

Semi-Annual Management Report of Fund Performance

BMO Private Canadian Special Equity Portfolio (formerly, BMO Harris Canadian Special Growth Portfolio)

For the period ended June 30, 2015

This semi-annual management report of fund performance contains financial highlights, but does not contain semi-annual or annual financial statements of the Portfolio. If the semi-annual or annual financial statements of the Portfolio do not accompany the mailing of this report, you may obtain a copy of the semi-annual or annual financial statements at your request, and at no cost, by calling 1-800-361-1392, by e-mailing us at contact.centre@bmo.com, by writing to us at BMO Private Investment Counsel Inc. (formerly, BMO Harris Investment Management Inc.), 1 First Canadian Place, 100 King St. W., 41st Floor, Toronto, Ontario, M5X 1A1 or by visiting our website at www.bmoprivatebanking.com or SEDAR at www.sedar.com. You may also contact us using one of these methods to request a copy of the Portfolio's proxy voting policies and procedures, proxy voting disclosure record and/or quarterly portfolio disclosure.

Management Discussion of Fund Performance

BMO Private Investment Counsel Inc. ("BPIC" or the "Manager"), the manager and portfolio manager, is responsible for the management of the overall business, investments and operations of the BMO Private Portfolios (formerly, the BMO Harris Private Portfolios) and has engaged BMO Asset Management Inc. ("BMO AM Inc." or the "sub-advisor") as the sub-advisor of BMO Private Canadian Special Equity Portfolio (the "Portfolio").

Results of Operations

Effective January 1, 2015, the Portfolio's benchmark changed to the S&P/TSX SmallCap Index from the BMO Capital Markets Small Cap Index to ensure alignment with industry for more accurate peer group comparisons and ease of access for index data for performance analysis.

Over the six-month period ended June 30, 2015, the Portfolio returned 8.23%, after expenses. The Portfolio's benchmark is the S&P/TSX SmallCap Index, which generated a 1.05% total return over the same six-month period.

Canadian small-capitalization equities were impacted by sharply falling oil prices during the second half of 2014 and, despite an oil price rebound, the impact carried through the first half of 2015. While much of the market was focused on the likelihood of a U.S. Federal Reserve Board interest rate increase at some point this year, struggling commodity prices increased speculation that Canadian short-term interest rates may go lower.

These divergent economic conditions resulted in weak returns for the Canadian small-capitalization market, given the exposure to the increasingly robust U.S. economy on one hand, and the exposure to deteriorating Canadian economic conditions on the other.

Security selection was the strongest contributor to the Portfolio's performance over the period, particularly in the Consumer Discretionary, Information Technology, Energy and Materials sectors. Top individual contributors to the Portfolio's performance included AirBoss of America Corp., Element Financial Corporation and Kinaxis Inc. Shares of AirBoss of America Corp. rose as a result of its management's strong execution, leading to significant growth in the company's earnings and also a strategic acquisition. Element Financial Corporation benefited from an acquisition that increased the size of its fleet business, and Kinaxis Inc.'s shares rose on the strong management execution.

The Portfolio's overweight allocation to the Information Technology sector detracted from its performance over the period. Significant individual detractors from performance included holdings in Callidus Capital Corporation, which declined amid speculation that some of the company's loans to borrowers were at risk, and Secure Energy Services Inc., which decreased in price as the company's growth outlook became uncertain in the lower oil price environment.

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The sub-advisor added a new position in Cara Operations Limited to the Portfolio during the period in response to the company's strong earnings, cash flow generation and potential for growth through acquisition in the coming period. The sub-advisor added to the existing position in Element Financial Corporation in order to increase the holding's weighting in the Portfolio on the strength of the company's 2015 prospects. The sub-advisor eliminated the Portfolio's holdings in several Energy sector companies, including RMP Energy Inc. and Paramount Resources Ltd., and trimmed the Portfolio's position in Amaya Inc.

For information on the Portfolio's longer-term performance and composition, please refer to the Past Performance section and Summary of Investment Portfolio section of this report.

Recent Developments

In the coming period, the sub-advisor believes that Canadian economic performance will be split between regions that will benefit from exposure to U.S. end markets, such as Ontario, and regions that will be faced with greater challenges as a result of exposure to lower commodity prices, such as Alberta and British Columbia. Given that the Portfolio's most attractive growth prospects have been in companies focused on more robust areas of the Canadian and U.S. economies, this may position the Portfolio well in the coming months. With the recent strength in the market for new initial public offerings and new share issuance showing increased strength, the sub-advisor believes that there will be increased growth opportunities available to invest in, given that small companies need access to capital.

Related Party Transactions

BMO Trust Company, an indirect, wholly-owned subsidiary of Bank of Montreal, is the trustee (the "trustee") and BPIC is the manager of the Portfolio. From time to time, BPIC may, on behalf of the Portfolio, enter into transactions or arrangements with or involving other members of BMO Financial Group, or certain other persons or companies that are related or connected to the Portfolio (each, a "related party" and collectively, the "related parties").

Sub-advisor

BPIC has hired BMO AM Inc., a related party, to provide investment advice and make investment decisions for the Portfolio's investment portfolio. BMO AM Inc. receives an investment advisory fee based on assets under management, which is paid monthly. BMO AM Inc. is paid by BPIC.

Buying and Selling Securities

Related-Party Underwritings

During the period, the Manager relied on an approval and standing instruction provided by the Portfolio's Independent Review Committee ("IRC") with respect to investments in a class of non-government debt securities and/or equity securities of an issuer during the period of distribution of those securities to the public and/or the 60-day period following the distribution period where BMO Nesbitt Burns Inc., an affiliate of the Manager, acted as an underwriter in the distribution (each, a "Related Party Transaction").

In accordance with the IRC's approval and standing instruction, in making a decision to cause the Portfolio to make a Related Party Transaction, the Manager and the sub-advisor of the Portfolio are required to comply with the Manager's written policies and procedures governing the Related Party Transaction and report periodically to the IRC, describing each instance that the Manager and the sub-advisor relied on the approval and standing instruction and their compliance or non-compliance with the governing policies and procedures. The governing policies and procedures are designed to ensure the Related Party Transaction (i) is made free from any influence by an entity related to the Manager or any associate or affiliate of the Manager and without taking into account any consideration relevant to the Manager or any associate or affiliate of the Manager, (ii) represents the business judgement of the Manager or sub-advisor, as the case may be, uninfluenced by considerations other than the best interests of the Portfolio, and (iii) achieves a fair and reasonable result for the Portfolio.

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Brokerage Commissions

The Portfolio pays standard brokerage commissions at market rates to BMO Nesbitt Burns Inc., an affiliate of the Manager, for executing a portion of its trades. The brokerage commissions charged to the Portfolio during the periods were as follows:

	Period ended June 30, 2015 (\$000s)	Period ended June 30, 2014 (\$000s)
Total Brokerage Commissions	272	402
Brokerage Commissions paid to BMO Nesbitt Burns Inc.	4	1

Wealth Management Fee

Units of the Portfolio are only available through the wealth management service offered by BMO Financial Group. The trustee, a related party, and the Manager receive an annual fee from each investor for the wealth management service offered by BMO Financial Group. A tiered schedule is applied to calculate the annual fee for this service. The fee schedule starts at 1.95% and declines to 0.20% (depending on the nature and size of the investor's investment portfolio), and is calculated as a percentage of the assets under management. The actual wealth management fee payable by each investor is set out in BPIC's *Investment Management Fee Schedule* that has been provided to the investor when the investor enters into an investment management agreement with the trustee and BPIC. The wealth management fee is paid directly by the investor to the trustee and the Manager. The trustee may compensate financial institutions and securities registrants within BMO Financial Group for client referrals to the wealth management service.

Unitholder Services

The Portfolio is provided with certain facilities and services by related parties. BMO AM Inc. is the registrar of the Portfolio. The trustee and BMO AM Inc. are paid by the Portfolio for fees relating to the custodial and administrative services they provide, respectively. Administrative services include fund accounting, record keeping and purchases/redemption order processing.

The fees charged to the Portfolio during the periods were as follows:

	Period ended June 30, 2015 (\$000s)	Period ended June 30, 2014 (\$000s)
Unitholder Services	68	71

Management Fee

There is no management fee charged to the Portfolio. The trustee and the Manager receive an annual wealth management fee from investors for the wealth management service offered by BMO Financial Group.

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Financial Highlights

The following tables show selected key financial information about the Portfolio and are intended to help you understand the Portfolio's financial performance for the periods indicated.

The Portfolio's Net Assets Per Unit ⁽¹⁾	Six months ended June 30, 2015	Years ended December 31				
		2014	2013	2012	2011	2010
Net assets, beginning of period	\$ 69.12	63.71	45.85	40.96	49.58	35.96
Increase (decrease) from operations:						
Total revenue	\$ 0.39	0.79	0.65	0.60	0.66	0.32
Total expenses ⁽²⁾	\$ (0.09)	(0.27)	(0.27)	(0.25)	(0.30)	(0.31)
Realized gains (losses) for the period	\$ 2.55	11.31	4.32	1.07	2.56	6.83
Unrealized gains (losses) for the period	\$ 2.82	(2.60)	13.63	3.64	(11.22)	7.48
Total increase (decrease) from operations ⁽³⁾	\$ 5.67	9.23	18.33	5.06	(8.30)	14.32
Distributions:						
From income (excluding dividends)	\$ —	—	—	0.00	—	0.01
From dividends	\$ —	0.72	0.50	0.56	0.79	0.11
From capital gains	\$ —	3.00	—	—	—	—
Return of capital	\$ —	—	0.00	0.01	0.00	—
Total Annual Distributions ⁽⁴⁾	\$ —	3.72	0.50	0.57	0.79	0.12
Net assets, end of period	\$ 74.81	69.12	63.71	45.60	40.96	49.58

⁽¹⁾ This information is derived from the Portfolio's unaudited semi-annual and audited annual financial statements. The financial information presented for the periods ended June 30, 2015, December 31, 2014 and December 31, 2013 is derived from the financial statements determined in accordance with IFRS. Information for years prior to January 1, 2013 is derived from prior period financial statements prepared in accordance with Canadian GAAP. An explanation of these differences can be found in the notes to the financial statements.

⁽²⁾ Includes commissions and portfolio transaction costs. Prior to 2013, withholding taxes were not included in expenses as they were included in revenue.

⁽³⁾ Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase/decrease from operations is based on the weighted average number of units outstanding over the financial period. This table is not intended to be a reconciliation of beginning to ending net assets per unit.

⁽⁴⁾ Distributions were paid in cash or reinvested in additional units of the Portfolio, or both.

Ratios and Supplemental Data	Six months ended June 30, 2015	Years ended December 31				
		2014	2013	2012	2011	2010
Total net asset value (000s) ⁽¹⁾	\$ 322,359	292,662	246,791	158,987	171,224	238,987
Number of units outstanding (000s) ⁽¹⁾	4,309	4,234	3,874	3,468	4,161	4,803
Management expense ratio ⁽²⁾	% 0.08	0.09	0.13	0.16	0.16	0.10
Management expense ratio before waivers or management absorptions	% 0.24	0.21	0.26	0.20	0.16	0.10
Trading expense ratio ⁽³⁾	% 0.18	0.28	0.37	0.41	0.50	0.67
Portfolio turnover rate ⁽⁴⁾	% 20.52	57.26	68.19	59.35	77.27	83.84
Net asset value per unit	\$ 74.81	69.12	63.71	45.85	41.15	49.75

⁽¹⁾ This information is provided as at June 30 or December 31 of the period shown, as applicable.

⁽²⁾ Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average net asset value during the period.

⁽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 period.

⁽⁴⁾ The portfolio turnover rate indicates how actively the Portfolio's sub-advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Portfolio buying and selling all of the securities in its portfolio once in the course of the year. The higher a portfolio turnover rate in a year, the greater the trading costs payable by the Portfolio 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 portfolio.

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Past Performance

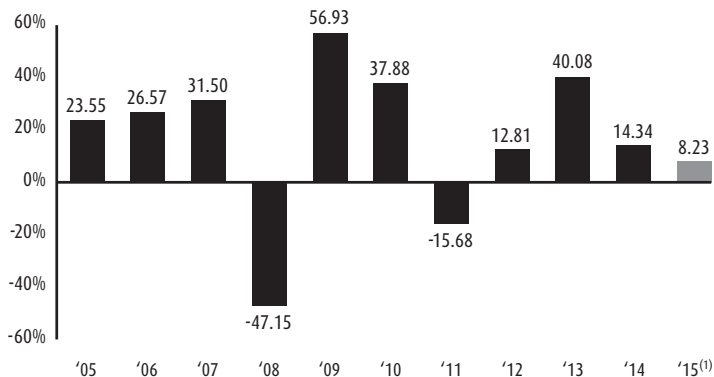
General

The Portfolio's performance information assumes that all distributions made by the Portfolio in the periods shown were reinvested in additional units of the Portfolio and is based on the net asset value of the Portfolio.

The performance information does not take into account sales, redemption, distribution or other optional charges that, if applicable, would have reduced returns or performance. Please remember, how the Portfolio has performed in the past does not necessarily indicate how it will perform in the future.

Year-by-Year Returns

The following bar chart shows the performance for each of the financial years and for the six-month period ended June 30, 2015 shown and illustrates how the performance has changed from year to year. The bar chart shows in percentage terms how an investment made on the first day of each financial year would have increased or decreased by the last day of each financial year.



⁽¹⁾ For the six-month period ended June 30, 2015.

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Summary of Investment Portfolio

as at June 30, 2015

Portfolio Allocation	% of Net Asset Value	Top 25 Holdings	% of Net Asset Value
Financials	24.6	Issuer	
Consumer Discretionary	19.1	Element Financial Corporation	4.0
Information Technology	18.0	Tricon Capital Group Inc.	3.9
Industrials	14.2	Parkland Fuel Corporation	3.6
Energy	13.3	Boyd Group Income Fund	3.6
Materials	3.8	Descartes Systems Group Inc.	3.4
Health Care	3.6	AirBoss of America Corp.	3.2
Money Market Investments	1.3	ATS Automation Tooling Systems Inc.	3.2
Cash/Receivables/Payables	1.1	Altus Group Limited	3.2
Consumer Staples	1.0	Callidus Capital Corporation	3.2
Total portfolio allocation	100.0	Badger Daylighting Ltd.	3.1
		Interfor Corporation	2.8
		Alaris Royalty Corporation	2.7
		MacDonald, Dettwiler and Associates Ltd.	2.7
		Storm Resources Ltd.	2.6
		Kinaxis Inc.	2.5
		Performance Sports Group Ltd.	2.1
		Amaya Inc.	2.1
		Stantec Inc.	2.0
		Solium Capital Inc.	2.0
		Redknee Solutions Inc.	1.9
		Cara Operations Limited	1.9
		Intertain Group Limited, The,	1.9
		AutoCanada Inc.	1.7
		DHX Media Ltd.	1.7
		Knight Therapeutics Inc.	1.6
		Top holdings as a percentage of total net asset value	66.6
		Total Net Asset Value	\$322,359,272

The summary of investment portfolio may change due to the Portfolio's ongoing portfolio transactions. Updates are available quarterly.

Manager

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This document may contain forward-looking statements relating to anticipated future events, results, circumstances, performance or expectations that are not historical facts but instead represent our beliefs regarding future events. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions and other forward-looking statements will not prove to be accurate. We caution readers of this document not to place undue reliance on our forward-looking statements as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed or implied in the forward-looking statements. Actual results may differ materially from management expectations as projected in such forward-looking statements for a variety of reasons, including but not limited to market and general economic conditions, interest rates, regulatory and statutory developments, the effects of competition in the geographic and business areas in which the Portfolio may invest and the risks detailed from time to time in the simplified prospectus of the BMO Private Portfolios. We caution that the foregoing list of factors is not exhaustive and that when relying on forward-looking statements to make decisions with respect to investing in the Portfolio, investors and others should carefully consider these factors, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. Due to the potential impact of these factors, BMO Private Investment Counsel Inc. does not undertake, and specifically disclaims, any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, unless required by applicable law.

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