

Semi-Annual Financial Statements

BMO Harris Private Portfolios

June 30, 2013

BMO Harris Diversified Yield 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.

BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF NET ASSETS

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

As at	June 30, 2013	December 31, 2012
Assets		
Cash	15,373	61,671
Investments at fair value	1,533,614	1,395,396
Income receivable	6,733	5,145
Subscriptions receivable	478	667
Total assets	1,556,198	1,462,879
Liabilities		
Distributions payable	594	—
Accrued expenses	88	95
Redemptions payable	1,922	433
Total liabilities	2,604	528
Net assets representing unitholders' equity	1,553,594	1,462,351
Net assets per unit	\$ 16.15	\$ 16.11

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

BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF OPERATIONS

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

For the periods ended	June 30, 2013	June 30, 2012
Investment Income		
Dividends	27,021	23,327
Interest	478	851
Distributions from investment trust units	2,564	2,779
	30,063	26,957
Expenses		
Sub-advisory fees (note 5)	946	—
Audit fees	21	12
Independent Review Committee fees	2	2
Custodian fees	11	12
Legal and filing fees	43	33
Unitholder servicing fees (note 5)	218	204
Printing and stationery fees	11	10
Operating expenses absorbed by the Manager (note 5)	(946)	—
Commissions and other portfolio transaction costs (note 5)	315	266
	621	539
Net investment income for the period	29,442	26,418
Realized gain on sale of investments	25,736	5,673
Realized gain on foreign exchange	81	4
Change in unrealized depreciation in value of investments	(22,255)	(21,337)
Increase in net assets from operations	33,004	10,758
Increase in net assets from operations per unit (note 2)	0.35	0.13

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

BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF CHANGES IN NET ASSETS

(in thousands of Canadian dollars)

For the periods ended	June 30, 2013	June 30, 2012
Net assets – beginning of period	1,462,351	1,254,079
Increase in net assets from operations	33,004	10,758
Unit Transactions:		
Proceeds from sale of units	197,236	198,365
Reinvested distributions	29,605	26,188
Amounts paid on units redeemed	(137,762)	(117,233)
Total unit transactions	89,079	107,320
Distributions to Unitholders from:		
Net investment income	(27,992)	(25,268)
Return of capital	(2,848)	(2,011)
Total distributions paid to unitholders	(30,840)	(27,279)
Net assets – end of period	1,553,594	1,344,878

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

BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF INVESTMENT PORTFOLIO

As at June 30, 2013 (in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Money Market Investments			
<i>Corporate – 3.6%</i>			
Bank of Nova Scotia, Bearer Deposit Notes, 1.128% Jul 2, 2013	20,000	19,944	19,999
Bank of Nova Scotia, Bearer Deposit Notes, 1.127% Aug 13, 2013	10,000	9,972	9,987
Bank of Nova Scotia, Bearer Deposit Notes, 1.115% Aug 26, 2013	13,000	12,964	12,978
National Bank of Canada, Bearer Deposit Notes, 1.107% Aug 26, 2013	13,000	12,965	12,978
		55,845	55,942
Total Money Market Investments – 3.6%		55,845	55,942

Bonds & Debentures

Corporate Bonds & Debentures – 0.3%

Churchill Corporation, The, Unsecured, Debentures, Unsubordinated, Convertible, 6.000% Jun 30, 2015	4,750	4,811	4,798
Total Bonds & Debentures – 0.3%		4,811	4,798

Security	Number of Shares or Units	Cost ⁺ ** (\$)	Fair Value (\$)
Preferred Shares			
<i>Fixed/Floaters Preferreds – 15.7%</i>			
Aimia Inc., Series 1, Cumulative, 5-Year Rate Reset Preferred, Exchangeable, Redeemable, Mar 31, 2015, \$25.00	240,700	6,101	6,143
Bank of Nova Scotia, Series 22, Non-Cumulative, 5-Year Rate Reset Preferred, Convertible, Redeemable, Jan 26, 2014, \$25.00	347,200	8,815	8,687
BCE Inc., Series AD, Cumulative, Fixed/Floating Rate, First Preferred, Convertible, Redeemable, Aug 2, 2013, \$25.00	549,260	12,696	12,990
BCE Inc., Series R, Cumulative, Fixed/Floating Rate Preferred, Redeemable, Dec 1, 2015, \$25.00	272,400	5,968	6,480
BCE Inc., Series Y, Cumulative, Floating Perpetual, Preferred, Redeemable, Jul 16, 2013, \$25.50	178,300	3,885	4,249
Brookfield Asset Management Inc., Series 18, Class A, Cumulative, Redeemable, Jun 30, 2014, \$25.50	584,000	10,863	12,503
Brookfield Asset Management Inc., Series 24, Class A, Cumulative, Redeemable, Jun 30, 2016, \$25.00	644,800	16,326	16,572

⁺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 costs (note 2). The accompanying notes are an integral part of these financial statements.

BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF INVESTMENT PORTFOLIO (cont'd)

As at June 30, 2013 (in thousands of Canadian dollars, unless otherwise noted)

Security	Number of Shares or Units	Cost ⁺⁺ (\$)	Fair Value (\$)
Brookfield Asset Management Inc., Series 9, Cumulative, 5-Year Rate Reset Preferred, Redeemable, Nov 1, 2016, \$25.00	100,000	2,329	2,275
Brookfield Office Properties Inc., Series L, Class AAA, Cumulative, 5-Year Rate Reset Preferred, Exchangeable, Redeemable, Sep 30, 2014, \$25.00	401,800	10,259	10,366
Brookfield Office Properties Inc., Series N, Class AAA, Cumulative Exchangeable, Retractable, Redeemable, Jun 30, 2016, \$25.00	441,100	11,161	11,217
Brookfield Office Properties Inc., Series P, Class AAA, Fixed/Floating Rate Preferred, Redeemable, Mar 31, 2017, \$25.00	491,800	12,326	12,393
Brookfield Renewable Power Preferred Equity Inc., Series 1, Class A, Cumulative, Exchangeable, Perpetual, Redeemable, Apr 30, 2015, \$25.00	202,350	5,110	5,071
Canadian Imperial Bank of Commerce, Series 33, Class A, Non-Cumulative, 5-Year Rate Reset Preferred, Redeemable, Jul 31, 2013, \$25.00	319,750	8,181	8,176
Enbridge Inc., 4.00%, Series P, 5-Year Rate Reset Preferred, Redeemable, Mar 1, 2019, \$25.00	335,555	8,390	8,365
Enbridge Inc., Series B, Cumulative, Fixed/Floating Rate Preferred, Redeemable, Jun 1, 2017, \$25.00	709,255	17,766	17,739
Enbridge Inc., Series D, Cumulative, 5-Year Rate Reset Preferred, Redeemable, Mar 1, 2018, \$25.00	351,940	8,845	8,774
Intact Financial Corporation, Series 1, Class A, Non-Cumulative, 5-Year Rate Reset Preferred, Convertible, Perpetual, Redeemable, Dec 31, 2017, \$25.00	399,800	10,060	10,159
Manulife Financial Corporation, Series 1, Class 1, Non-Cumulative, 5-Year Rate Reset Preferred, Exchangeable, Redeemable, Sep 19, 2014, \$25.00	309,400	7,936	7,936
Manulife Financial Corporation, Series 3, Non-Cumulative, 5-Year Rate Reset Preferred, Convertible, Redeemable, Jun 19, 2016, \$25.00	231,700	5,789	5,707
Manulife Financial Corporation, Series 4, Class A, Non-Cumulative, 5-Year Rate Reset Preferred, Convertible, Redeemable, Jun 19, 2014, \$25.00	394,700	10,175	10,223
Royal Bank of Canada, Series AJ, Non-Cumulative, Fixed/Floating Rate Preferred, Redeemable, Feb 24, 2014, \$25.00	261,550	6,829	6,641
Royal Bank of Canada, Series AI, Non-Cumulative, Fixed/Floating Rate Preferred, Redeemable, Feb 24, 2014, \$25.00	575,700	14,751	14,726
Royal Bank of Canada, Series AT, Non-Cumulative, Fixed/Floating Rate Preferred, Redeemable, Aug 24, 2014, \$25.00	128,500	3,494	3,374

⁺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 costs (note 2). The accompanying notes are an integral part of these financial statements.

BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF INVESTMENT PORTFOLIO (cont'd)

As at June 30, 2013 (in thousands of Canadian dollars, unless otherwise noted)

Security	Number of Shares or Units	Cost ⁺ ** (\$)	Fair Value (\$)
Toronto Dominion Bank, The, Series AC, Non-Cumulative, Fixed/Floating Rate Preferred, Redeemable, Jan 31, 2014, \$25.00	306,800	7,927	7,888
Toronto Dominion Bank, The, Series AK, Non-Cumulative, Fixed/Floating Rate Preferred, Redeemable, Jul 31, 2014, \$25.00	187,900	5,085	4,953
Toronto-Dominion Bank, The, Series S, Non-Cumulative, 5-Year Rate Reset Preferred, Convertible, Redeemable, Jul 31, 2018, \$25.00	359,150	9,266	9,033
TransCanada Corporation, Series 7, Cumulative, 5-Year Rate Reset Preferred, Redeemable, Apr 30, 2019, \$25.00	444,890	11,122	11,193
		241,455	243,833
<i>Floating Perpetual Preferreds – 0.5%</i>			
Bank of Nova Scotia, The, Series 19, Non-Cumulative, Floating Perpetual Preferred, Redeemable, Apr 28, 2018, \$25.00	175,000	4,509	4,543
Brookfield Asset Management Inc., Series 13, Class A, Cumulative, Floating Rate Preferred, Redeemable, Jul 18, 2013, \$25.00	150,200	2,491	2,660
		7,000	7,203
<i>Retractable Preferreds – 2.3%</i>			
Brookfield Asset Management Inc., Series 21, Class A, Cumulative, Preferred, Redeemable, Jun 30, 2013, \$25.00	346,000	7,910	8,643
Brookfield Office Properties Inc., Series K, Cumulative, Exchangeable, Soft Retractable Preferred, Redeemable, Dec 13, 2013, \$25.67	455,400	10,105	11,727
Canadian Imperial Bank of Commerce, Series 26, Non-Cumulative, Retractable Preferred, Redeemable, Jul 18, 2013, \$25.00	408,200	10,025	10,327
Manulife Financial Corporation, Series 1, Non-Cumulative, Soft Retractable Preferred, Redeemable, Jul 19, 2014, \$25.25	225,200	5,764	5,727
		33,804	36,424
<i>Straight Preferreds – 7.6%</i>			
Bank of Nova Scotia, Series 14, Non-Cumulative, Redeemable, Apr 26, 2014, \$25.50	453,300	11,786	11,378
Bank of Nova Scotia, Series 15, Non-Cumulative, Redeemable, Jul 29, 2014, \$25.50	626,800	14,628	15,764
Bank of Nova Scotia, Series 17, Non-Cumulative, Redeemable, Apr 26, 2014, \$25.75	650,000	16,328	16,745
Power Corporation of Canada, Series A, Non-Cumulative, Redeemable, Jul 22, 2013, \$25.00	227,700	5,548	5,590

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BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF INVESTMENT PORTFOLIO (cont'd)

As at June 30, 2013 (in thousands of Canadian dollars, unless otherwise noted)

Security	Number of Shares or Units	Cost ⁺ ** (\$)	Fair Value (\$)
Power Corporation of Canada, Series D, Non-Cumulative, Perpetual, Redeemable, Oct 31, 2014, \$25.00	218,100	4,702	5,097
Power Financial Corporation, Series F, Non-Cumulative, Redeemable, Oct 22, 2013, \$25.00	491,600	12,085	12,437
Power Financial Corporation, Series H, Non-Cumulative, First Preferred, Perpetual, Redeemable, Oct 22, 2013, \$25.00	364,000	8,921	9,191
Power Financial Corporation, Series I, Non-Cumulative, First Preferred, Perpetual, Redeemable, Oct 22, 2013, \$25.00	163,000	4,115	4,134
Royal Bank of Canada, Series AB, Non-Cumulative, First Preferred, Perpetual, Redeemable, Aug 24, 2014, \$25.25	576,200	12,548	14,514
Royal Bank of Canada, Series AH, Non-Cumulative, First Preferred, Redeemable, May 24, 2014, \$25.75	352,300	9,002	9,209
Toronto-Dominion Bank, The, Series R, Class A, Non-Cumulative, First Preferred, Redeemable, Apr 30, 2014, \$25.75	533,800	13,407	13,916
		113,070	117,975
Total Preferred Shares – 26.1%		395,329	405,435
Equities			
<i>Consumer Discretionary – 6.3%</i>			
Aimia Inc.	1,629,300	20,428	25,270
Cineplex Inc.	1,056,265	19,637	38,860
Corus Entertainment Inc., Class B	620,100	12,502	14,907
Thomson Reuters Corporation	545,000	20,410	18,661
		72,977	97,698
<i>Consumer Staples – 2.6%</i>			
Loblaw Companies Limited	648,600	22,321	30,809
North West Company Inc., The,	416,100	8,281	9,724
		30,602	40,533
<i>Energy – 19.9%</i>			
ARC Resources Ltd.	1,156,500	23,951	31,688
Baytex Energy Corp.	867,200	27,054	32,685
Bonavista Energy Corporation	841,705	20,406	11,489
Crescent Point Energy Corp.	987,480	29,745	35,204
Enbridge Inc.	893,300	22,913	39,332
Inter Pipeline Fund	1,558,300	14,748	33,706
Keyera Corp.	761,879	17,426	43,091

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BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF INVESTMENT PORTFOLIO (cont'd)

As at June 30, 2013 (in thousands of Canadian dollars, unless otherwise noted)

Security	Number of Shares or Units	Cost ⁺ ** (\$)	Fair Value (\$)
TransCanada Corporation	466,600	18,488	21,114
Trinidad Drilling Ltd.	1,478,400	10,833	11,325
Vermilion Energy, Inc.	986,100	33,200	50,606
		218,764	310,240
Financials – 25.8%			
Allied Properties REIT	507,800	7,871	16,204
Artis REIT	617,500	6,180	9,263
Bank of Nova Scotia	887,810	48,556	49,895
Brookfield Asset Management Inc., Class A	821,440	24,319	31,050
Brookfield Office Properties Inc.	918,600	12,379	16,030
Calloway REIT	498,880	8,648	12,826
Canadian Apartment Properties REIT	946,352	11,171	21,160
Dundee REIT	694,082	22,443	22,592
H&R REIT	613,500	9,906	13,472
IGM Financial Inc.	462,700	18,192	20,784
Intact Financial Corporation	562,205	31,639	33,187
Manulife Financial Corporation	1,005,500	20,649	16,902
RioCan REIT	1,426,700	20,974	36,054
Royal Bank of Canada	663,900	35,168	40,677
Toronto-Dominion Bank, The,	728,300	54,621	61,505
		332,716	401,601
Industrials – 8.3%			
Canadian National Railway Company	153,900	9,687	15,699
Finning International Inc.	557,200	14,286	12,063
GENIVAR Inc.	681,975	16,682	16,313
Morneau Shepell Inc.	1,251,600	11,770	17,422
Progressive Waste Solutions Ltd.	1,209,200	24,831	27,389
SNC-Lavalin Group Inc.	430,200	18,016	19,092
Westshore Terminals Investment Corporation	687,900	16,744	19,743
		112,016	127,721
Materials – 0.7%			
Teck Resources Limited, Class B	458,500	16,459	10,293
Telecommunication Services – 2.0%			
BCE Inc.	329,600	10,165	14,212
Rogers Communications Inc., Class B	410,400	14,190	16,901
		24,355	31,113

⁺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.

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BMO Harris Diversified Yield Portfolio

(unaudited)

STATEMENT OF INVESTMENT PORTFOLIO (cont'd)

As at June 30, 2013 (in thousands of Canadian dollars, unless otherwise noted)

Security	Number of Shares or Units	Cost ⁺ ** (\$)	Fair Value (\$)
<i>Utilities – 3.1%</i>			
Brookfield Infrastructure Partners L.P.	634,200	24,743	24,195
Brookfield Renewable Energy Partners L.P.	828,845	13,893	24,045
		38,636	48,240
Total Equities – 68.7%		846,525	1,067,439
Total Investment Portfolio – 98.7%		1,302,510	1,533,614
Other Assets Less Liabilities – 1.3%			19,980
NET ASSETS – 100.0%			1,553,594

The Portfolio's Investment Portfolio is concentrated in the following segments as at:

	June 30, 2013	December 31, 2012
Money Market Investments		
Corporate	3.6%	—%
Bonds & Debentures		
Corporate	0.3%	0.3%
Equities		
Consumer Discretionary	6.3%	6.5%
Consumer Staples	2.6%	2.4%
Energy	19.9%	21.0%
Financials	25.8%	26.5%
Industrials	8.3%	7.3%
Materials	0.7%	0.9%
Telecommunication Services	2.0%	2.2%
Utilities	3.1%	1.7%
Preferred Shares	26.1%	26.6%
Other Assets Less Liabilities	1.3%	4.6%
	100.0%	100.0%

⁺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 costs (note 2). The accompanying notes are an integral part of these financial statements.

BMO Harris Diversified Yield Portfolio

(unaudited)

NOTES TO FINANCIAL STATEMENTS

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

June 30, 2013

1. The Portfolio

BMO Harris Diversified Yield 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 Manager”) is the Manager of the Portfolio.

The information provided in these unaudited financial statements is for the periods ended June 30, 2013 and 2012 except for the comparative information in the Statement of Net Assets and the related notes which are as at December 31, 2012.

2. Summary of significant accounting policies

These interim financial statements have been prepared in accordance with Canadian generally accepted accounting principles (“Canadian GAAP”), including estimates and assumptions made by management that may affect the reported amounts of assets, liabilities, income and expenses during the reported years. Actual results could differ from estimates.

Valuation of investments

Canadian GAAP requires the use of bid prices for long positions and ask prices for short positions in the fair valuation of investments traded in an active market, rather than the use of closing prices currently used for the purpose of determining Net Asset Value (“NAV”). For investments that are not traded in an active market, Canadian GAAP requires the use of valuation techniques, incorporating factors that market participants would consider in setting a price.

The NAV is the fair value of the total assets of a Portfolio less the fair value of its total liabilities at a Valuation Date (“the Valuation Date” is each day on which the Toronto Stock Exchange is open for trading) determined in accordance with Part 14 of National Instrument 81-106 – Investment Portfolio Continuous Disclosure (“NI 81-106”) for the purpose of processing unitholder transactions. For financial statement purposes, valuations are determined in accordance with Canadian GAAP. This may result in a difference between the net assets per unit and the NAV per unit. Refer to Note 7(b) for the details of the comparison between NAV per unit and net assets per unit.

Investments are deemed to be held for trading.

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

Securities listed on a recognized public securities exchange in North America are valued for financial statement purposes at their bid prices for long positions and ask prices for short positions. 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, the fair value represents the bid price provided by independent security pricing services. Short-term investments, if any, are included in the Statement of Investment Portfolio at their fair value. Unlisted warrants, if any, are valued based on a pricing model which considers factors such as the market value of the underlying security, strike price and terms of the warrant.

The Manager uses fair value pricing when the price of a security held in a Portfolio is unavailable, unreliable or not considered to reflect the current value, and may determine another value which it considers to be fair and reasonable using the services of third-party valuation service providers, 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.

Investment transactions

Investment transactions are accounted for on the trade date. Realized gains (losses) from the sale of investments and unrealized appreciation (depreciation) in the value of investments are calculated with reference to the average cost of the related investments which exclude brokerage commissions and other trading expenses. All

BMO Harris Diversified Yield Portfolio

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NOTES TO FINANCIAL STATEMENTS (cont'd)

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

June 30, 2013

net realized gains (losses), unrealized appreciation (depreciation) in value, and transaction costs are attributable to investments and derivative instruments which are deemed held for trading, and are included in the Statement of Operations.

Client brokerage commissions, where applicable, are used as payment for order execution services or research services. The portfolio advisers or Managers may select brokers, including their affiliates, who charge a commission in excess of that charged by other brokers ("soft dollars") if they determine in good faith that the commission is reasonable in relation to the order execution and research services utilized. It is the Manager's objective that over time, all clients receive benefits from client brokerage commissions.

Transaction costs, such as brokerage commissions, incurred in the purchase and sale of securities by the Portfolio are expensed and included in "Commissions and other portfolio transaction costs" in the Statement of Operations.

Cost of investments

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

Income recognition

Interest income is recognized on accrual basis. Dividend income and distributions from investment trust units are recognized on the ex-dividend and ex-distribution date, respectively.

Interest on inflation-indexed bonds will be paid based on a principal value, which is adjusted for inflation. The inflation adjustment of the principal value is recognized as part of interest income in the Statement of Operations. 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 Day based on the inflation adjusted par value at that time and is included in "Interest" in the Statement of Operations.

Translation of foreign currencies

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 year-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 gain (loss) on sale of investments" and unrealized foreign exchange gains (losses) are included in "Change in unrealized appreciation (depreciation) in value of investments" in the Statement of Operations. Realized and unrealized foreign exchange gains (losses) on assets (other than investments) and liabilities are included in "Realized gain (loss) on foreign exchange" in the Statement of Operations.

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 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 to shift 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.

Changes in the value of open forward currency contracts at each Valuation Date are recognized in the Statement of Operations as "Change in unrealized appreciation (depreciation) in value of forward currency contracts."

Amounts realized at the close of the contracts are recorded as "Realized gain (loss) on forward currency contracts" in the Statement of Operations.

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NOTES TO FINANCIAL STATEMENTS (cont'd)

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

June 30, 2013

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 Operations and is recognized when earned. The securities on loan continue to be displayed in the Statement of Investment Portfolio. The market value of the securities loaned and collateral held is determined daily. Aggregate values of securities on loan and related collateral held in trust as at June 30, 2013 and December 31, 2012, where applicable, are disclosed in Note 7(h).

Increase or decrease in net assets from operations per unit

“Increase (decrease) in net assets from operations per unit” in the Statement of Operations represents the increase (decrease) in net assets from operations divided by the weighted average number of units outstanding during the period.

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 “Interest” in the Statement of Operations.

Other assets and liabilities

Income receivable, subscriptions receivable and due from broker are designated as loans and receivables and recorded at cost or amortized cost. Similarly, amounts due to broker, redemptions payable and accrued expenses are designated as financial liabilities and reported at amortized cost. Other assets and liabilities are short-term in nature, and are carried at cost or amortized cost which approximates fair value.

Future accounting standards

Canadian investment entities will be required to prepare their financial statements in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”), for fiscal years beginning on or after January 1, 2014. For reporting periods commencing January 1, 2014, the Portfolio will adopt IFRS as the basis for preparing its financial statements. The Portfolio will report its financial results for the interim period ending June 30, 2014, prepared on an IFRS basis. It will also provide comparative data on an IFRS basis, including an opening balance sheet as at January 1, 2013 (transition date). A summary of the significant standards impacting the Portfolio under IFRS are outlined below.

Based on the Portfolio’s analysis to date, the more significant accounting changes that will result from its adoption of IFRS will be in the areas of fair valuation, cash flow presentation, consolidation of investments and classification of net assets representing unitholders’ equity. The differences described in the sections that follow are based on Canadian GAAP and IFRS that are in effect as of this date. This should not be considered a comprehensive list of the main accounting changes when the Portfolio adopts IFRS.

The framework for fair valuation is set out under IFRS 13 Fair Value Measurement, which includes the requirements for the measurement and disclosure of fair value. If an asset or liability measured at fair value has a bid price and an ask price, the standard requires valuation to be based on a price within the bid-ask spread that is most representative of fair value. The standard allows the use of mid-market pricing or other pricing conventions that are used by market participants as a practical means for fair value measurements within a bid-ask spread. Thus this standard will impact the net assets per unit for

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financial statement reporting purposes compared to current standards, and may also result in the elimination of the differences between the net asset per unit and NAV per unit at the financial statement reporting date. The Manager has not identified any changes that will impact NAVPU as a result of the transition to IFRS.

Where the Portfolio holds controlling interest in an investment, it is the Manager's expectation that the Portfolio will qualify as an Investment Entity in accordance with IFRS 10 Consolidated Financial Statements. As such, the Portfolio will not be required to consolidate its investments, but rather to fair value its investments regardless of whether those investments are controlled. If the Portfolio fair values investments that it controls, it may be required to make additional financial statement disclosures on its controlled investments in accordance with IFRS 12 Disclosure of Interests in Other Entities. IFRS 12 also requires additional disclosures if the Portfolio is determined to qualify as an investment entity while not possessing all of the typical characteristics of an investment entity.

The criteria contained within IAS 32 Financial Instruments: Presentation may require unitholders' equity to be classified as a liability within the Portfolio's Statement of Net Assets, unless certain conditions are met. The Manager is currently assessing the Portfolio's unitholder structure to confirm classification.

3. Unit valuation

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. 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 its liabilities) by the total number of units outstanding at such time. This amount may be different from the Net Asset per unit which is presented

on the Statement of Net Assets. Generally, any differences are due to valuing actively traded securities at bid prices for Canadian GAAP purposes while NAV typically utilizes closing price to determine fair value for the purchase and redemption of units. See Note 7(b) for the comparison between NAV per unit and Net Assets per unit.

Capital

The capital of the Portfolio is represented by issued and redeemable units with no par value. The units are entitled to distributions, if any, and to payment of a proportionate share based on the Portfolio's NAV per unit upon redemption. The Portfolio has no restrictions or specific capital requirements on the subscriptions and redemptions of units except as disclosed in Note 7(a), if any. The relevant movements in capital are shown on the Statement of Changes in Net Assets. In accordance with its investment objectives and strategies, and the risk management practices outlined in Note 6, the Portfolio endeavors to invest the subscriptions received in appropriate investments while maintaining sufficient liquidity to meet redemptions, such liquidity being augmented by short-term borrowings or disposal of investments where necessary.

4. Income taxes

The Portfolio qualifies as a mutual fund trust under the provisions of the Income Tax Act (Canada) (the "Tax Act"). Distributions of all net taxable income and sufficient amounts of net realized capital gains for each taxation year will be paid to unitholders. Part of the Portfolio's net income and net realized capital gains not paid or payable, is subject to income tax. It is the intention of the Portfolio to distribute all of its income and sufficient net realized capital gains so that the Portfolio will not be subject to income tax. Income tax on net realized capital gains not paid or payable is generally recoverable by virtue of refunding provisions contained in tax legislation, as redemptions occur.

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Non-capital losses that arose in 2004 and 2005 are available to be carried forward for ten years and applied against future taxable income. Non-capital losses that arose in 2006 and thereafter are available to be carried forward for twenty years. Capital losses for income tax purposes may be carried forward indefinitely and applied against capital gains realized in future years.

The Portfolio's non-capital and capital losses for income tax purposes as of the tax year-ended December 2012 are included in Note 7(c), if applicable.

5. 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 servicing fees" in the Statement of Operations.

The sub-advisors (including affiliates of the Manager, where applicable) engaged by the Manager provide investment advice and make investment decisions for the Portfolio's investment portfolio. For these services the sub-advisors receive sub-advisory fees that are paid monthly by the Manager and, effective October 26, 2012, charged to the Portfolio. These expenses are included in "Sub-advisory fees" in the Statement of Operations. 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 Operations.

Refer to Note 7(d) for related party fees charged to the Portfolio for the periods ended June 30, 2013 and 2012.

(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 other members of Bank of Montreal Group of Companies, 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 Bank of Montreal Group of Companies, 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. or other investment funds offered by BMO, and may involve the purchase or sale of portfolio securities through or from a member of Bank of Montreal Group of Companies, the purchase or sale of securities issued or guaranteed by a member of Bank of Montreal Group of Companies, the purchase or sale of securities issued or guaranteed by a member of Bank of Montreal group of Companies, entering into forward contracts with a member of Bank of Montreal Group of Companies acting as counterparty, the purchase or redemption of units of other BMO Harris Private Portfolios or the provision of services to the Manager.

6. Financial instrument risk

The Portfolio may be exposed to a variety of financial risks that are concentrated in its investment holdings, including derivative instruments. The Statement of Investment Portfolio groups securities by asset type, geographic region and/or market segment. The Portfolio's risk management practice includes 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.

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

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(a) Currency risk

Currency risk is the risk that the value of investments 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 discussed in Note 7(f).

(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 7(f).

(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. 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 7(f).

(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 (loss) 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 7(f).

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, if any, as disclosed in Note 7(h).

(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. Securities for which a market quotation could not be obtained and may be illiquid are identified on the Statement of Investment Portfolio. The proportion of illiquid securities to 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.

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

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7. Portfolio specific information

(a) Portfolio information and change in units

The Portfolio's inception date was November 1, 2002.

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

For the periods ended (in thousands of units)	June 30, 2013	June 30, 2012
Units issued and outstanding, beginning of period	90,795	80,854
Issued for cash	11,926	12,671
Issued on reinvestment of distributions	1,805	1,691
Redeemed during the period	(8,346)	(7,504)
Units issued and outstanding, end of period	96,180	87,712

(b) Comparison of NAV per unit to Net Assets per unit

June 30, 2013		Dec. 31, 2012	
NAV per unit	Net Assets per unit	NAV per unit	Net Assets per unit
16.19	16.15	16.14	16.11

(c) Income taxes

As at the tax year-ended December 2012, the Portfolio had the following capital and non-capital losses available for income tax purposes:

Total capital losses (\$)	Total non- capital losses (\$)	Non-capital losses that expire in 2026 and thereafter		
		2014 (\$)	2015 (\$)	(\$)
32,459	—	—	—	—

(d) Related party transactions

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

	June 30, 2013	June 30, 2012
Unitholder servicing (\$)	144	149

(e) 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:

	June 30, 2013	June 30, 2012
Total brokerage amounts paid (\$)	315	266
Total brokerage amounts paid to related parties (\$)	15	30

There were no ascertainable soft dollars paid or payable to dealers by the Portfolio during the periods.

(f) Financial instrument risk

The Portfolio's objective is to provide income by investing primarily in a diversified portfolio of Canadian securities.

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

Currency risk

As at June 30, 2013 and December 31, 2012, the Portfolio did not have any significant exposure to currency risk.

Interest rate risk

As at June 30, 2013 and December 31, 2012, the Portfolio did not have any significant exposure to interest rate risk.

Other market risk

As at June 30, 2013, 94.8% (December 31, 2012 – 95.1%) of the Portfolio's Net Assets were traded on respective stock exchanges. If equity prices on respective stock exchanges had increased or decreased by 10% as at the periods ended, with all other factors remaining constant, Net Assets could possibly have increased or decreased, respectively, by approximately \$147,287 (December 31, 2012 – \$139,047). In practice, actual results may differ from this sensitivity analysis and the difference could be material.

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Credit risk

The Portfolio's credit risk exposure grouped by credit ratings is listed in the following table:

Credit rating	As a % of Net Assets	
	June 30, 2013	Dec. 31, 2012
R-1 High	2.8	—
R-1 Mid	0.8	—
AA	11.9	—
A	9.0	12.3
BBB	5.2	8.9
BB	—	5.4
Unrated	0.3	0.3
Total	30.0	26.9

(h) Securities lending

There were no assets involved in securities lending transactions as at June 30, 2013 and December 31, 2012.

(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 the 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 unobservable 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 table below shows the relevant disclosure.

As at June 30, 2013

Financial assets	Level 1	Level 2	Level 3	Total
Equity securities	1,067,439	—	—	1,067,439
Preferred securities	405,435	—	—	405,435
Debt securities	4,798	55,942	—	60,740
Total	1,477,672	55,942	—	1,533,614

As at December 31, 2012

Financial assets	Level 1	Level 2	Level 3	Total
Equity securities	1,001,807	—	—	1,001,807
Preferred securities	388,661	—	—	388,661
Debt securities	4,928	—	—	4,928
Total	1,395,396	—	—	1,395,396

Significant transfers

There were no significant transfers between the levels during the period.

Manager

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Trustee

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