest rate risk**

As at June 30, 2017 and December 31, 2016, the majority of the Fund's financial assets and liabilities were non-interest bearing. As a result, the Fund is not subject to significant interest rate risk.

**(d) Credit risk**

As at June 30, 2017 and December 31, 2016, the Fund had no significant investments in debt instruments and/or derivatives and, therefore, did not have significant exposure to credit risk.

**(e) Liquidity risk**

Liquidity risk is the risk that the Fund will encounter difficulty in meeting its obligations associated with its financial liabilities. The Fund's primary exposure to liquidity risk relates to its unitholders' rights to redeem their units on any valuation date. Liquidity risk is managed by retaining sufficient cash and cash equivalent positions and investing the majority of the Fund's assets in portfolio 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. The Manager considers market depth and the relationship between liquidity and size of the position as part of the criteria for approval of a new investment and in its periodic re-evaluation of the investment.

**(f) Concentration risk**

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, product type, industry sector or counterparty type. The following is a summary of the Fund's concentration risk:

<b>Investment Sector</b>	<b>June 30, 2017</b>	<b>December 31, 2016</b>
Consumer Discretionary	3.4%	1.9%
Energy	18.7%	29.9%
Information Technology	9.5%	6.6%
Industrials	24.6%	31.7%
Materials	5.2%	2.2%
Real Estate	12.2%	-
Utilities	23.2%	27.2%
Net Other Assets/Liabilities	3.2%	0.5%
<b>Total</b>	<b>100.0%</b>	<b>100%</b>

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**10. FAIR VALUE DISCLOSURE**

The following tables illustrate the classification of the Fund's assets and liabilities measured at fair value within the fair value hierarchy as at June 30, 2017 and December 31, 2016:

<b>Financial Assets at Fair Value as at June 30, 2017</b>				
	<b>Level 1 (\$)</b>	<b>Level 2 (\$)</b>	<b>Level 3 (\$)</b>	<b>Total (\$)</b>
<b>Equities</b>	<b>11,691,790</b>	<b>204,600</b>	<b>345,000</b>	<b>12,241,390</b>

  

<b>Financial Assets at Fair Value as at December 31, 2016</b>				
	<b>Level 1 (\$)</b>	<b>Level 2 (\$)</b>	<b>Level 3 (\$)</b>	<b>Total (\$)</b>
Equities	13,543,665	140,650	-	13,684,315

The following is a reconciliation of investments in which significant unobservable inputs (level 3) were used to determine their fair value:

	<b>Equities</b>
Balance as at December 31, 2016	\$ -
Purchases	<b>345,000</b>
Sales	-
Net transfers in (out)	-
Realized gains (losses)	-
Change in unrealized appreciation on investments	-
Balance as at June 30, 2017	<b>\$ 345,000</b>

  

Net change in unrealized appreciation from investments as at June 30, 2017	\$ -
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**11. CAPITAL MANAGEMENT**

The Fund's investment objective is primarily to provide long-term capital appreciation with the potential for income, by investing primarily in equity securities, fixed-income investments and other income-producing securities based in North America.

The capital of the Fund is divided into two classes, Class A and Class F, with each class having an unlimited number of units. The units issued and outstanding represent the capital of the Fund, and unitholders are entitled to distributions when declared. The distributions are based on the Manager's estimate of the actual income for the year.

For the period ended June 30, 2017, the Fund made a distribution of \$0.15/unit (2016 - \$0.15/unit) to its outstanding unitholders. Distributions are automatically reinvested or paid in cash if opted by the unitholders.

The Fund manages its capital in accordance with the investment objectives and strategies and the risk management practices outlined in Note 9, Financial Risk Management. The Manager actively monitors the cash position and financial performance to ensure sufficient liquidity to meet operating expenses, distributions and redemptions.

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**12. FINANCIAL INSTRUMENTS**

The Fund's equity investments are measured at FVTPL. Short-term investments, along with all other financial assets and liabilities, are recognized initially at fair value and subsequently measured at amortized cost, which approximates fair value due to their short-term nature.

The following tables present the carrying amounts of the Fund's financial assets by category as at June 30, 2017 and December 31, 2016:

June 30, 2017	Financial assets at FVTPL			Financial assets at amortized cost	
	HFT	Designated at inception	Total		Total
<b>Assets</b>					
Financial assets at fair value through profit or loss	\$ -	\$ 12,241,390	\$ 12,241,390	\$ -	\$ 12,241,390
Cash	-	-	-	757,394	757,394
Accrued dividends	-	-	-	30,615	30,615
<b>Total</b>	\$ -	\$ 12,241,390	\$ 12,241,390	\$ 788,009	\$ 13,029,399

  

December 31, 2016	Financial assets at FVTPL			Financial assets at amortized cost	
	HFT	Designated at inception	Total		Total
<b>Assets</b>					
Financial assets at fair value through profit or loss	\$ -	\$ 13,684,315	\$ 13,684,315	\$ -	\$ 13,684,315
Cash	-	-	-	132,319	132,319
Accrued dividends	-	-	-	24,432	24,432
<b>Total</b>	\$ -	\$ 13,684,315	\$ 13,684,315	\$ 156,751	\$ 13,841,066

The following table presents the net gains (losses) on financial instruments designated at FVTPL by category for the periods ended June 30:

Category	Net gains (losses)	
	<u>2017</u>	<u>2016</u>
Net gains (losses) on financial instruments at FVTPL:		
Held for trading	-	-
Designated at inception	289,976	1,735,886
<b>Total</b>	<b>289,976</b>	<b>1,735,886</b>