Semi-Annual Financial Statements

BMO Harris Private Portfolios

June 30, 2014

BMO Harris International Equity Portfolio

NOTICE OF NO AUDITOR REVIEW OF THE SEMI-ANNUAL FINANCIAL STATEMENTS

BMO Harris Investment Management Inc., the Manager of the Portfolios, appoints independent auditors to audit the Portfolio's Annual Financial Statements. Under Canadian securities laws (National Instrument 81-106), if an auditor has not reviewed the Semi-Annual Financial Statements, this must be disclosed in an accompanying notice.

The Portfolio's independent auditors have not performed a review of these Semi-Annual Financial Statements in accordance with standards established by the Canadian Institute of Chartered Accountants.



(unaudited)

STATEMENT OF FINANCIAL POSITION

(All amounts in thousands of Canadian dollars, except per unit data)

	June 30	December 31	January 1
As at	2014	2013	2013
Assets			
Current Assets			
Cash	71,870	51,126	26,162
Investments			
Non-derivative financial assets	1,076,073	932,533	527,636
Derivative assets	-	261	_
Receivable for investments sold	1,251	563	511
Subscriptions receivable	1,585	2,207	411
Interest receivable	—	-	4
Dividends receivable	1,808	571	465
Total assets	1,152,587	987,261	555,189
Liabilities			
Current Liabilities			
Payable for investments purchased	5,123	497	678
Redemptions payable	430	375	175
Derivative liabilities	295	-	311
Distributions payable	_	0	_
Accrued expenses	1,934	1,643	607
Total liabilities	7,782	2,515	1,771
Net assets attributable to holders of redeemable			
units	1,144,805	984,746	553,418
Net assets attributable to holders of redeemable units per unit	\$ 11.38	\$ 10.98	\$ 8.77

(unaudited)

STATEMENT OF COMPREHENSIVE INCOME

(All amounts in thousands of Canadian dollars, except per unit data)

For the periods ended	June 30 2014	June 30 2013
Income		
Interest income	158	11
Dividend income	21,448	11,961
Other changes in fair value of investments and derivatives		
Net realized gain	28,891	22,459
Change in unrealized (depreciation) appreciation	(6,370)	26,474
Net gain in fair value of investments and derivatives	44,127	60,905
Foreign exchange loss on cash	(12)	(14)
Total other loss	(12)	(14)
Total income	44,115	60,891
Expenses		
Sub-advisory fees	2,734	1,483
Audit fees	10	10
Independent review committee fees	4	1
Withholding taxes	3,384	1,803
Custodian fees	223	141
Legal and filing fees	36	25
Unitholder servicing fees	221	215
Printing and stationery fees	7	10
Commissions and other portfolio transaction costs (note 6)	1,032	625
Operating expenses absorbed by the Manager	(887)	(447)
Total expenses	6,764	3,866
Increase in net assets attributable to holders of redeemable units	37,351	57,025
Increase in net assets attributable to holders of redeemable units per unit (note 3)	0.39	0.87

(unaudited)

STATEMENT OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS

(All amounts in thousands of Canadian dollars)

For the periods ended	June 30 2014	June 30 2013	
Net assets attributable to holders of redeemable units at beginning of period	984,746	553,418	
Increase in net assets attributable to holders of redeemable units	37,351	57,025	
Redeemable unit transactions			
Proceeds from redeemable units issued	181,612	131,316	
Redemption of redeemable units	(58,904)	(77,786)	
Net increase from redeemable unit transactions	122,708	53,530	
Net increase in net assets attributable to holders of redeemable units	160,059	110,555	
Net assets attributable to holders of redeemable units at end of period	1,144,805	663,973	

(unaudited)

STATEMENT OF CASH FLOWS

(All amounts in thousands of Canadian dollars)

For the periods ended	June 30 2014	June 30 2013
Cash flows from operating activities		
Increase in net assets attributable to holders of redeemable units	37,351	57,025
Adjustments for:		
Foreign exchange loss on cash	12	14
Net realized gain on sale of investments and derivatives	(28,891)	(22,459)
Change in unrealized depreciation (appreciation) of investments and		
derivatives	6,370	(26,474)
Increase in receivable for investments sold	(688)	(324)
Decrease in interest receivable	—	4
Increase in dividends receivable	(1,237)	(649)
Increase (decrease) in payable for investments purchased	4,626	(183)
Increase in accrued expenses	292	1,014
Return of capital distributions received	989	452
Dividend reinvestments	(194)	(105)
Purchases of investments	(332,223)	(192,735)
Proceeds from sale and maturity of investments	212,721	156,055
Net derivative settlements	(1,757)	(851)
Net cash from operating activities	(102,629)	(29,216)
Cash flows used in financing activities		
Proceeds from issuances of redeemable units	182,234	129,659
Amounts paid on redemption of redeemable units	(58,849)	(77,439)
Net cash used in financing activities	123,385	52,220
Foreign exchange loss on cash	(12)	(14)
Net increase in cash	20,756	23,004
Cash at beginning of period	51,126	26,162
Cash at end of period	71,870	49,152
•		.,
Supplementary Information		
Interest received, net of withholding taxes*	158	15
Dividends received, net of withholding taxes*	16,827	9,509
*These items are from operating activities		

(unaudited)

SCHEDULE OF INVESTMENT PORTFOLIO

As at June 30, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

	Number of	Cost+*	Fair Value
Security	Shares or Units	(\$)	(\$)
EQUITIES			
Australia — 5.2%			
BC Iron Limited	1,001,370	4,984	3,230
Brambles Industries Limited	791,604	5,838	7,325
Computershare Limited	542,971	5,047	6,823
Insurance Australia Group Limited	1,271,500	7,377	7,476
Newcrest Mining Limited	317,170	3,816	3,424
QBE Insurance Group Limited	361,859	5,187	3,960
Rio Tinto Limited, Australian Stock Exchange	53,254	3,331	3,181
Telstra Corporation Limited	1,001,564	3,959	5,253
Westpac Banking Corporation	217,250	6,497	7,412
Woodside Petroleum Ltd.	152,196	5,603	6,293
Woolworths Limited	153,925	4,444	5,454
		56,083	59,831
Belgium — 2.3%			
Anheuser-Busch InBev NV/SA	125,770	14,595	15,426
Arseus NV	35,094	1,877	2,141
Belgacom SA	105,715	3,379	3,740
Colruyt SA	91,343	4,694 24,545	4,949
Brazil — 0.1%		24,545	26,256
Embraer Empresa Brasileira de Aeronutica S.A., ADR	42,722	1,418	1,661
China — 1.8%	05.000	0.004	5 4 5 0
Baidu, Inc., ADR	25,982	3,221	5,178
CNOOC Limited	3,744,400	6,683	7,171
Industrial and Commercial Bank of China, H Shares	6,647,730	4,812	4,488
Tencent Holdings Limited	237,098	3,841	3,869
Denmark — 2.6%		18,557	20,706
Jyske Bank A/S	117,265	6,104	7,103
Novo Nordisk A/S, Class B	194,445	5,113	9,578
Pandora A/S	103,020	3,640	8,435
Vestas Wind Systems A/S	87,700	4,818	4,726
v		19,675	29,842
Finland — 1.0%			
KONE Oyj, B Shares	163,229	6,404	7,272
Orion Oyj, B Shares	103,070	3,781	4,097
		10,185	11,369
France — 9.2%			
Accor SA	78,297	4,324	4,342
Altran Technologies SA	250,930	3,016	2,859
Compagnie Generale des Etablissements Michelin, Class B	38,567	3,513	4,923
Euler Hermes S.A.	$25,\!140$	3,196	3,221
L'Air Liquide S.A.	79,820	8,696	11,499
Legrand S.A.	70,693	2,910	4,611

(unaudited)

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd) As at June 30, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security LVMH Moet Hennessy Louis Vuitton S.A. Orpea S.A. Publicis Groupe SA Rubis Safran SA Sanofi Technicolor SA Total S.A. Valeo SA Germany — 6.7%	Shares or Units 44,594 67,760 83,419 36,056 109,430 56,739 331,295 323,847 56,480	(\$) 6,948 5,036 5,294 2,270 5,201 5,036 2,789 20,773 5,029 84,031	(\$) 9,166 5,068 7,556 2,456 7,641 6,440 2,863 24,966 8,082 105,693
Orpea S.A. Publicis Groupe SA Rubis Safran SA Sanofi Technicolor SA Total S.A. Valeo SA	67,760 83,419 36,056 109,430 56,739 331,295 323,847 56,480 86,149	5,036 $5,294$ $2,270$ $5,201$ $5,036$ $2,789$ $20,773$ $5,029$ $84,031$	$5,068 \\ 7,556 \\ 2,456 \\ 7,641 \\ 6,440 \\ 2,863 \\ 24,966 \\ 8,082$
Publicis Groupe SA Rubis Safran SA Sanofi Technicolor SA Total S.A. Valeo SA	83,419 36,056 109,430 56,739 331,295 323,847 56,480 86,149	$5,294 \\ 2,270 \\ 5,201 \\ 5,036 \\ 2,789 \\ 20,773 \\ 5,029 \\ 84,031$	$7,556 \\ 2,456 \\ 7,641 \\ 6,440 \\ 2,863 \\ 24,966 \\ 8,082$
Rubis Safran SA Sanofi Technicolor SA Total S.A. Valeo SA	36,056 109,430 56,739 331,295 323,847 56,480 86,149	$2,270 \\ 5,201 \\ 5,036 \\ 2,789 \\ 20,773 \\ 5,029 \\ 84,031$	$2,456 \\ 7,641 \\ 6,440 \\ 2,863 \\ 24,966 \\ 8,082$
Safran SA Sanofi Technicolor SA Total S.A. Valeo SA	109,430 56,739 331,295 323,847 56,480 86,149	$5,201 \\ 5,036 \\ 2,789 \\ 20,773 \\ 5,029 \\ 84,031$	$7,641 \\ 6,440 \\ 2,863 \\ 24,966 \\ 8,082$
Sanofi Technicolor SA Total S.A. Valeo SA	56,739 331,295 323,847 56,480 86,149	5,036 2,789 20,773 5,029 84,031	6,440 2,863 24,966 8,082
Гесhnicolor SA Total S.A. Valeo SA	331,295 323,847 56,480 86,149	2,789 20,773 5,029 84,031	2,863 24,966 8,082
Гotal S.A. Valeo SA	323,847 56,480 86,149	20,773 5,029 84,031	24,966 8,082
Valeo SA	56,480 86,149	5,029 84,031	8,082
	86,149	84,031	
Germany -6.7%		-	105,693
f-ermany <u>6</u> 7%			
•			0.044
adidas AG		7,593	9,311
BASF SE	30,940	2,882	3,843
Brenntag AG	14,365	2,256	2,738
Deutsche Bank AG	91,941	4,031	3,452
Deutsche Post AG	308,602	9,236	11,909
Drillisch AG	55,310	1,763	2,352
freenet AG	56,610	1,762	1,922
Fresenius Medical Care AG & Co. KGaA	82,971	5,534	5,958
Fuchs Petrolub SE, Preference	69,580	1,997	3,358
GEA Group Aktiengesellschaft	60,656	3,027	3,066
Henkel AG & Co. KGaA	29,297	$2,\!495$	3,616
ProSiebenSat.1 Media AG	102,010	4,487	4,850
SAP SE	105,206	6,886	8,671
Symrise AG	52,683	1,818	3,062
United Internet AG	67,370	2,955	3,167
Wincor Nixdorf AG	98,310	6,332	5,984
		65,054	77,259
Hong Kong — 4.7%	a 400 - 0-	10.000	40.00-
AIA Group Limited	2,489,525	10,092	13,367
ASM Pacific Technology Limited	433,100	4,711	5,051
China Mobile Limited	1,273,640	13,991	13,194
Hong Kong Exchanges & Clearing Ltd.	251,271	4,598	5,005
HSBC Holdings PLC	249,005	2,514	2,696
Man Wah Holdings Limited	2,076,000	2,521	3,540
Power Assets Holdings Limited	$625,\!500$	4,768	5,839
VTech Holdings Limited	347,900	3,866	4,934
reland — 0.8%		47,061	53,626
Accenture PLC, Class A	70,077	5,095	6,045
CRH Plc	119,886	2,659	3,294
	,	7,754	9,339
Israel — 0.5%			
Bezeq The Israel Telecommunication Corp., Ltd.	860,648	1,317	1,720
Геva Pharmaceutical Industries Ltd.	67,830	3,250	3,797
		4,567	5,517

(unaudited)

As at June 30, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security Italy — 1.7% Azimut Holdings SpA Gtech S.p.A. Intesa Sanpaolo S.p.A. UnipolSai S.p.A. Japan — 14.2% Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Makita Corporation Makita Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	Shares or Units 181,210	(\$)	(\$)
Azimut Holdings SpA Gtech S.p.A. Intesa Sanpaolo S.p.A. UnipolSai S.p.A. Japan — 14.2% Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Makita Corporation Makita Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	181,210		
Gtech S.p.A. Intesa Sanpaolo S.p.A. UnipolSai S.p.A. Japan — 14.2% Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	181,210		
Intesa Sanpaolo S.p.A. UnipolSai S.p.A. Japan — 14.2% Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.		3,136	4,984
UnipolSai S.p.A. Japan — 14.2% Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Makita Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	141,999	3,904	3,703
Japan — 14.2% Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Makita Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	1,420,623	3,620	4,673
Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	1,827,650	4,237	6,272
Dowa Mining Company Ltd. FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.		14,897	19,632
FANUC Corporation Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	494 000	4 004	4 004
Haseko Corporation ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	484,000	4,884	4,884
ITOCHU Corporation Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	29,392	4,181	5,420
Japan Airlines Co., Ltd. Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	818,700	5,757	7,044
Japan Tobacco Inc. KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	393,300	4,642	5,399 7,879
KDDI Corp. KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	133,300	6,990 4 721	7,872
KOSE Corporation Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	130,061	4,731	5,068
Kubota Corporation Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	173,300	8,284	11,303
Makita Corporation Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	88,000	2,505	3,593
Marubeni Corp. Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	471,055 68,700	7,064	7,141
Minebea Company Ltd. Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	,	2,890	4,528
Mitsubishi Electric Corporation Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	481,000	3,730	3,760 5,072
Mitsubishi Estate Company Ltd. Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	497,000	5,919	5,972
Mitsubishi UFJ Financial Group, Inc. Mizuho Financial Group, Inc.	458,000	4,259	6,046 4 752
Mizuho Financial Group, Inc.	180,030	5,178	4,753
	861,859	5,211	5,649
Nihon Kohdon Componition	2,705,800	5,991	5,935 5,574
Nihon Kohden Corporation	104,200	4,404	5,574
Oriental Land Co., Ltd.	19,500	2,598	3,567
Pigeon Corporation	83,100	4,260	4,680
Softbank Corp.	55,833	3,091	4,433
Sumitomo Mitsui Financial Group, Inc.	157,500	$6,945 \\ 6,409$	7,058
Sumitomo Mitsui Trust Holdings, Inc.	$1,235,367 \\ 432,200$,	6,037
Sumitomo Rubber Industries, Ltd.		5,518	6,669
Toyota Motor Corporation	333,213	$17,568 \\ 4,774$	21,389
Toyota Tsusho Corporation Zenkoku Hosho Co. Ltd.	$205,100 \\ 67,100$	1,707	$6,306 \\ 1,952$
	07,100	139,490	162,032
Macau — 0.5%		,	,
Sands China Ltd.	720,058	6,022	5,804
Malausia 1 60/			
Malaysia — 1.6%	0 040 500	0.000	
Axiata Group Berhad	3,213,500	6,668	7,445
Lafarge Malaysia Berhad Magnum Barbad	584,860	1,412	1,914
Magnum Berhad Malayan Banking Bankad	1,667,200	1,663	1,690
Malayan Banking Berhad	2,283,588	6,817 16,560	7,461
Netherlands — 4.3%		10,300	18,510
ASML Holding N.V.	55,257	4,308	5,487
ING Groep N.V.	00,407		
Koninklijke (Royal) Philips Electronics N.V.	511,026	6,518	7,651

(unaudited)

As at June 30, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

	Number of	Cost+*	Fair Value
Security	Shares or Units	(\$)	(\$)
Koninklijke Vopak NV	103,891	6,047	5,416
Reed Elsevier NV	246,008	3,835	6,018
Royal Dutch Shell PLC, A Shares, London Exchange	277,620	12,228	12,256
Royal Dutch Shell plc, Class B	126,908	4,299	5,889
Unilever N.V.	101,260	3,976	4,726
Nomen 1 69/		43,207	49,357
Norway — 1.6% DnB ASA	304,260	4,390	5,931
Statoil ASA	138,350	4,633	4,554
Telenor ASA	150,706	2,679	3,659
Yara International ASA	78,450	3,961	4,197
		15,663	18,341
Philippines — 0.4%			
Alliance Global Group, Inc.	6,821,000	2,817	4,851
Singapore 1.00/			
Singapore — 1.8% ComfortDelGro Corporation Limited	2,453,000	3,251	5,238
Ezion Holdings Limited	1,352,000	2,105	2,404
Sembcorp Industries Ltd	727,000	3,168	3,333
Singapore Technologies Engineering Ltd.	769,000	2,352	2,497
United Overseas Bank Limited	238,400	3,793	4,597
Venture Corporation Limited	440,000	2,758	2,915
x		17,427	20,984
Spain — 2.0%			
Amadeus IT Holding S.A., Class A	239,489	7,491	10,528
Banco Bilbao Vizcaya Argentaria, S.A.	444,730	5,486	6,041
Bolsas y Mercados Espanoles	123,820	5,711	6,310
		18,688	22,879
Sweden — 3.9%	o -		
Assa Abloy AB, B Shares	95,144	3,589	5,160
Atlas Copco AB, A Shares	156,187	3,919	4,811
Billerud Aktiebolag	306,810	4,745	4,751
H & M Hennes & Mauritz AB, B Shares	118,063	4,147	5,501
NCC AB, B Shares	196,460	5,901 5,100	7,214
Skanska AB, B Shares Svanska Collulosa AB (SCA), Class B	248,410 176,131	5,166 5,383	6,045 4,804
Svenska Cellulosa AB (SCA), Class B Swedbank AB	204,210	$5,383 \\ 4,082$	4,894 5,775
	204,210	36,932	
Switzerland — 9.2%		50,952	44,151
Adecco S.A.	54,430	4,921	4,776
Aryzta AG	48,110	4,919	4,859
Givaudan SA	1,312	1,160	2,335
Holcim Ltd.	26,332	2,592	2,470
Julius Baer Group Ltd.	92,131	3,321	4,054
Nestle S.A.	266,790	17,159	22,057
Novartis AG	210,824	13,941	20,378
Panalpina Welttransport Holding AG	17,065	1,790	2,883

(unaudited)

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd) As at June 30, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Courity	Number of Shares or Units	Cost+*	Fair Value
Security		(\$)	(\$
Roche Holding AG	61,810	13,523	19,681
Schindler Holding Ltd.	14,069	1,757	2,281
Swiss Re AG	60,370	3,478	5,733
Syngenta AG	5,427	1,919	2,164
UBS AG	345,930	7,864	6,763
Zurich Financial Services AG	15,599	3,413	5,018
Taiwan — 1.6%		81,757	105,452
Advantech Co., Ltd.	398,300	1,062	3,632
Chunghwa Telecom Co., Ltd.	1,140,165	3,503	3,920
MediaTek Inc.	215,669	2,275	3,897
Taiwan Semiconductor Manufacturing Company Limited, ADR	280,359	5,619	6,399
Turwan benneonauctor mananacturing bennpany Linntea, Abra	200,000	12,459	17,848
United Kingdom — 15.3%		12,100	17,010
Ashtead Group Public Limited Company	304,290	2,476	4,856
Aviva plc	519,282	4,898	4,856
Berkeley Group Holdings PLC, The,	88,340	3,267	3,917
BP p.l.c.	528,601	4,440	4,967
British American Tobacco p.l.c.	73,203	3,230	4,648
British Sky Broadcasting Group plc	235,939	2,536	3,891
BT Group plc	562,884	3,954	3,951
Burberry Group PLC	153,380	3,395	4,150
Carnival PLC	124,593	5,163	5,016
Compass Group PLC	298,300	4,317	5,557
Ensco plc, Class A	56,798	3,242	3,368
Experian plc	358,173	6,942	6,455
GlaxoSmithKline plc	197,174	5,142	5,622
Hays plc	1,036,150	2,227	2,760
Interserve Plc	390,540	3,363	4,273
ITV plc	1,378,860	3,192	4,482
Kentz Corporation Limited	210,890	2,813	3,574
Kingfisher plc	1,173,853	5,086	7,687
Legal & General Group Plc	1,342,863	3,065	5,528
National Grid plc	304,041	3,523	4,661
Pace PLC	345,520	2,954	2,251
Pearson plc	180,432	3,169	3,799
Persimmon PLC	219,210	3,470	5,086
Persimmon PLC, C Shares**	216,830	_	277
Prudential plc	306,870	4,815	7,510
Reckitt Benckiser Group plc	98,012	6,511	9,121
Rio Tinto plc, London Stock Exchange	68,924	3,851	3,968
Rolls-Royce Holdings PLC	46,185	670	900
Rolls-Royce Holdings Plc, C Shares**	26,451,466	_	48
Royal Dutch Shell PLC, Class A, Euronext Amsterdam Exchange	179,449	6,128	7,923
SABMiller plc	94,295	3,719	5,830
Shire plc	77,700	3,454	6,501
SSE plc	167,496	3,893	4,790
Standard Chartered PLC	193,885	4,578	4,228

(unaudited)

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)

As at June 30, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

	/		
Security	Number of Shares or Units	Cost+* (\$)	Fair Value (\$)
Tesco PLC	745,667	4,638	3,865
United Utilities Group Plc	307,102	3,668	4,943
Victrex PLC	53,720	1,845	1,668
Vodafone Group Public Limited Company	1,116,771	4,500	3,983
WPP plc	134,803	2,490	3,132
		140,624	174,042
United States — 1.0%			
Liberty Global plc, Class C	118,443	2,880	5,347
Schlumberger Limited	45,639	3,661	5,744
		6,541	11,091
Total Investment Portfolio — 94.0%		892,014	1,076,073
Total Unrealized Loss on Forward Currency Contracts — (0.0)%			(295)
Other Assets Less Liabilities — 6.0%			69,027
NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS — 100.0%			1,144,805

+ Where applicable, distributions received from holdings as a return of capital are used to reduce the adjusted cost base of the securities in the portfolio

* For the purpose of the Statement of Investment Portfolio, cost includes commissions and other portfolio transaction cost (note 2). ** These securities have no quoted market value and are valued using valuation techniques (note 3).

UNREALIZED LOSS ON FORWARD CURRENCY CONTRACTS

As at June 30, 2014, the Portfolio had the following open positions:

Settlement Date	Currency Buy	Position (000s)	Currency Sell	Position (000s)	Contract Rates	Credit Counterparty Rating**	Unrealized Loss
16-Sep-14	CA\$	36,611	AUD	(36,817)	0.9944	State Street Corp. A-1	(295)
Total Unrealize	d Loss on For	ward Cur	rency Cor	itracts	·		(295)
**Credit rating pr	ovided by Stan	dard & Poo	or's.				

(unaudited)

NOTES TO FINANCIAL STATEMENTS

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

1.The Portfolio

BMO Harris International Equity Portfolio ("the Portfolio") is an open-ended mutual fund trust established by a Declaration of Trust under the laws of the Province of Ontario, most recently amended on September 18, 2007. BMO Harris Investment Management Inc. ("the Manger") is the Manager of the Portfolio. The address of the Portfolio's registered office is 1 First Canadian Place, 41st Floor, Toronto, Ontario.

The information provided in these interim financial statements is for the periods ended June 30, 2014 and June 30, 2013, except for the comparative information in the Statement of Financial Position and the related notes, which are as at December 31, 2013 and January 1, 2013.

These financial statements were authorized for issue by BMO Trust Company, the trustee, on August 12, 2014.

2.Basis of preparation and presentation

These interim financial statements have been prepared in accordance with International Accounting Standards ("IAS") IAS 34 Interim Financial Reporting. These are the Portfolio's first interim financial statements during the first year of reporting in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

As required by Canadian securities legislation and the Canadian Accounting Standards Board, the Portfolio has adopted this basis of accounting effective January 1, 2014. The Portfolio's financial statements were previously prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"), as previously defined and as described in the notes to the Portfolio's annual financial statements for the year ended December 31, 2013. Canadian GAAP, as previously defined, differs in some areas from IFRS. To comply with IFRS, the Portfolio has amended certain accounting policies, classification, measurement and disclosure previously applied in the Canadian GAAP financial statements.

As required under IFRS, the Portfolio has:

- provided comparative financial information including an opening Statement of Financial Position as at the transition date
- retroactively applied all IFRS, other than in respect of elections taken under IFRS 1; and
- applied all mandatory exceptions as applicable for the first-time adopters of IFRS.

The interim financial statements should be read in conjunction with the Portfolio's Canadian GAAP annual financial statements for the year-ended December 31, 2013.

Note 8(h) contains reconciliations and descriptions of the effects of the transition to IFRS on the Portfolio's reported financial position, financial performance and cash flows.

The policies applied in these interim financial statements are based on IFRS issued and outstanding as of August 12, 2014, the date the Manager approved the statements. Any subsequent changes to IFRS that are given effect in the Portfolio's annual financial statements for the period ending December 31, 2014 could result in a restatement of these interim financial statements, including the transition adjustments.

3.Summary of significant accounting policies Financial instruments

The Portfolio records financial instruments at fair value. Investment transactions are accounted for on the trade date. The Fund's investments are either designated as fair value through profit or loss ("FVTPL") at inception or classified as held for trading. The changes in the investment fair values and related transaction costs are recorded in the Portfolio's Statement of Comprehensive Income.

Financial assets or financial liabilities held for trading are those acquired or incurred principally for the purpose of selling or repurchasing in the near future, or on initial recognition, are part of a portfolio of identified financial instruments that the Portfolio manages together and that have a recent actual pattern of short-term profit taking. The Portfolio classifies all derivatives and short positions as held for trading. The Portfolio does not designate any derivatives as hedges in a hedging relationship.

The Portfolio designates all other investments as FVTPL, as they have reliably measurable fair values, are part of a group of financial assets or liabilities that are managed and have their performance evaluated on a fair value basis in accordance with the Fund's investment strategy.

The Portfolio's redeemable units contain multiple contractual obligations and consequently, do not meet the conditions to be classified as equity. As a result, the Fund's obligations for net assets attributable to holders of redeemable units are presented at the redemption amounts.

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

All other financial assets and liabilities are measured at amortized cost. Under this method, financial assets and liabilities reflect the amount required to be received or paid or discounted, when appropriate, at the contract's effective interest rate.

Cost of investments

The cost of investments represents the amount paid for each security and is determined on an average cost basis.

Fair value measurement

Investments are recorded at their fair value with the change between this amount and their average cost being recorded as change in unrealized appreciation (depreciation) in the Statement of Comprehensive Income.

For exchange traded securities, close prices are considered to be fair value if they fall within the bidask spread. In circumstances where the close 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.

Procedures are in place to fair value securities traded in countries outside of North America daily, to avoid stale prices and to take into account among, other things, any significant events occurring after the close of a foreign market.

For bonds, debentures, asset-backed securities and other debt, securities fair value is represented by bid prices provided by independent security pricing services. Short-term investments, if any, are amortized at cost which approximates fair value.

Exchange traded funds held as investments are valued at their respective Net Asset Value ("NAV") on each Valuation Date (the "Valuation Date" is each day on which the Toronto Stock Exchange is open for trading), as these values are the most readily and regularly available.

For securities where market quotes are not available, unreliable or not considered to reflect the current value, the Portfolio may determine another value which it considers to be fair and reasonable, or using a valuation technique that, to the extent possible, makes maximum use of inputs and assumptions based on observable market data, including volatility, comparable companies and other applicable rates or prices. These estimation techniques include discounted cash flows, internal models that utilize observable data, or comparisons with other securities that are substantially similar. In limited circumstances, the Fund uses internal models where the inputs are not based on observable market data.

Derivative instruments

Derivative instruments are financial contracts that derive their value from underlying changes in interest rates, foreign exchange rates, or other financial or commodity prices or indices.

Derivative instruments are either regulated exchangetraded contracts or negotiated over-the-counter contracts. The Portfolio may use these instruments for trading purposes, as well as to manage the Portfolio's risk exposures.

Derivatives are marked to fair value. Realized and unrealized gains and losses are recorded in the Statement of Comprehensive Income.

Forward currency contracts

A forward currency contract is an agreement between two parties (the Portfolio and the counterparty) to purchase or sell a currency against another currency at a set price on a future date. The Portfolio may enter into forward currency contracts for hedging purposes, which can include the economic hedging of all or a portion of the currency exposure of an investment or group of investments, either directly or indirectly. The Portfolio may also enter into these contracts for non-hedging purposes, which can include increasing the exposure to a foreign currency, or shifting the exposure to foreign currency fluctuations from one country to another. The value of forward currency contracts entered into by the Portfolio is recorded as the difference between the value of the contract on the Valuation Date and the value on the date the contract originated.

Income recognition

Dividend income and distributions from investment trust units are recognized on the ex-dividend and exdistribution date, respectively.

Interest income from interest bearing investments is recognized in the Statement of Comprehensive Income using the effective interest rate. Interest receivable shown in the Statement of Financial Position is accrued based on the interest bearing instruments' stated rates of interest.

Interest on inflation-indexed bonds is paid based on a principal value, which is adjusted for inflation.

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

The inflation adjustment of the principal value is recognized as part of interest income in the Statement of Comprehensive Income. If held to maturity, the Portfolio will receive, in addition to a coupon interest payment, a final payment equal to the sum of the par value and the inflation compensation accrued from the original issue date. Interest is accrued on each Valuation Date based on the inflation adjusted par value at that time and is included in "Interest income" in the Statement of Comprehensive Income.

Foreign currency translation

The fair value of investments and other assets and liabilities in foreign currencies are translated into the Portfolio's functional currency at the rates of exchange prevailing at the period-end date. Purchases and sales of investments, and income and expenses are translated at the rates of exchange prevailing on the respective dates of such transactions. Foreign exchange gains (losses) on completed transactions are included in "Realized gains (losses)" and unrealized foreign exchange gains (losses) are included in "Change in unrealized appreciation (depreciation)" in the Statement of Comprehensive Income. Foreign exchange gains and losses relating to cash are included as "Foreign exchange gain (loss) on cash".

Securities lending

A Portfolio may engage in securities lending pursuant to the terms of an agreement, which includes restrictions as set out in Canadian securities legislation. Collateral held is government Treasury Bills and qualified Notes.

Income from securities lending, where applicable, is included in the Statement of Comprehensive Income and is recognized when earned. The market value of the securities loaned and collateral held is determined daily. Aggregate values of securities held in trust as at June 30, 2014, and December 31, 2013 and January 1, 2013, where applicable, are disclosed in Note 8(e).

Short-term trading penalty

To discourage excessive trading, the Portfolio may, at the Manager's sole discretion, charge a short-term trading penalty. This penalty is paid directly to the Portfolio and is included in "Short-term penalty fees" in the Statement of Comprehensive Income.

Cash

Cash is comprised of cash and deposits with banks, which include banker acceptances and overnight demand deposits. Cash is recorded at amortized cost.

Other assets and other liabilities

Dividend receivable, interest receivable, distributions from investment trust units receivable, due from broker and subscriptions receivable, are initially measured at fair value and subsequently measured at amortized cost. Similarly, due to broker, redemptions payable and accrued expenses, are initially measured at amortized cost. Other assets and liabilities are short-term in nature, and are carried at cost or amortized cost, which approximates fair value.

Increase or decrease in net assets attributable to holders of redeemable units

"Increase (decrease) in net assets attributable to holders of redeemable units" in the Statement of Comprehensive Income represents, the increase (decrease) in net assets attributable to holders of redeemable units divided by the weighted average number of units outstanding during the period.

Taxation

The Portfolio qualifies as a mutual fund trust under the provisions of the Income Tax Act (Canada). Distributions of all net taxable income and sufficient amounts of net realized capital gains for each taxation year will be paid to unitholders so that the Portfolio will not be subject to income tax. As a result, the Portfolio has determined that it is in substance not taxable and therefore does not record income taxes in the Statement of Comprehensive Income and or recognize any deferred tax assets in the Statement of Financial Position.

The Portfolio may incur withholding taxes imposed by certain countries on investment income and capital gains. Such income and gains are recorded on a gross basis with the related withholding taxes shown as a separate expense in the Statement of Comprehensive Income.

Investments in subsidiaries, joint ventures and associates

Subsidiaries are entities over which the Portfolio has control through its exposure or rights to variable returns from its investment, and has the ability to affect those returns through its power over the entity. The Portfolio has determined that it is an investment entity and as such, it accounts for subsidiaries at fair value. Joint ventures are those where the Portfolio exercises joint control through an agreement with other shareholders. Associates are investments in which the Portfolio exerts significant influence over operating, investing, and financing decisions (such as companies in which the

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NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

Portfolio owns 20% - 50% of voting shares), all of which have been designated at FVTPL.

Accounting standards issued but not yet adopted

Below are accounting standards issued or amended but not yet effective and not yet adopted. The Manager does not expect the adoption of these standards or amendments to have a significant impact to the Portfolio's financial statements.

In July 2014, the IASB issued the most recent version of IFRS 9 Financial Instruments, which addresses classification and measurement, impairment and hedge accounting.

The new standard requires assets to be carried at amortised cost, fair value through profit and loss or fair value through

comprehensive income based on the entity's business model for managing financial assets and the contractual cash flow characteristics of the financial asset. The classification and measurement of liabilities remains generally unchanged with the exception of liabilities recorded at fair value through profit and loss. For these liabilities, fair value changes attributable to changes in the entity's own credit risk are to be presented in other comprehensive income unless they affect amounts recorded in income.

The new standard also addresses impairment of financial assets. It also introduced a new hedge accounting model that expands the scope of eligible hedged items and risks eligible for hedge accounting, and aligns hedge accounting more closely with risk management.

The new standard is effective for the Portfolio for its fiscal year beginning January 1, 2018. The Portfolio is evaluating the impact of this standard on its financial statements.

4. Critical accounting estimates and judgments

The most significant accounting estimates and judgments that the Portfolio has made in preparing the financial statements relate to the fair value measurement and classification of investments.

The Portfolio has established policies and control procedures that are intended to ensure these judgments are well controlled, independently reviewed, and consistently applied from period to period. The estimates of the value of the Portfolio's assets and liabilities are believed to be appropriate as at the reporting date. The Portfolio may hold financial instruments that are not quoted in active markets. Note 3 discusses the estimates used in determining fair value.

In classifying and measuring financial instruments held by the Portfolio, the Manager is required to make significant judgments about whether or not the business of the Portfolio is to invest on a total return basis for the purpose of applying the fair value options for financial assets.

5. Units and unit transactions

The redeemable units of the Portfolio are classified as liabilities.

The units have no par value and are entitled to distributions, if any. Upon redemption, a unit is entitled to a proportionate share of the Portfolio's NAV. The Portfolio is required to pay distributions in an amount not less than the amount necessary to ensure the Portfolio will not be liable for income taxes. The Portfolio has no restrictions or specific capital requirements on the subscriptions and redemptions of units except as disclosed in Note 8(a). The relevant movements in redeemable units are shown on the Statement of Changes in Net Assets Attributable to Holders of Redeemable Units. In accordance with its investment objectives and strategies, and the risk management practices outlined in Note 7, the Portfolio endeavours to invest the subscriptions received in appropriate investments, while maintaining sufficient liquidity to meet redemptions, with such liquidity being augmented by short-term borrowings or disposal of investments where necessary.

Redeemable units of the Portfolio are offered for sale on a continuous basis and may be purchased or redeemed on any Valuation Date at the NAV per unit of a particular series. The NAV per unit for the purposes of subscription or redemption is computed by dividing the NAV of the Portfolio (that is, the total fair value of the assets less the liabilities) by the total number of units of the Portfolio outstanding at such time.

6.Related party transactions

(a) Unitholder servicing, sub-advisory commissions and other portfolio transaction costs

The Portfolio is provided with certain facilities and services by affiliates of the Manager. Expenses incurred in the administration of the Portfolio were paid to BMO Trust Company ("the Trustee") and to BMO Asset Management Inc. ("the Registrar") and charged to the Portfolio. These expenses are included in "Unitholder

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NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

servicing fees" in the Statement of Comprehensive Income.

The sub-advisors (including affiliates of the Manager, where applicable) engaged by the Manager provide investment advice and make investment decisions for the Portfolio. For these services, the sub-advisors receive sub-advisory fees that are paid monthly by the Manager. These expenses are included in "Sub-advisory fees" in the Statement of Comprehensive Income. Any sub-advisory fees less than or equal to 0.15% of the net asset value of the Portfolio are absorbed by the Manager.

The Portfolio may execute trades with and or through BMO Nesbit Burns Inc., an affiliate of the Manager, based on established standard brokerage agreements, at market prices. These fees are included in "Commissions and other portfolio transaction costs" in the Statement of Comprehensive Income. Refer to Note 8(d) for related party fees charged to the Portfolio for the periods ended June 30, 2014 and June 30, 2013.

(b) Other related party transactions

From time to time, the Manager may on behalf of the Portfolio enter into transactions or arrangements with or involving subsidiaries or affiliates of Bank of Montreal group, or certain other persons or companies that are related or connected to the Manager of the Portfolio. These transactions or arrangements may include transactions or arrangements with or involving subsidiaries or affiliates of Bank of Montreal, BMO Trust Company, BMO Nesbitt Burns Inc., Harris Investment Management Inc., BMO Asset Management Inc., BMO Investments Inc., Pyrford International Ltd, Lloyd George Management Inc., F&C Asset Management plc, or other investment funds offered by BMO, and may involve the purchase or sale of portfolio securities through or from a subsidiary or affiliate of Bank of Montreal, the purchase or sale of securities issued or guaranteed by a subsidiary or affiliate of Bank of Montreal, entering into forward contracts with a subsidiary or affiliate of Bank of Montreal acting as counterparty, the purchase or redemption of units of other BMO Harris Private Portfolios or the provision of services to the Manager.

7.Financial instrument risk

The Portfolio's activities expose it to a variety of risks associated with the financial instruments, as follows: market risk (including currency risk, interest rate risk and other market risk), credit risk and liquidity risk. The concentration table groups securities by asset type, geographic location and/or market segment. The Portfolio's risk management practice outlines the monitoring of compliance to investment guidelines.

The Manager manages the potential effects of these financial risks on the Portfolio's performance by employing and overseeing professional and experienced portfolio managers that regularly monitor the Portfolio's positions, market events and diversify investment portfolios within the constraints of the investment guidelines.

(a) Currency risk

Currency risk is the risk that the value of financial instruments denominated in currencies, other than the functional currency of the Portfolio, will fluctuate due to changes in foreign exchange rates. Investments in foreign markets are exposed to currency risk as the prices denominated in foreign currencies are converted to the Portfolio's functional currency in determining fair value. The Portfolio may enter into forward currency contracts for hedging purposes to reduce foreign currency exposure or to establish exposure to foreign currencies. The Portfolio's exposure to currency risk, if any, is further disclosed in Note 8(e).

(b) Interest rate risk

Interest rate risk is the risk that the fair value of the Portfolio's interest-bearing investments will fluctuate due to changes in market interest rates. The Portfolio's exposure to interest rate risk is concentrated in its investment in debt securities (such as bonds, money market instruments, short-term investments and debentures) and interest rate derivative instruments, if any. Other assets and liabilities are short-term in nature and/or non-interest bearing. The Portfolio's exposure to interest rate risk, if any, is further discussed in Note 8(e).

(c) Other market risk

Other market risk is the risk that the fair value of a financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in a market or market segment. Other assets and liabilities are monetary items that are short-term in nature, and as such they are not subject to other market risk. The Portfolio's exposure to other market risk, if any, is further discussed in Note 8(e).

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

(d) Credit risk

Credit risk is the risk that a loss could arise from a security issuer or counterparty to a financial instrument not being able to meet its financial obligations. The fair value of debt securities includes consideration of the credit worthiness of the debt issuer. Credit risk exposure for over-the-counter derivative instruments is based on the Portfolio's unrealized gain of the contractual obligations with the counterparty as at the reporting date. The credit exposure of other assets is represented by its carrying amount. The Portfolio's exposure to credit risk, if any, is further discussed in Note 8(e).

The Portfolio may enter into securities lending transactions with approved counterparties. Credit risk associated with these transactions is considered minimal as all counterparties have a sufficient approved credit rating and the market value of collateral held by the Portfolio must be at least 102% of the fair value of securities loaned, as disclosed in Note 8(e).

(e) Liquidity risk

The Portfolio's exposure to liquidity risk is concentrated in the daily cash redemptions of units. The Portfolio primarily invests in securities that are traded in active markets and can be readily disposed. In addition, the Portfolio retains sufficient cash and cash equivalent positions to maintain liquidity. The Portfolio may, from time to time, enter into over-the-counter derivative contracts or invest in unlisted securities, which are not traded in an organized market and may be illiquid. The proportion of illiquid securities to the NAV of the Portfolio is monitored by the Manager to ensure it does not exceed the regulatory limit and does not significantly affect the liquidity required to meet the Portfolio's financial obligations. (unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

8. Portfolio specific information

(a) Portfolio information and change in units

The Portfolio's inception date was January 28, 1998.

The number of units that have been issued and are outstanding are disclosed in the table below.

For the periods ended	Jun. 30,	Jun. 30,
(in thousands of units)	2014	2013
Units issued and outstanding, beginning		
of period	89,703	63,099
Issued for cash	16,078	13,951
Redeemed during the period	(5,191)	(8,280)
Units issued and outstanding, end of		
period	100,590	68,770

(b) 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 for the periods ended June 30, 2014 and June 30, 2013 is calculated as follows:

	Jun. 30,	Jun. 30,
	2014	2013
Increase in net assets attributable to holders of redeemable units	37,351	57,025
Weighted average units outstanding during the period	95,888	65,496
Increase in net assets attributable to holders of redeemable units per unit	0.39	0.87

(c) Income taxes

As at the tax year-ended December 2013, the Portfolio had the following capital and non-capital losses for income tax purposes:

Total Capital Total Non-

Losses (\$)						
				2026 and		
		2014 (\$)	2015 (\$)	thereafter (\$)		
181,320	—	_	_	_		

(d) Related party transactions

Unitholder servicing

The related party fees charged for unitholder servicing fees are as follows:

	Jun. 30, 2014	Jun. 30, 2013
Unitholder servicing (\$)	149	147

Brokerage commissions and soft dollars

Brokerage commissions paid on securities transactions and amounts paid to related parties of the Manager for brokerage services provided to the Portfolio for the periods are as follows:

	Jun. 30, 2014	Jun. 30, 2013
Total brokerage amounts paid (\$)	643	438
Total brokerage amounts paid to related parties (\$)	_	_

The Manager may select brokers who charge a commission in "soft dollars" if they determine in good faith that the commission is reasonable in relation to the order execution and research services utilized. There were no ascertainable soft dollars paid or payable to dealers by the Portfolio during the periods.

(e) Financial instrument risk

The Portfolio's objective is to provide a long term capital appreciation by investing in a diversified portfolio of primarily equity securities of issuers throughout the world, other than in Canada and the United States.

No changes affecting the overall level of risk of investing in the Portfolio were made during the period.

Currency risk

The tables below summarize the Portfolio's exposure to currency risk. Amounts shown are based on the carrying value of monetary and non-monetary assets (including derivatives and the underlying principle (notional) amount of forward currency contracts, if any).

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

As at Jun. 30	0, 2014 Cash and other current receivables & payables	Invest- ments	Forward currency contracts	Net currency exposure	As a % of Net Assets	As at Dec. 3	1, 2013 Cash and other current receivables & payables
	(\$)	(\$)	(\$)	(\$)	(%)		(\$)
Australian Dollar	187	59,831	(36,906)	23,112	2.0	Australian Dollar	161
Chinese Yuan	269	-	-	269	0.0	Brazilian Real	_
Danish Krone	_	29,842	_	29,842	2.6	Danish Krone	_
Euro	539	305,520	-	306,059	26.7	Euro	208
Hong Kong Dollar	501	74,957	_	75,458	6.6	Hong Kong Dollar	59
Israel Shekel	—	5,517	-	5,517	0.5	Israel Shekel	_
Japanese Yen	938	162,032	-	162,970	14.2	Japanese Yen	(324)
Malaysian Ringgit	41	18,510	-	18,551	1.6	Malaysian Ringgit	27
Norwegian Krone	_	18,341	-	18,341	1.6	Mexican Peso	_
Philippine Peso	_	4,851	-	4,851	0.4	Norwegian Krone	_
Pound Sterling	453	180,893	-	181,346	15.8	Philippine Peso	_
Singapore Dollar	_	20,984	-	20,984	1.8	Pound Sterling	419
Swedish Krona	_	44,151	_	44,151	3.9	Singapore Dollar	_
Swiss Franc	(363)	105,452	-	105,089	9.2	South	
Taiwan Dollar	192	11,449	-	11,641	1.0	Korean Won	425
U.S. Dollar	2,037	33,743	-	35,780	3.1	Swedish	
Total	4,794	1,076,073	(36,906)	1,043,961	91.0	Krona	138
		. ,	/	. ,		Swiss Franc	_

All amounts in Canadian Dollars

 Krona
 138
 43,476

 Swiss Franc
 84,158

 Taiwan Dollar
 151
 9,215

 U.S. Dollar
 1,172
 35,596

 Total
 2,436
 932,522

Forward

currency

contracts

(\$)

(26,473)

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(26,473)

Invest-

ments

(\$)

48,624

1,462

27,567

265,657

64,000

4,031

151,474

15,060

1,568

9,690

3,695

144,022

19,163

4,064

Net

currency

exposure

(\$)

22,312

1,462

27,567

265,865

64,059

4,031

151,150

15,087

1,568

9,690

3,695

144,441

19,163

4,489

43,614

84,158

9,366

36,768

908,485

As a %

of Net

Assets

(%)

2.3

0.1

2.8

27.0

6.5

0.4

15.3

1.5

0.2

1.0

0.4

14.7

1.9

0.5

4.4

8.5

1.0

3.7

92.2

All amounts in Canadian Dollars

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NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

As at Jan. 1, 2013

	Cash and other current receivables & payables (\$)	Invest- ments (\$)	Forward currency contracts (\$)	Net currency exposure (\$)	As a % of Net Assets (%)
Australian Dollar	60	30,582	(16,656)	13,986	2.5
Brazilian Real	_	3,169	-	3,169	0.6
Danish Krone	_	4,890	-	4,890	0.9
Euro	41	145,172	-	145,213	26.2
Hong Kong Dollar	(17)	44,382	-	44,365	8.0
Indonesia Rupiah	_	1,508	_	1,508	0.3
Israel Sheke	—	2,626	-	2,626	0.5
Japanese Yen	31	59,771	-	59,802	10.8
Malaysian Ringgit	11	7,340	-	7,351	1.3
Mexican Peso	_	2,111	-	2,111	0.4
Norwegian Krone	_	6,742	-	6,742	1.2
Philippine Peso	_	2,619	-	2,619	0.5
Pound Sterling	551	92,716	-	93,267	16.9
Singapore Dollar	_	13,699	-	13,699	2.5
South Korean Won	56	5,654	_	5,710	1.0
Swedish Krona	244	18,584	_	18,828	3.4
Swiss Franc	8	49,438	-	49,446	8.9
Taiwan Dollar	1,611	5,771	_	7,382	1.3
Thai Baht	_	1,896	-	1,896	0.3
U.S. Dollar	286	28,964	-	29,250	5.3
Total	2,882	527,634	(16,656)	513,860	92.8

All amounts in Canadian Dollars

As at the periods ended June 30, 2014, December 31, 2013 and January 1, 2013, if the Canadian dollar had strengthened or weakened by 5% in relation to all foreign currencies, with all factors remaining constant, Net Assets could possibly have increased or decreased, respectively, by approximately \$52,198 (December 31, 2013 – \$45,424; January 1, 2013 – \$25,693). In practice,

actual results may differ from this sensitivity analysis and the difference could be material.

Interest rate risk

As at June 30, 2014, December 31, 2013 and January 1, 2013, the Portfolio did not have any significant exposure to interest rate risk.

Other market risk

The Portfolio has a significant exposure to other market risk arising from its investment in equity securities. The Portfolio's exposure to equity securities determine the extent to which the Portfolio reacts to the movements in the relevant Benchmark. Using historical correlation between the Portfolio's return and the return of its Benchmark, if the Benchmark, MSCI EAFE Index (CAD), had increased or decreased by 10%, with all other variables held constant, the Net Assets of the Portfolio would have increased or decreased, respectively, by \$81,749 (December 31, 2013 - \$70,956; January 1, 2013 - \$40,153). Historical correlation may not be representative of future correlation, and accordingly, actual results may differ and the difference could be material.

Credit risk

As at June 30, 2014, December 31, 2013 and January 1, 2013, the Portfolio did not have any significant exposure to credit risk.

Securities lending

There were no assets involved in securities lending transactions as at June 30, 2014, December 31, 2013 and January 1, 2013.

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

Concentration risk

The following is a summary of the Portfolio's concentration risk:

	Jun. 30, 2014	Dec. 31, 2013	Jan. 1, 2013
Equities			
Australia	5.2%	4.9%	5.3%
Austria	%	0.6%	%
Belgium	2.3%	1.8%	1.6%
Brazil	0.1%	0.6%	1.2%
China	1.8%	2.4%	2.9%
Denmark	2.6%	2.8%	0.9%
Finland	1.0%	0.6%	0.6%
France	9.2%	9.1%	7.9%
Germany	6.7%	7.7%	11.5%
, Hong Kong	4.7%	5.0%	5.9%
Indonesia		%	0.3%
Ireland	0.8%	0.8%	1.4%
Israel	0.5%	0.4%	1.4%
Italy	1.7%	2.7%	0.9%
Japan	14.2%	15.4%	10.8%
Macau	0.5%	0.1%	%
Malaysia	1.6%	1.5%	1.3%
Mexico		0.2%	0.4%
Netherlands	4.3%	2.3%	2.3%
New Zealand		0.0%	0.2%
Norway	1.6%	1.0%	1.2%
Peru		%	0.4%
Philippines	0.4%	0.4%	0.5%
Russia	%	0.4%	0.2%
Singapore	1.8%	1.9%	2.5%
South Korea		0.4%	1.0%
Spain	2.0%	1.2%	0.4%
Sweden	3.9%	4.4%	3.4%
Switzerland	9.2%	8.5%	8.9%
Taiwan	1.6%	1.2%	1.0%
Thailand	%	-%	0.3%
United Kingdom	15.3%	15.3%	17.9%
United States	1.0%	1.1%	0.8%
Other Assets Less			
Liabilities	6.0%	5.3%	4.7%
	100.0%	100.0%	100.0%

(f) Financial assets and financial liabilities

Categories of financial assets and financial liabilities The table below shows the categories of financial assets and financial liabilities.

	Jun. 30, 2014	Dec. 31, 2013	Jan. 1, 2013
Financial assets designated at FVTPL	1,076,073	932,533	527,636
Financial assets designated as held for trading	_	261	_
Loans and receivables	4,644	3,341	1,391
Financial liabilities designated as held for trading	295	_	311
Financial liabilities measured at amortized cost	7,487	2,515	1,460

Net gains and losses on financial assets and financial liabilities at fair value

	Jun. 30, 2014	Jun. 30, 2013
Net realized gains on financial assets at FVTPL		
at FVTPL Designated at FVTPL Net realized losses on financial liabilities at FVTPL Held for trading Total net realized gains on financial assets and financial liabilities at FVTPL Change in unrealized gains (losses) on financial assets at FVTPL Held for trading Designated at FVTPL	52,253	35,283
	52,253	35,283
Net realized losses on financial liabilities at FVTPL		
Held for trading	(1,756)	(852)
	(1,756)	(852)
	50,497	34,431
-	— (5,814)	2,205 24,269
	(5,814)	24,269
Change in unrealized losses on financial liabilities at FVTPL		
Held for trading	(556)	_
	(556)	_
Total change in unrealized gains (losses) on financial assets and		
financial liabilities at FVTPL	(6,370)	26,474

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

(g) Fair value hierarchy

The Portfolio classifies its financial instruments into three levels based on the inputs used to value the financial instruments. Level 1 securities are valued based on quoted prices in active markets for identical securities. Level 2 securities are valued based on significant observable market inputs, such as quoted prices from similar securities and quoted prices in inactive markets or based on observable inputs to models. Level 3 securities are valued based on significant unobservable inputs that reflect the Manager's determination of assumptions that market participants might reasonably use in valuing the securities. The tables below show the relevant disclosure.

As at Jun. 30, 2014				
Financial assets	Level 1	Level 2	Level 3	Total
Equity Securities	20,504	1,055,569	-	1,076,073
Financial liabilities				
Derivatives	_	(295)	-	(295)
As at Dec. 31, 2013				
Financial assets	Level 1	Level 2	Level 3	Total
Equity Securities	23,280	909,253	-	932,533
Derivatives	-	261	_	261
Total	23,280	909,514	_	932,794
As at Jan. 1, 2013				
Financial assets	Level 1	Level 2	Level 3	Total
Equity Securities	14,945	512,691	-	527,636

Derivatives

Financial liabilities

Transfers between levels

There were no transfers between levels during the periods.

(311)

(311)

(h) Transition to IFRS

The differences between the Portfolio's Canadian GAAP accounting policies and IFRS requirements resulted in measurement and classification differences on transition to IFRS. The net impact of these differences was recorded in opening Net Assets as of January 1, 2013.

The following information reflects the Portfolio's transition elections under IFRS 1, First-time Adoption of International Financial Reporting Standards ("IFRS 1"), the standard for first-time adoption and the significant

accounting changes resulting from our adoption of IFRS. The general principle under IFRS 1 is retroactive application, such that the Portfolio's Statement of Financial Position as at January 1, 2013 was restated as though the Portfolio has always applied IFRS with the net impact shown as an adjustment to opening Net Assets.

Transition elections

The fund had applied the voluntary exemption upon transition to designate financial assets or financial liabilities at FVTPL. All financial assets designated at FVTPL upon transition were previously recorded at fair value under Canadian GAAP as required by Accounting Guideline 18, Investment Companies.

Statement of cash flows

Under Canadian GAAP, the Portfolio was exempt from providing a Statement of Cash Flows. IAS 1, Presentation of Financial Statements ("IAS 1"), requires that a Statement of Cash Flows to be presented as part of a complete set of financial statements. As such, the Portfolio has presented a Statement of Cash Flows in the interim financial statements for the periods ended June 30, 2014 and June 30, 2013.

Classification of redeemable units issued by the Portfolio

Under Canadian GAAP, redeemable units of the Portfolio were presented as Net Assets. IAS 32, Financial Instruments: Disclosure and Presentation ("IAS 32"), however, requires an assessment to determine whether the units issued to unitholders are puttable instruments that qualify for equity classification. The Portfolio's units do not meet the criteria in IAS 32 for equity classification and therefore, have reclassified as financial liabilities on transition to IFRS and presented on the Statement of Financial Position as Net Assets.

Revaluation of investments at FVTPL

Canadian GAAP required the use of bid prices for long positions and ask prices for short positions in determining fair valuation of investments traded in an active market, rather than the use of close prices used for the purpose of determining NAV. IFRS 13, Fair Value Measurement ("IFRS 13"), requires that if an asset or a liability has a bid price and an ask price, then its fair value is to be based on a price within the bid-ask spread that is most representative of fair value. The standard also allows the use of mid-market pricing or other pricing conventions that are used by market participants as a practical expedient for fair

(unaudited)

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) June 30, 2014

value measurements within a bid-ask spread. Upon adoption of IFRS, the fund has determined that for traded securities, close prices on the reporting date are considered to be fair value, if they fall within the bid-ask spread. See Note 3 for the Portfolio's fair value measurement policy.

Reconciliation of Net Assets as reported under Canadian GAAP to IFRS

	Dec. 31, 2013	Jun. 30, 2013	Jan. 1, 2013
Net assets representing unitholders' equity under Canadian GAAP	984,736	663,943	553,416
Revaluation of investments at FVTPL	10	30	2
Net assets attributable to holders of redeemable units	984,746	663,973	553,418

Reconciliation of increase (decrease) in net assets reported under Canadian GAAP to IFRS

	Dec. 31,	Jun. 30,
	2013	2013
Increase in net assets from operations under Canadian GAAP	177,245	56,997
Revaluation of investments at FVTPL	8	28
Increase in net assets attributable to holders of redeemable units	177,253	57,025

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