Simplified Prospectus

BMO Harris Private Portfolios

October 24, 2011

BMO Harris Canadian Money Market Portfolio
BMO Harris Canadian Bond Income Portfolio
BMO Harris Canadian Total Return Bond Portfolio
BMO Harris Canadian Corporate Bond Portfolio
BMO Harris Diversified Yield Portfolio
BMO Harris Canadian Income Equity Portfolio
BMO Harris Canadian Conservative Equity Portfolio
BMO Harris Canadian Growth Equity Portfolio
BMO Harris Canadian Special Growth Portfolio
BMO Harris U.S. Equity Portfolio
BMO Harris U.S. Growth Portfolio
BMO Harris International Equity Portfolio
BMO Harris International Special Equity Portfolio
BMO Harris Emerging Markets Equity Portfolio

No securities regulatory authority has expressed an opinion about these units and it is an offence to claim otherwise. The funds and the securities of the funds offered under this document are not registered with the United States Securities and Exchange Commission and they are sold in the United States only in reliance on exemptions from registration.

BMO Harris Private Banking®

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Introduction

This simplified prospectus contains selected important information to help you make an informed decision about investing in the BMO Harris Private Portfolios and to help you understand your rights as an investor in the Portfolios.

In this simplified prospectus, *you* and *your* refer to you, the investor, *BHIMI*, *we*, *us* and *our* refer to BMO Harris Investment Management Inc., the manager of the BMO Harris Private Portfolios, and *Portfolios* refers to the BMO Harris Private Portfolios.

Units of the Portfolios are only available through the wealth management service offered through BMO Financial Group. Units of the Portfolios may be purchased by us on an investor's behalf. For more information, see ***Purchases, switches and redemptions***.

This document is divided into two parts:

- Pages 1 to 17 contain general information about all of the Portfolios
- Pages 18 to 45 contain specific information about each of the Portfolios.

Additional information about each Portfolio is available in the Portfolio's annual information form, its most recently filed fund facts, its most recently filed annual financial statements, any interim financial statements filed after those annual financial statements, its most recently filed annual management report of fund performance and any interim management report of fund performance filed after that annual management report of fund performance. These documents are incorporated by reference into this document, which means that they legally form part of this document just as if they were reprinted in it.

You can get copies of these documents, at no cost, by calling toll free at 1-800-361-1392 or or from your BMO Harris Private Banking professional.

These documents and other information about the Portfolios are also available on SEDAR at **http://www.sedar.com**, on our internet site at **www.bmoharrisprivatebanking.com**, or by contacting us at **contact.centre@bmonb.com**.

What is a mutual fund and what are the risks of investing in a mutual fund?

A mutual fund is a pool of money contributed by investors with similar investment objectives that is invested in a portfolio of securities on their behalf by professional portfolio managers. When you invest in a mutual fund, you do so by buying units of the fund. Unitholders share in a fund's income, expenses and the gains and losses the fund makes on its investments in proportion to the units they own.

What are the risks of investing in mutual funds?

The Portfolios may own different types of investments — stocks, bonds, cash — depending on each Portfolio's investment objectives. The value of these investments will change from day to day, reflecting changes in interest rates, economic conditions, and market and company news. The value of a security may be impacted by overall market conditions that are not specifically related to a particular company or issuer, such as real or perceived adverse economic conditions, changes in the general outlook for corporate earnings, changes in interest or foreign exchange rates or adverse investor sentiment. The value of a security may also decline due to factors which affect a particular industry or industries, such as labour shortages, increased production costs and competitive conditions within an industry. As a result, the market price of a security may increase or decrease, occasionally rapidly or unpredictably. As a result, the value of a Portfolio's units may go up and down, and the market value of a unitholder's investment in a Portfolio may be more, or less, when it is redeemed than when it was purchased.

The full amount of a unitholder's original investment in any of the Portfolios is not guaranteed by any entity including the Bank of Montreal. Unlike bank accounts or GICs, units of the Portfolios are not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.

Under exceptional circumstances the Portfolios may suspend redemptions. Please see ***Purchases, switches and redemptions*** on page 8 for more information.

General investment risks

All investments have some level and type of risk. Simply put, risk is the possibility you will lose money, or not make money, on your investment. Generally, the higher an investment's anticipated return, the greater the risk you must be prepared to take. The following summarizes the range of potential risks generally associated with investing in the Portfolios. Not all of the risks outlined below apply to all of the Portfolios. For the specific risks associated with a particular Portfolio, please see the information contained under the heading ***What are the risks of investing in the fund?*** for each Portfolio.

Commodity

Changes in the prices of commodities, such as oil and gas, may have an effect on a natural resource company or an income or royalty trust whose business is based on a particular commodity. A Portfolio that invests in the securities of such issuers may also be affected. Prices of commodities are generally cyclical and may experience dramatic fluctuations in short periods of time. Prices of commodities may also be affected by new resource discoveries or changes in government regulations.

Credit

Portfolios that invest in money market investments, bonds and other fixed income investments issued by governments and corporations are affected by the issuing entity's ability to pay interest or repay principal when it is due. Creditworthiness is determined by a third party credit rating service, such as Dominion Bond Rating Service, Moody's Investors Service or Standard & Poor's. If a credit rating service determines that an issuer has become less creditworthy, it may decrease the credit rating of the issuer and/or the security. A downgrade will likely cause the price of the security to decrease. This risk is lowest among issuers that have a high credit rating and highest among issuers that have a low credit rating. Securities issued by well established companies and governments of developed countries tend to have lower credit risk.

Some Portfolios may invest in high yield securities. High yield securities are usually rated BB or lower by Standard & Poor's rating service or Ba or lower by Moody's Investors Service (or the equivalent rating as defined by other recognized rating agencies) because of the higher credit risk and risk of default. High yield securities are considered predominately speculative with respect to the issuer's continuing ability to make principal and interest payments. An economic downturn could adversely affect the market for these securities and thereby reduce a Portfolio's ability to sell these securities. If the issuer of a security is in default with respect to interest or principal payments, the Portfolio may lose its entire investment. Portfolios that invest in high yield securities and unrated securities of similar credit quality may be subject to greater levels of credit and liquidity risk than Portfolios that do not invest in these securities.

Currency

In addition to other risks, fluctuations in the Canadian dollar relative to foreign currencies will affect the value of a Portfolio that invests in securities outside Canada. As currencies change in value against each other, it is possible that an unfavourable move in the exchange rate may reduce, or even eliminate, any increase in value of the foreign securities held by the Portfolio. This would negatively affect the Portfolio's net asset value per unit. The opposite can also occur and the Portfolio could benefit from a positive change in exchange rates.

Derivatives transactions

Derivatives are investments whose value is based on the value of an underlying investment. Derivatives can be useful for hedging against losses associated with currencies, stock markets and interest rates or as a substitute for the underlying assets. The Portfolios may only use derivatives to the extent, and for the purposes, permitted by Canadian securities regulators. Derivatives are associated with certain risks:

- there is no assurance that a liquid market will exist to allow a Portfolio to realize profits or limit losses by closing out a derivative position
- a Portfolio that uses derivatives is subject to credit risks associated with the ability of counterparties to meet their obligations

- derivatives that are traded in foreign markets may offer less liquidity and greater credit risk than comparable instruments traded in Canada
- there is no assurance that a Portfolio's hedging strategy will be effective
- the price of a derivative may not accurately reflect the value of the underlying security or index.

Equity investments

Portfolios that invest primarily in equities will have varying degrees of risk, from being relatively conservative at one end to very aggressive, or risky at the other end, depending on the nature of their investment objectives and strategies. For example, a Portfolio that invests in smaller capitalization companies and/or growth stocks may be more volatile than a Portfolio that invests in larger capitalization companies and/or value stocks.

Equity portfolios tend to be more volatile than fixed income portfolios and the value of their units may fluctuate to a greater degree than fixed income portfolios.

Portfolios that concentrate on equity investments will be affected by the fortunes of the companies that issue the equity securities and will be influenced by conditions affecting the stock market prices where the securities are traded, as well as general economic trends.

Portfolios that invest in trust units, such as oil and gas royalty trusts, real estate investment trusts, limited partnerships and income trusts, will have varying degrees of risk depending on the sector and the underlying asset or business and may therefore be susceptible to risk associated with the industry in which the underlying business operates, to changes in business cycles, commodity prices, and to interest rate fluctuations and other economic factors. The price of a security is influenced by the outlook for the particular business, by the market activity and by the larger economic picture, both at home and abroad. When the economy is expanding, the outlook for many businesses may also be good and the value of their securities may rise. The opposite is also true. Pursuant to rules in the *Income Tax Act* (Canada) (the "**Tax Act**"), certain publicly traded vehicles, including income trusts, are or will be liable to pay a tax on distributions to unitholders out of certain types of income. Where a trust subject to these rules pays tax with respect to a distribution, the distribution will be treated in the hands of the investor as if it were a dividend from a taxable Canadian corporation. This regime has the potential to reduce the tax effectiveness of holding units of such trusts. This could impact the performance of mutual funds that hold trust units, either directly or through an underlying fund.

Proposed amendments to the Tax Act, if enacted as proposed, would apply in respect of direct and indirect investments made by Canadian residents in certain non-resident trusts (the "**NRT Rules**"). It is not expected that the NRT Rules will apply in respect of investments made directly or indirectly by the funds in non-resident trusts, including exchange-traded funds, mutual funds, real estate investment trusts and royalty trusts; however, no assurances can be given in this regard.

Certain portfolios may also be affected by the risks arising from the introduction of the FATCA Rules. See the disclosure in this regard under ***Foreign investments***, below.

Fixed income investments

Portfolios that invest primarily in fixed income securities will be affected by interest rates and the credit rating of the issuers of the investments. Bond prices are usually more stable than stock prices, but will fluctuate inversely with interest rates. Fixed income portfolios have the advantage of providing a stream of income, but generally lack the growth potential of equity portfolios.

Foreign investments

The value of a foreign security may be affected by the economic, political and financial environments in the country of the government or the company that issued the security. Issuers of non-Canadian or non-U.S. securities are generally not subject to the same degree of regulation as are Canadian or U.S. issuers. The reporting, accounting and auditing standards of foreign countries may differ, in some cases significantly, from Canadian or U.S. standards. Portfolios that invest in securities of issuers based in countries with developing economies have the potential for greater market, credit, currency, legal, political and other risks that differ from, or may be greater than, the risks of investing in developed foreign security markets.

U.S. federal legislation, generally referred to as the "Foreign Account Tax Compliance Rules" ("**FATCA Rules**") was enacted in 2010. The FATCA Rules impose a 30% withholding tax on U.S.-source payments made by U.S. entities and, in some cases, other payments made by non-U.S. entities after December 31, 2013 (as provided in IRS Notice 2011-53, issued July 14, 2011) (or such later date as may be permitted under future guidance) to a Portfolio if the Portfolio fails to provide information regarding certain of its investors (generally U.S. investors or investors that have U.S. owners) to the U.S. Internal Revenue Service (the "**IRS**"). While it is possible that future guidance from the U.S. Treasury and the IRS may exempt some or all of the Portfolios from these requirements, or otherwise deem them to be compliant with the information reporting requirements, each Portfolio currently intends to enter into (and comply with) such agreements as the IRS may require, to the extent doing so would be commercially reasonable, to avoid the imposition of the 30% withholding tax on amounts paid to the Portfolios. However, if a Portfolio cannot enter into (or comply with) such agreements or otherwise satisfy any requirements for exemption or deemed compliance (including as a result of investors failing to provide the Portfolio with information), the Portfolio may be subject to the 30% withholding tax, which would reduce the Portfolio's value. Even if a Portfolio is able to comply, investors failing to comply with information requests or otherwise with the requirements of the legislation may be subject to a 30% withholding tax on certain payments from the Portfolio. Because most of the expected guidance has not yet been issued (including guidance relating to any potential exemption or deemed compliance), it is difficult to accurately estimate the impact of this legislation on a particular Portfolio.

The imposition of the 30% withholding tax under the FATCA Rules would result in reduced investment returns for the affected Portfolios, including in circumstances where the withholding tax is imposed on distributions received by a Portfolio from underlying fund(s) in which it is invested. The administrative costs arising from compliance with the FATCA Rules may also cause an increase in the operating expenses of the Portfolios, thereby further reducing returns to investors. An additional feature of the FATCA Rules is the obligation to release private and confidential information concerning certain investors in the Portfolios to the U.S. Government authorities and any risks that may be caused to investors as a result thereof.

Fund of funds

Certain Portfolios invest directly in, or obtain exposure to, other funds as part of their investment strategy. These Portfolios will be subject to the risks of the underlying funds. Also, if an underlying fund suspends redemptions, the Portfolio will be unable to accurately value part of its investment portfolio and may be unable to redeem units of that underlying fund.

Certain Portfolios may also be affected by the risks arising from the introduction of the FATCA Rules and their impact on underlying funds in which the Portfolios invest. See the disclosure in this regard under ***Foreign investments***, on page 3.

Interest rates

The value of fixed income investments, which include bonds, treasury bills and commercial paper, is directly affected by the changes and direction of interest rates. As interest rates rise, the value of a fixed income security will fall. If interest rates fall, the value of a fixed income security will rise. This occurs because at date of issue, most fixed income securities have a set rate of interest which will be paid to holders of the securities until the maturity date of such securities. As the interest rate changes, the value of the fixed income security changes so that its return to maturity, and the return to maturity of an equivalent security issued currently, are the same, all other factors being equal.

A money market portfolio's yield will be affected by short-term interest rates.

Issuer concentration

The market value of an individual security may be more volatile than the market as a whole. As a result, if an individual issuer's securities represent a significant portion of the market value of a Portfolio's assets, changes in the market value of that individual issuer's securities may cause greater fluctuations in the Portfolio's value than would normally be the case. The value of a security may increase or decrease for a number of reasons which directly relate to the individual issuer, such as management performance, financial leverage and reduced demand for the issuer's goods or services.

Large redemption

A Portfolio may have one or more investors who hold a substantial number of units of the Portfolio. The purchase or redemption of a substantial number of units of a Portfolio may require BHIMI or the sub-advisor to change the composition of the Portfolio's holdings significantly or may force BHIMI or the sub-advisor to sell investments at unfavourable prices. This can affect a Portfolio's performance.

Liquidity

Liquidity is a measure of how easy it is to convert an investment into cash. An investment may be less liquid if it is not widely traded or if there are restrictions on the exchange where the trading takes place. Investments with low liquidity can have significant changes in value. Portfolios with an investment strategy that uses foreign securities, small companies, derivative transactions or securities with substantial market and/or credit risk tend to have the greatest exposure to liquidity risk.

Mortgage related securities and asset backed securities

A Portfolio that invests in mortgage related securities and asset backed securities is subject to credit risk, interest rate risk and liquidity risk as described herein in respect of such securities. Rising interest rates tend to extend the duration of these securities, making them more sensitive to changes in interest rates. In a period of rising interest rates, these securities may exhibit additional volatility. This is known as extension risk. Conversely, when interest rates decline, borrowers may pay off their debts sooner than expected. This is known as pre-payment risk. This can reduce the returns of the Portfolio because the Portfolio will have to reinvest that money at the lower prevailing interest rates. This is known as contraction risk.

Securities lending, repurchase and reverse repurchase transactions

Portfolios may engage in securities lending, repurchase and reverse repurchase transactions. *Securities lending* is an agreement whereby a Portfolio lends securities through an authorized agent in exchange for a fee and a form of acceptable collateral. Under a *repurchase transaction*, a Portfolio agrees to sell securities for cash while, at the same time, assuming an obligation to repurchase the same securities for cash (usually at a lower price) at a later date. A *reverse repurchase transaction* is a transaction pursuant to which a Portfolio buys securities for cash while, at the same time, agreeing to resell the same securities for cash (usually at a higher price) at a later date.

The risks associated with securities lending, repurchase or reverse repurchase transactions arise when a counterparty defaults under the agreement evidencing the transaction and the Portfolio is forced to make a claim in order to recover its investment. In a securities lending or repurchase transaction, a Portfolio could incur a loss if the value of the securities loaned or sold has increased in value relative to the value of the collateral held by the Portfolio. In the case of a reverse repurchase transaction, a Portfolio could incur a loss if the value of the securities purchased by the Portfolio decreases in value relative to the value of the collateral held by the Portfolio.

Small companies

Portfolios that invest in smaller capitalization companies are affected by the fact that the price of shares of smaller capitalization companies may be more sensitive to the release of company and economic news, and by the fact that there may be a less liquid market for their shares. In general, prices of shares of smaller capitalization companies are significantly more volatile than those of larger capitalization companies.

Organization and management of the BMO Harris Private Portfolios

Manager **BMO Harris Investment Management Inc.** 9th Floor, 1 First Canadian Place Toronto, Ontario M5X 1H3 1-800-361-1392	The manager is responsible for the management of the overall business and operations of the Portfolios. BHIMI is an indirect subsidiary of Bank of Montreal.
Trustee **BMO Trust Company** Toronto, Ontario	The Portfolios are organized as trusts. When you invest in a Portfolio, you are buying units of a trust. The trustee holds actual title to the property in the Portfolios — the cash and securities — on your behalf. BMO Trust Company is a wholly-owned subsidiary of Bank of Montreal.
Portfolio Manager **BMO Harris Investment Management Inc.** Toronto, Ontario	The portfolio manager manages the Portfolios' investment portfolios by providing investment analysis and making investment decisions for the Portfolios. BHIMI may hire sub-advisors for the Portfolios to provide investment advice and make investment decisions for the Portfolios' investment portfolios. These sub-advisors are paid by BHIMI and not by the Portfolios. It may be difficult to enforce legal rights against Sands Capital Management, LLC, ("**Sands**") based in Arlington, Virginia, Thornburg Investment Management, Inc. ("**Thornburg**") based in Santa Fe, New Mexico and Comgest SA ("**Comgest**") based in Paris, France, because they are resident outside of Canada and their assets are located outside of Canada. None of Sands, Thornburg or Comgest is registered to provide advice in Ontario. Instead, they have been appointed as sub-advisors by BHIMI and BHIMI is responsible for the investment advice given by Sands, Thornburg and Comgest. Harris Investment Management, Inc. ("**Harris**") based in Chicago, Illinois is also resident outside of Canada. The name and address of the agent for service of process in Ontario for Harris is available from the Ontario Securities Commission. The name of a Portfolio's sub-advisor, if applicable, is set out in each Portfolio's description.
Custodian **CIBC Mellon Trust Company** Toronto, Ontario	The custodian is responsible for the safekeeping of a Portfolio's securities and other investments. The custodian is independent of BHIMI.
Registrar **BMO Asset Management Inc.** Toronto, Ontario	The registrar keeps a register of the owners of units for each Portfolio and processes orders. The registrar is an indirect subsidiary of Bank of Montreal and an affiliate of BHIMI.

Auditor **PricewaterhouseCoopers LLP** **Chartered Accountants,** **Licensed Public Accountants** Toronto, Ontario	The auditor performs an annual audit of the Portfolios' financial statements to ensure that these statements fairly present the financial position and results of each of the Portfolios in accordance with Canadian generally accepted accounting principles. The auditor is independent of BHIMI and the Portfolios. Although you will not approve any change of auditor, you will receive written notice of any proposed auditor change at least 60 days prior to the change taking effect.
Independent Review Committee	The Portfolios are required to have an independent review committee ("**IRC**") in accordance with National Instrument 81-107 ***Independent Review Committee for Investment Funds*** ("**NI 81-107**"). The mandate of the IRC is to review conflict of interest matters identified and referred to the IRC by BHIMI and to give its approval or recommendation, depending on the nature of the conflict of interest matter. In each instance where a conflict of interest matter is identified and referred to the IRC, the primary focus of the IRC is to determine if BHIMI's proposed action achieves a fair and reasonable result for the Portfolios. The IRC is composed of three members and each member is independent of the Portfolios, BHIMI and other companies related to BHIMI. The IRC will prepare, for each financial year of the Portfolios, a report to unitholders that describes the IRC and its activities for the Portfolios' financial year. This report is available on our website at: **www.bmoharrisprivatebanking.com**, or at the unitholder's request at no cost by contacting us at **contact.centre@bmonb.com**. Additional information about the IRC, including the names of the individual members of the IRC, is available in the Portfolios' annual information form.

Where the securities of an underlying fund are held by a Portfolio and we, or one of our affiliates or associates, manages the underlying fund, we will not vote those securities. At our discretion, we may arrange for the securities of the underlying fund to be voted by the unitholders.

In certain circumstances, your approval may not be required under securities legislation to effect a merger of a Portfolio or a change in the auditor of a Portfolio. Where the IRC is permitted under securities legislation to approve a merger of a Portfolio in place of the unitholders, you will receive at least 60 days written notice before the date of the merger. For a change in the auditor of a Portfolio, you will receive written notice of any proposed auditor change at least 60 days prior to the change taking effect.

Purchases, switches and redemptions

Investors may only purchase units of the Portfolios if they have entered into an investment management agreement pursuant to which we have been given the investment authority to purchase and to redeem units of the Portfolios on their behalf.

Units are purchased, distributions reinvested, and switches and redemptions implemented for all of the Portfolios on the basis of the net asset value per unit applicable to the transaction, which is reflected in the next calculation of the net asset value. The net asset value per unit of a Portfolio (other than the BMO Harris Canadian Money Market Portfolio) is calculated by dividing the value of net assets of the Portfolio (that is, the value of the Portfolio's assets less its liabilities) by the total number of units of the Portfolio then outstanding. Although no assurance can be given that this will always be the case, the BMO Harris Canadian Money Market Portfolio expects to maintain a net asset value per unit of $10.00.

The net asset value per unit for each of the Portfolios is calculated on each Portfolio's Valuation Date, which is each day the Toronto Stock Exchange is open for trading. Buy, switch or redemption orders placed with your BMO Harris Private Banking professional before 4:00 p.m. (Eastern Standard Time) on a Valuation Date (or such earlier time imposed by the dealer), will be processed at the net asset value per unit determined on that day. Otherwise your order will be processed at the net asset value per unit on the following Valuation Date.

Purchases

Units of all of the Portfolios can be purchased in Canadian dollars. You may also use U.S. dollars to purchase units of BMO Harris U.S. Equity Portfolio, BMO Harris U.S. Growth Portfolio, BMO Harris International Equity Portfolio, BMO Harris International Special Equity Portfolio and BMO Harris Emerging Markets Equity Portfolio. Any purchase of units of these Portfolios will be made in the same denomination as the payment received for such units, unless instructions to the contrary are received with the purchase order. **Note that the ability to purchase these units in U.S. dollars is offered as a convenience for investors and does not act as a currency hedge between the Canadian and U.S. dollars. For purchases of units in U.S. dollars, the net asset value per unit is computed by converting the Canadian dollar net asset value into U.S. dollars based on current exchange rates.**

There are no acquisition charges applicable on a purchase of units of the Portfolios or on the automatic reinvestment of distributions of net income and net capital gains. All investors will, however, pay an investment management fee directly to BMO Trust Company and BHIMI. See ***Fees and expenses*** on page 11.

Short-term Trading

We discourage investors from short-term trading. Short-term trading is a purchase followed by a switch or redemption of the same Portfolio within a 30 day period. Short-term trading can harm a Portfolio's performance and the value of other investors' holdings in a Portfolio because such trading can increase brokerage and other administrative costs of a Portfolio and interfere with the long term investment decisions of the sub-advisor. Short-term trading may be particularly problematic when large sums are involved. We have implemented a short-term trading policy and a monthly reporting process of any purchases, redemptions or switches within the same Portfolio in a 30 day period. Specifically, we conduct monthly reviews for any short-term trading activity within the Portfolios.

Our compliance analysts review transactions and issue monthly reports to our Chief Compliance Officer ("**CCO**"). Any findings that may be perceived as a conflict of interest will be reviewed by the CCO. As trades into and out of the Portfolios can only be effected by BMO Harris Private Banking professionals or other employees of BMO Financial Group under our wealth management service, any breach of provisions of our short-term trading policy by such employee may result in a written warning, having employment responsibilities revised, suspension or termination, or other sanctions.

The annual information form includes a description of any arrangements, whether formal or informal, with any person or company, to permit short-term trades of securities of the Portfolios. Despite these restrictions and our procedures to detect and deter short-term trading, we cannot ensure that such trading will be completely eliminated.

BHIMI reserves the right to restrict, reject or cancel, without any prior notice, any purchase or exchange order, including transactions that are deemed to represent short-term trading.

Switches

A switch is the transfer of your investment money from one Portfolio to another. Units will be redeemed by the original Portfolio and the proceeds of redemption will be applied to the purchase of units of the other Portfolio. Transfers of units of BMO Harris U.S. Equity Portfolio, BMO Harris U.S. Growth Portfolio, BMO Harris International Equity Portfolio, BMO Harris International Special Equity Portfolio and BMO Harris Emerging Markets Equity Portfolio purchased in U.S. dollars will be converted into Canadian dollars before being invested in any Portfolio that only sells units in Canadian dollars.

Redemptions

If you want to sell all or a part of your investment in the Portfolios you must send a written redemption request to the manager for processing on the same day that it is received. No administration or other fees are charged in respect of a redemption of units.

The units will be redeemed at their net asset value per unit (or, in the case of the BMO Harris Canadian Money Market Portfolio, although no assurance can be given that this will always be the case, at an expected value of $10.00 per unit plus a portion of that Portfolio's net income and net capital gains, if any, accrued since the last distribution date).

Payment for units redeemed by the Portfolios will normally be made on or before the third business day following the applicable Valuation Date provided all necessary documents and/or information has been received. Redemption payments will be made in Canadian dollars except for redemptions of units of the BMO Harris U.S. Equity Portfolio, BMO Harris U.S. Growth Portfolio, BMO Harris International Equity Portfolio, BMO Harris International Special Equity Portfolio and BMO Harris Emerging Markets Equity Portfolio, which were purchased in U.S. dollars. In such cases, payments will be made in U.S. dollars.

Under extraordinary circumstances, we may suspend your right to request a redemption for all or part of a period when:

- normal trading is suspended on a stock, options or futures exchange in which securities or derivatives that make up more than 50% of the value or underlying exposure of the Portfolio's total assets are traded, and
- those securities or derivatives are not traded on any other exchange that represents a reasonable alternative for the Portfolio.

We may postpone a redemption payment during any period during which your right to request a redemption is suspended under the circumstances described above or with the approval of applicable securities regulatory authorities.

None of the Portfolios will accept any orders for the purchase of units during any period when the redemption of units has been suspended.

Optional services

As part of the wealth management service offered through BMO Financial Group, BMO Trust Company, as trustee, offers registered retirement savings plans (“**RRSP**”), registered retirement income funds (“**RRIF**”), tax free savings accounts (“**TFSA**”), registered education savings plans, deferred profit sharing plans and registered disability savings plans (“**registered plans**”). All of the provisions concerning these registered plans are contained in the registered plan application form and the declaration of trust that is attached to the application form. There are no annual administration fees for these services.

You should consult your tax advisor about the special rules that apply to each particular registered plan, including whether or not an investment in a Portfolio would be a prohibited investment for your RRSP, RRIF or TFSA or whether a particular transaction constitutes a prohibited “advantage” for your registered plan. For more information see **Income tax considerations for investors**.

Fees and expenses

The following tables show the fees and expenses you may have to pay if you invest in the Portfolios. You may have to pay some of these fees and expenses directly. Some of these fees and expenses are payable by the Portfolios, which reduces the value of your investment in a Portfolio.

If a Portfolio holds securities of an underlying fund, fees and expenses are payable by the underlying fund in addition to the fees and expenses payable by the Portfolio. No management fees or incentive fees are payable by the Portfolio that, to a reasonable person, would duplicate a fee payable by the underlying fund for the same service. Further, no sales or redemption fees are payable by the Portfolio in relation to its purchases or redemptions of the securities of the underlying fund if we or one of our affiliates or associates manage the underlying fund. No sales fees or redemption fees are payable by the Portfolio in relation to its purchase or redemption of securities of the underlying fund that, to a reasonable person, would duplicate a fee payable by an investor in the Portfolio.

Prior to July 1, 2010 the Portfolios paid federal goods and services tax ("**GST**") on most operating expenses. Beginning on July 1, 2010, GST was replaced by a harmonized sales tax ("**HST**") in certain provinces, which is imposed at a higher rate than GST. Since the applicable HST is paid by the Portfolios, it has increased the overall expenses of the Portfolios.

Fees and expenses payable by the funds

Management fees	None
Operating expenses	Each Portfolio pays all expenses relating to the operation of the Portfolio and the carrying on of its business. These expenses may include, without limitation, audit and legal fees and expenses; custodian and transfer agency fees; costs attributable to the issue, redemption and change of units, including the cost of the unitholder record-keeping system; expenses incurred in respect of preparing and distributing prospectuses, fund facts, financial reports and other types of reports, statements and communications to unitholders; fund accounting and valuation costs; filing fees, including those expenses incurred by BHIMI; interest and bank charges; premises and staff costs; fees and expenses of members of the IRC incurred in connection with their duties as members of the IRC which may include annual fees, meeting fees, reimbursement for expenses and any other expenses related to the operation of the IRC; applicable taxes and other general operating and administrative expenses (including unitholder servicing fees). Operating expenses incurred in respect of more than one Portfolio are allocated amongst the Portfolios in a fair and equitable manner. Each Portfolio pays its own brokerage commissions and fees and includes these in the cost of investments. Although the Portfolios are responsible for the payment of these expenses, the trustee may absorb some or all of such expenses. Operating expenses (excluding applicable taxes and brokerage commissions) payable by each Portfolio are capped as set out in the individual Portfolio sections of this simplified prospectus, and the trustee absorbs any expenses above this capped amount. Prior to January 1, 2011, the trustee also absorbed any applicable taxes payable by a Portfolio above the capped amount for that Portfolio.

Fees and expenses payable by the fund *(continued)*

Operating expenses *(continued)*	See the ***Fees and expenses*** information at the beginning of the individual Portfolio sections of this simplified prospectus for more information on the fees payable by each of the Portfolios. Each IRC member is entitled to receive compensation for the duties he or she performs as an IRC member. These duties include: attending quarterly meetings and internal continuing education seminars, reviewing conflict of interest matters referred to the IRC by the manager and reviewing the policies and procedures of the manager regarding conflict of interest matters on an annual basis. The annual retainer for each IRC member (other than the Chair) in respect of all of the Portfolios is approximately $7,626; the annual retainer for the Chair is approximately $12,908. In addition, each IRC member is entitled to a reimbursement of all reasonable expenses in connection with his or her duties as an IRC member. The Portfolios will not be reimbursed for any costs associated with compliance with NI 81-107. These costs are subject to a cap, as described in the ***Fund Details*** table of each Portfolio.

The type and level of expenses payable by the Portfolios may be changed. You will be sent a written notice advising you of any increase in fees or expenses or the introduction of other fees or expenses payable by a Portfolio at least 60 days prior to such increase being effective.

Fees and expenses payable directly by you

Wealth management fee	BMO Trust Company and BHIMI receive an annual fee from you for the wealth management service offered through BMO Financial Group. The annual fee for this service ranges from 0.20% to 1.95% of the assets under management, depending on the nature and size of your investment portfolio. The actual investment management fee payable by you is set out in the fee schedule contained in your account opening agreement that has been provided to you in conjunction with your investment management agreement with BMO Trust Company and BHIMI. This fee is paid directly by you to BMO Trust Company and BHIMI.
Sales charge	None
Switch fees	None
Redemption fees	None
Short-term trading fee	None
Registered plan fees	None

There are no annual administration fees for any of the optional services described under the heading ***Optional services*** on page 10.

Impact of sales charges

There are no fees or charges associated with the purchase, switch and redemption of units of the Portfolios. Instead, investors pay an annual fee to BMO Trust Company and us for the wealth management service.

Dealer compensation

We do not compensate dealers or sales representatives for the sale of units of the Portfolios. The trustee may compensate financial institutions and securities registrants within BMO Financial Group for client referrals to the wealth management service.

Income tax considerations for investors

This is a brief summary of the principal federal income tax considerations for investors who are Canadian-resident individuals (other than trusts) and who hold their units as capital property. Additional information is contained in the Portfolios' annual information form. **This summary is only a general discussion and does not cover all income tax considerations. Investors should consult their own tax advisors with respect to their individual circumstances.**

The taxes payable by an investor depend on the kind of account the Portfolio is held in.

For funds held in a registered plan

Generally, if units of a Portfolio are held in your RRSP or other registered plan, neither you nor the registered plan are required to pay tax on distributions paid by a Portfolio into the registered plan or on capital gains realized when the registered plan redeems or switches units. However, you or your registered plan may be subject to taxation in respect of an investment in a Portfolio in certain circumstances, including if the units of a Portfolio are, at any time, not a "qualified investment" or are a "prohibited investment" or are used in a transaction that is a prohibited "advantage" under the Tax Act for the registered plan.

Units of each Portfolio are a "qualified investment" for your registered plans. Units of a Portfolio will not be a "prohibited investment" at any time for your TFSA and, if proposed amendments to the Tax Act are enacted as currently proposed, for your RRSP or RRIF if: (i) you (together with people and entities with whom you do not deal at arm's length) hold units that have a fair market value of less than 10% of all the units of the Portfolio; and (ii) the Portfolio deals at arm's length with you and with any entity in which you hold a "significant interest" as defined in the Tax Act. **You should consult your own tax advisor for advice regarding the implications of acquiring, holding and disposing of any particular unit of a Portfolio in your registered plan, including whether or not a unit of a Portfolio would be a "prohibited investment" or whether a particular transaction constitutes a prohibited "advantage" for your registered plans.**

For funds not held in a registered plan

If units of a Portfolio are not held in a registered plan, you must report for income tax purposes all the income or capital gains distributed by a Portfolio to you during the year. You may also have a capital gain or a capital loss if you redeem units or switch between Portfolios. One-half of net capital gains is included in your income as a taxable capital gain. To the extent that a Portfolio's distributions to you in a year are greater than your share of the net income and net realized capital gains of the Portfolio, those distributions will be treated as a return of capital and will not be taxable but will reduce the adjusted cost base of your units. If the adjusted cost base of your units is reduced to less than zero, you will be deemed to realize a capital gain and the adjusted cost base of your units will subsequently be increased to nil.

Prior to a distribution date, the unit values of a Portfolio may reflect income and capital gains earned by a Portfolio, but not yet distributed. The distributions made to you are included in your income. Distributions result in a decrease in unit value. In other words, if you buy units just before a Portfolio's distribution date (especially late in the year), you may have to pay income tax on income or capital gains the Portfolio earned before you purchased units, which amounts may be reflected in a portion of the purchase price you paid.

The higher its portfolio turnover rate, the greater the chance a Portfolio will make a distribution of capital gains.

Calculating capital gains and losses

Your capital gain or loss for tax purposes is the difference between the amount you receive for a redemption or switch and the adjusted cost base of your units. Generally, the aggregate adjusted cost base of your units is equal to:

- the total of all amounts paid to purchase your units ***plus***
- the amount of any reinvested distributions ***less***
- the return of the capital component of distributions ***less***
- the adjusted cost base of any units you have previously redeemed.

Your adjusted cost base and proceeds of disposition must be calculated in Canadian dollars. We will issue a tax statement to you each year identifying your distributions. You should keep detailed records of the purchase cost and distributions related to your Portfolio units in order to calculate the adjusted cost base of those units. You may wish to consult a tax advisor to help you with these calculations.

What are your legal rights?

Securities legislation in some provinces gives you the right to withdraw from an agreement to buy mutual funds within two business days of receiving the simplified prospectus, or to cancel your purchase within 48 hours of receiving confirmation of your order.

Securities legislation in some provinces also allows you to cancel an agreement to buy Portfolio units and get your money back, or to make a claim for damages, if the simplified prospectus, annual information form or financial statements misrepresent any facts about the Portfolio. These rights must usually be exercised within certain time limits.

For more information, refer to the securities legislation of your province or consult your lawyer.

Additional Information

The manager of the Portfolios has received an exemption from Canadian securities regulators to enable the Portfolios, as dealer managed mutual funds, subject to certain conditions imposed by the regulators, to purchase equity securities of a reporting issuer during the period of distribution (the "**Distribution**") of the issuer's securities pursuant to a private placement offering and for the 60-day period following the completion of the Distribution notwithstanding that the manager or the associates or affiliates thereof act or have acted as underwriter in connection with the Distribution.

The manager has also received an exemption from Canadian securities regulators to enable the Portfolios, subject to certain conditions imposed by the regulators, including the prior approval of the Portfolios' IRC, to purchase debt securities in the secondary market from, or sell debt securities in the secondary market to, an associate or affiliate of the manager that is a principal dealer in the Canadian debt securities markets, acting as principal.

Subject to certain conditions imposed by the regulators, including the prior approval of the Portfolios' IRC, the Portfolios may:

- invest in or continue to invest in securities of Bank of Montreal or another related issuer; and
- invest in equity and/or corporate debt securities of a reporting issuer during the Distribution of the issuer's securities and for the 60-day period following the completion of the Distribution, notwithstanding that the manager or an associate or affiliate thereof acts or has acted as underwriter in connection with the Distribution.

In addition, the manager has received an exemption from Canadian securities regulators to enable the Portfolios, subject to certain conditions imposed by the regulators, including the prior approval of the Portfolios' IRC, to invest in Bank of Montreal debt securities in the secondary market and to invest in Bank of Montreal debt securities, other than asset-backed commercial paper securities, with a term of maturity of 365 days or more in a primary offering.

Similarly, the manager has received an exemption from Canadian securities regulators to enable BMO Harris Canadian Bond Income Portfolio, BMO Harris Canadian Total Return Bond Portfolio and BMO Harris Canadian Corporate Bond Portfolio, subject to certain conditions imposed by the regulators, including the prior approval of the Portfolios' IRC, to purchase mortgages from and/or sell mortgages to certain associates or affiliates of the manager.

Prior to seeking IRC approval, the manager is required to refer its written policies and procedures relating to the above-mentioned investments for the Portfolios to the IRC for the IRC's review. The policies and procedures are designed to ensure, among other things, that related party transactions: (i) are consistent with, or are necessary to meet, the investment objectives of the Portfolios; (ii) are free from any influence by an entity related to BHIMI or the portfolio manager (the "**Affiliate**") and without taking into account any consideration relevant to BHIMI or an Affiliate; (iii) represent the business judgment of BHIMI uninfluenced by considerations other than the best interests of the Portfolios; and (iv) achieve a fair and reasonable result for the Portfolios. In the event an investment decision in respect of a related party transaction is not made in accordance with the foregoing requirements, we are required to notify the IRC and the IRC, as soon as practicable, is required to notify the Canadian securities regulators. This information is also included in the annual report prepared by the IRC for unitholders.

Additional information about the exemptions obtained by the Portfolios from Canadian securities regulators, including other exemptive relief received by the Portfolios, is available in the Portfolios' annual information form.

Specific information about each of the mutual funds described in this document

Introduction

You will find the key information about each of the Portfolios in the following pages. The following information is provided to help you more easily understand the specific information about each of the Portfolios described in this simplified prospectus.

Fund details

This section contains an overview of the Portfolio — what kind of Portfolio it is and when it was established.

Each of BMO Harris Canadian Money Market Portfolio, BMO Harris Canadian Bond Income Portfolio, BMO Harris Canadian Income Equity Portfolio, BMO Harris Canadian Conservative Equity Portfolio, BMO Harris Canadian Growth Equity Portfolio, BMO Harris Canadian Special Growth Portfolio, BMO Harris U.S. Equity Portfolio and BMO Harris International Equity Portfolio were previously offered by way of private placement.

This section identifies whether units of the Portfolio are qualified investments for registered plans. You should consult your tax advisor about the special rules that apply to each particular registered plan, including whether or not an investment in a Portfolio would be a prohibited investment for your RRSP, RRIF or TFSA or whether a particular transaction constitutes a prohibited "advantage" for your registered plan.

This section also shows the name of the sub-advisor to the Portfolio — the company that provides investment advice to the portfolio manager on the Portfolio's investment portfolio.

All of the Portfolios are organized as mutual fund unit trusts that can issue an unlimited number of mutual fund trust units.

What does the fund invest in?

This section outlines the investment objectives and strategies of each Portfolio. The fundamental investment objectives of a Portfolio may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called for such purpose. A Portfolio's **investment objectives** are the primary goals of the Portfolio and the type of securities in which the Portfolio invests. The Portfolio's **investment strategies** set out how the portfolio manager and sub-advisor try to achieve the Portfolio's investment objective.

Each of the Portfolios follows the standard investment restrictions and practices established by Canadian securities regulators, unless Canadian securities regulators have given the Portfolio approval to vary its strategies from these restrictions. If the manager and/or Portfolio has obtained an approval, we discuss it above under ***Additional Information*** and/or in the Portfolios' annual information form. If the Portfolio has other investment restrictions, they are also set out in this section.

All the Portfolios, except for the Canadian Money Market Portfolio, have previously provided 60 days written notice to unitholders of their intention to use derivatives.

All the Portfolios may engage in securities lending, repurchase and reverse repurchase transactions as described under ***What is a mutual fund and what are the risks of investing in a mutual fund? — General investment risks*** beginning on page 2. No Portfolio will enter into these transactions, however, unless it has provided to its unitholders, not less than 60 days written notice of its intention to do so before it commences such transactions.

In some cases, the investment strategies of a Portfolio may indicate that the Portfolio has percentage or other restrictions on its investment in certain types of securities. In these cases, if the restriction is adhered to at the time of investment and then later the market value of the investment, the rating of the investment, or the value of the Portfolio changes in a manner that causes the restriction to be exceeded, it is not a violation of the restriction.

What are the risks of investing in the fund?

This section sets out the specific risks of investing in the Portfolio. You will find general information on the risks associated with investing in mutual funds on page 2.

Who should invest in this fund?

This section describes the kind of investor for whom the Portfolio may be suitable, including the investor's level of risk tolerance and investment horizon. As the Portfolios are being offered as part of the wealth management service offered through BMO Financial Group, you should keep in mind that an investment in a particular Portfolio may comprise only part of your portfolio of investments.

Portfolio risk classification

We assign an investment risk rating to each Portfolio to provide you with further information to help you determine whether a Portfolio is appropriate for you. The methodology we use to determine the risk rating of each Portfolio is based on the methodology recommended by the Fund Risk Classification Task Force of The Investment Funds Institute of Canada (IFIC). The IFIC Task Force concluded that the most comprehensive, easily understood form of risk in this context is historical volatility risk as measured by the standard deviation of fund performance. However, the IFIC Task Force recognizes that other types of risk, both measurable and non-measurable, may exist and reminds investors that historical performance may not be indicative of future returns and a fund's historical volatility may not be indicative of future volatility.

Using this methodology, we will generally assign a risk rating based on a Portfolio's historical rolling three and five-year standard deviation in one of the following categories:

- Low – generally includes money market funds and Canadian fixed income funds;
- Low to medium – generally includes balanced and asset allocation funds;
- Medium – generally includes large-cap equity funds investing in developed markets;
- Medium to high – generally includes equity funds investing in small/mid-cap issuers, or in specific countries or larger sectors; and
- High – generally includes equity funds investing in emerging markets or narrower sectors.

In certain instances, this method may produce a result that we believe may not be indicative of a Portfolio's future volatility. As a result, in addition to using the methodology recommended by the IFIC Task Force, we may take into account other qualitative factors, including, but not limited to, economic climate, portfolio management styles, sector concentration and types of investments made by a Portfolio and the liquidity of those investments, in making our final determination of each Portfolio's risk rating. The investment risk rating for each Portfolio is reviewed at least annually as well as if there is a material change in a Portfolio's investment objective or investment strategy.

These risk ratings do not necessarily correspond to a client's risk tolerance assessment; please consult your BMO Harris Private Banking professional for advice regarding your personal circumstances.

Details about the method that we use to determine the investment risk level of each Portfolio are available on request, at no cost to you, by calling us at 1-800-361-1392, by writing to us at 9th Floor, 1 First Canadian Place, Toronto, Ontario M5X 1H3 or by emailing us at **contact.centre@bmonb.com**.

Distribution policy

The Portfolios make distributions of net income and net realized capital gains to unitholders to ensure that a Portfolio does not pay any tax. This section sets out how often these distributions are made. Distributions are automatically reinvested in additional units of a Portfolio unless you request in writing that the Portfolio pay the distributions in cash. For more information about distributions, see ***Income tax considerations for investors*** on page 13.

Fund expenses indirectly borne by investors

This table provides a hypothetical example which may assist you in comparing the indirect cost of investing in a Portfolio with the indirect cost of investing in other mutual funds. These costs are paid out of a Portfolio's assets. While you do not pay them directly, they have the effect of lowering a Portfolio's returns. See ***Fees and expenses*** on page 11 for more information about the cost of investing in the Portfolios.

The table illustrates the cumulative expenses you would pay over various time periods if:

- you invested $1,000 for the time periods shown;
- the Portfolio earned a total annual return of 5% each year (which may be different from the Portfolio's actual return and is used only for illustrative purposes as required by Canadian securities regulators); and
- the Portfolio had the same management expense ratio (excluding brokerage commissions) in all periods as it did in its last completed financial year. The management expense ratio does not include the investment management fee payable by you as set out in your investment policy statement.

BMO Harris Canadian Money Market Portfolio

FUND DETAILS

Type of fund:	Canadian money market
Securities offered:	Mutual fund trust units
Date started[1]:	February 25, 1998
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	BMO Asset Management Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] The Portfolio was established on May 15, 1997 and first offered its units by way of prospectus on February 25, 1998.

What does the fund invest in?

Investment objectives

The Portfolio's investment objectives are:

- to provide a high level of interest income and liquidity
- to preserve the capital invested.

The Portfolio invests primarily in high quality, low risk short-term debt instruments issued by governments and corporations in Canada, such as treasury bills, bankers' acceptances and commercial paper.

The Portfolio's fundamental investment objectives may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- investment in securities rated R-1 (low) stable or higher at the time of investment by Dominion Bond Rating Service Limited or A-1 (low) or higher at the time of investment by Standard & Poor's Rating Service or the equivalent rating as defined by other recognized rating agencies
- maintenance of a unit price of $10.00 by crediting income daily and distributing it monthly.

What are the risks of investing in the fund?

Investing in this Portfolio may involve the following risks:

- the yield on the Portfolio will vary with short-term interest rates, see risks associated with interest rates which are detailed on page 4
- although the Portfolio intends to maintain a price per unit of $10.00, unit prices may rise or fall.

The investment strategies may also involve the following risks, which are detailed on pages 2 to 5:

- credit
- interest rates
- large redemption
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a secure investment for the cash portion of their investment portfolio along with interest income
- need ready access to their money
- are looking for a short-term investment
- prefer low investment risk.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income is credited daily and distributed monthly to unitholders. Net realized capital gains are distributed to unitholders at the end of December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.41	$1.29	$2.27	$5.16

BMO Harris Canadian Bond Income Portfolio

FUND DETAILS

Type of fund:	Canadian bond
Securities offered:	Mutual fund trust units
Date started[1] :	February 25, 1998
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	BMO Asset Management Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] The Portfolio was established on May 15, 1997 and first offered its units by way of prospectus on February 25, 1998.

What does the fund invest in?

Investment objectives

The Portfolio's investment objectives are:

- to produce a high level of interest income
- to preserve the capital invested.

The Portfolio invests primarily in high quality fixed income securities such as bonds and debentures issued by governments and corporations in Canada that mature in more than one year.

The Portfolio's fundamental investment objectives may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- selection of a variety of investment maturities based on the interest rate outlook
- determination of the best potential investments for the Portfolio by analyzing the credit ratings of various issuers
- diversification of the Portfolio by allocating investments among government and corporate securities, including securities backed by mortgages or other financial assets
- investment primarily in securities which will provide a steady stream of annual income
- possible investment of up to 10% of the Portfolio's assets in mortgages fully guaranteed or insured by governments in Canada or the government of the United States.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives in an effort to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- credit
- currency
- derivatives transactions
- fixed income investments
- foreign investments
- interest rates
- large redemption
- mortgage related securities and asset backed securities
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a core Canadian fixed-income fund for their investment portfolio
- want the potential for a regular income stream
- are comfortable with low investment risk (i.e., you are willing to accept some fluctuations in the market value of your investment over the short-term)
- have a medium to long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income is distributed monthly to unitholders. Net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.31	$0.97	$1.70	$3.87

BMO Harris Canadian Total Return Bond Portfolio

FUND DETAILS

Type of fund:	Canadian bond
Securities offered:	Mutual fund trust units
Date started:	June 28, 2000
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	BMO Asset Management Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to produce superior returns through a combination of interest income and capital growth while also pursuing capital preservation.

The Portfolio invests primarily in high quality fixed income securities such as bonds and debentures issued by governments and corporations in Canada that mature in more than one year.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- selection of a variety of investment maturities based on the interest rate outlook
- determination of the best potential investments for the Portfolio by analyzing the credit ratings of various issuers
- diversification of the Portfolio by allocating investments among government and corporate debt securities, including securities backed by mortgages or other financial assets
- while generation of income will be important, the Portfolio may also undertake shifts in duration and composition in anticipation of interest rate movements to protect or enhance capital value
- possible investment of up to 10% of the Portfolio's assets in mortgages fully guaranteed or insured by governments in Canada or the government of the United States.
- may invest a portion of the Portfolio's assets in non-investment grade fixed income securities
- may invest a portion of the Portfolio's assets in securities of other mutual funds, which may include mutual funds that are managed by us or one of our affiliates.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- credit
- currency
- derivatives transactions
- fixed income investments
- foreign investments
- fund of funds
- interest rates
- large redemption
- mortgage related securities and asset backed securities
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a core Canadian bond fund for their investment portfolio
- want the potential for higher total returns available from a combination of interest income and capital gains
- are comfortable with low to medium investment risk (i.e., you are willing to accept some fluctuations in the market value of your investment)
- have a medium to long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income is distributed quarterly to unitholders in March, June, September and December. Net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.41	$1.29	$2.27	$5.16

BMO Harris Canadian Corporate Bond Portfolio

FUND DETAILS

Type of fund:	Canadian bond
Securities offered:	Mutual fund trust units
Date started:	March 1, 2002
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	BMO Asset Management Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to produce superior returns through a combination of interest income and capital growth while also pursuing capital preservation.

The Portfolio invests primarily in high quality fixed income securities such as bonds and debentures issued by Canadian corporations that mature in more than one year.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- selection of a variety of investment maturities based on the interest rate outlook
- determination of the best potential investments for the Portfolio by analyzing the credit ratings of various issuers
- diversification of the Portfolio by allocating investments among corporate debt securities, including securities backed by mortgages or other financial assets
- while generation of income will be important, the Portfolio may also undertake shifts in portfolio duration and composition in anticipation of interest rate movements to protect or enhance capital value
- possible investment of up to 10% of the Portfolio's assets in mortgages fully guaranteed or insured by governments in Canada or the government of the United States
- may invest a portion of the Portfolio's assets in non-investment grade fixed income securities
- may invest a portion of the Portfolio's assets in securities of other mutual funds, which may include mutual funds that are managed by us or one of our affiliates.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term instruments such as money market securities and/or higher quality debt such as Government of Canada bonds while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in the Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- credit
- currency
- derivatives transactions
- fixed income investments
- foreign investments
- fund of funds
- interest rates
- large redemption
- mortgage related securities and asset backed securities
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a core Canadian corporate bond fund for their investment portfolio
- want the potential for higher total returns available from a combination of interest income and capital gains
- are comfortable with low to medium investment risk (i.e., you are willing to accept some fluctuations in the market value of your investment)
- have a medium to long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income will be distributed quarterly to unitholders in March, June, September and December. Net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	\$0.51	\$1.62	\$2.83	\$6.45

BMO Harris Diversified Yield Portfolio

FUND DETAILS

Type of fund:	Canadian equity
Securities offered:	Mutual fund trust units
Date started:	November 1, 2002
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

What does the fund invest in?

Investment objectives

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

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The portfolio manager primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- bottom-up security selection
- quantitative and traditional fund analyses
- analysis of the projected earnings growth and cash flows and payout ratios
- analysis of the quality of the management teams
- analysis of the business fundamentals
- analysis of balance sheet strength, credit ratings, and relative valuation considerations
- diversification across industries to ensure that the Portfolio is not overly sensitive to a particular line of business.

The Portfolio may invest, but is not limited to investing, in common equities, preferred equity, income trusts, royalty trusts, real estate investment trusts, convertible debentures, and fixed income securities. The Portfolio may use derivative instruments, primarily options to attempt to generate income in the Portfolio.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may also hold a portion of its assets in cash or short-term instruments such as money market securities and/or fixed income securities such as Government of Canada bonds and/or bonds and debentures issued by Canadian corporations that mature in more than one year while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- credit
- currency
- derivatives transactions
- equity investments
- fixed income investments
- foreign investments
- interest rates
- large redemption
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want the potential for an income stream
- are comfortable with medium investment risk (i.e., you are willing to accept fluctuations in the market value of your investment)
- have a long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income is distributed quarterly to unitholders in March, June, September and December. Net realized capital gains will be distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.62	$1.94	$3.40	$7.74

BMO Harris Canadian Income Equity Portfolio

FUND DETAILS

Type of fund:	Canadian equity
Securities offered:	Mutual fund trust units
Date started[1]:	March 1, 2002
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] Two mutual funds, both of which were offered by way of private placement, merged to form the Portfolio on February 28, 2002.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide a higher than average income stream primarily from income, royalties and distributions or dividends of equity securities of Canadian issuers.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The portfolio manager primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- bottom-up security selection
- quantitative and traditional fundamental analyses
- analysis of the company's projected earnings growth
- analysis of the quality of the company's management
- identification of reasonable stock price valuations relative to other companies in the same industry.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term instruments such as money market securities while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in the Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- issuer concentration
- large redemption
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a core Canadian equity fund with an income generation mandate
- prefer medium investment risk (i.e., you are willing to accept fluctuations in the market value of your investment)
- have a medium to long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income is distributed quarterly to unitholders in March, June, September and December. Net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.41	$1.29	$2.27	$5.16

BMO Harris Canadian Conservative Equity Portfolio

FUND DETAILS

Type of fund:	Canadian equity
Securities offered:	Mutual fund trust units
Date started[1]:	March 1, 2002
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] Three mutual funds, all of which were offered by way of private placement, merged to form the Portfolio on February 28, 2002.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide long-term capital appreciation through investing primarily in equity securities of large Canadian issuers.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The portfolio manager primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- bottom-up security selection
- quantitative and traditional fundamental analyses
- analysis of the company's projected earnings growth
- analysis of the quality of the company's management
- identification of reasonable stock price valuations relative to other companies in the same industry.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term instruments such as money market securities while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in the Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- issuer concentration
- large redemption
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a core Canadian equity fund with a conservative mandate
- are comfortable with medium to high investment risk (i.e., you are willing to accept fluctuations in the market value of your investment)
- have a medium to long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.41	$1.29	$2.27	$5.16

BMO Harris Canadian Growth Equity Portfolio

FUND DETAILS

Type of fund:	Canadian equity
Securities offered:	Mutual fund trust units
Date started[1]:	March 1, 2002
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] Four mutual funds, all of which were offered by way of private placement, merged to form the Portfolio on February 28, 2002.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide above average long-term returns through investing primarily in growth-oriented equity securities of Canadian issuers.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The portfolio manager primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- bottom-up security selection
- quantitative and traditional fundamental analyses
- analysis of the company's projected earnings growth
- analysis of the quality of the company's management
- identification of reasonable stock price valuations relative to other companies in the same industry.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term instruments such as money market securities while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in the Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- issuer concentration
- large redemption
- liquidity
- securities lending, repurchase and reverse repurchase transactions
- small companies.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a core Canadian equity fund with a growth mandate
- are comfortable with high investment risk (i.e., you are willing to accept significant fluctuations in the market value of your investment)
- have a medium to long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$1.03	$3.23	$5.66	$12.89

BMO Harris Canadian Special Growth Portfolio

FUND DETAILS

Type of fund:	Canadian small and mid-capitalization equity
Securities offered:	Mutual fund trust units
Date started[1]:	February 25, 1998
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	BMO Asset Management Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.10% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] The Portfolio was established on May 15, 1997 and first offered its units by way of prospectus on February 25, 1998.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide above average capital growth over the long-term by investing in small and mid-sized Canadian companies whose shares are listed on a Canadian stock exchange.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- analysis of the financial results and statistics of the company to determine if the company's stock is well priced
- analysis of the company's projected earnings and cash flow
- analysis of the company's operations and research and development to assess the company's potential for future growth
- analysis of the quality of the company's management
- analysis of the financial health of the company
- continuous monitoring of the company for changes that may affect its profitability.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

The Portfolio is expected to have a high portfolio turnover rate. The higher the portfolio turnover rate, the greater the Portfolio's trading costs, and the greater the possibility of unitholders receiving a taxable capital gain as a result of ownership of units in the Portfolio. For more information, see ***Income tax considerations for investors*** on page 13.

On occasion, up to 35% of the net assets of the Portfolio may be invested in foreign securities.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- large redemption
- liquidity
- securities lending, repurchase and reverse repurchase transactions
- small companies.

During the 12 months preceding October 18, 2011, up to 10.54% of the net assets of the Portfolio were invested in Andean Resources Limited. The risk associated with this investment is discussed under "Issuer concentration" on page 4.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want to invest in a fund which invests in smaller Canadian companies with high growth potential
- are comfortable with high investment risk (i.e., you are willing to accept significant fluctuations in the market value of your investment)
- have a medium to long-term investment horizon.

The Portfolio may not be appropriate for an investor who needs regular income or stability of principal, or is pursuing a short-term investment goal.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

Net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$1.03	$3.23	$5.66	$12.89

BMO Harris U.S. Equity Portfolio

FUND DETAILS

Type of fund:	U.S. equity
Securities offered:	Mutual fund trust units
Date started[1]:	February 25, 1998
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	Harris Investment Management, Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.30% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] The Portfolio was established on May 15, 1997 and first offered its units by way of prospectus on February 25, 1998.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide long-term capital appreciation by investing primarily in larger capitalization U.S. equity securities.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- selection of securities that are considered to be undervalued and to represent stronger than average growth characteristics
- usage of a disciplined investment process designed to maintain a diversified portfolio of equity securities of higher quality companies to assist in reducing risk
- usual investment of at least 65% of the Portfolio's assets in common stock of large capitalization companies.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- large redemption
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want a U.S. equity fund that focuses on investing in large to mid-capitalization companies
- are comfortable with medium to high investment risk (i.e., you are willing to accept fluctuations in the market value of your investment)
- have longer term investment goals.

This Portfolio may not be appropriate for an investor who needs regular income or stability of capital or is pursuing a short-term investment goal.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

Net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$0.92	$2.91	$5.10	$11.60

BMO Harris U.S. Growth Portfolio

FUND DETAILS

Type of fund:	U.S. equity
Securities offered:	Mutual fund trust units
Date started:	June 28, 2000
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	Sands Capital Management, LLC
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.30% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide above average long-term capital growth by investing in the equity securities of large-capitalization, U.S.-based companies.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- analysis of a company with consistently superior growth in revenues and earnings
- analysis of a company in a promising business with distinct competitive advantage
- analysis of a company with proven management
- analysis of a company with very strong transparent financial statements.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

The Portfolio may use depository receipts as part of its investment strategy.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- issuer concentration
- large redemption
- securities lending, repurchase and reverse repurchase transactions.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- are willing to accept higher short-term risk along with higher potential for long-term growth of capital
- want to add a U.S. investment with growth potential to diversify their investment portfolio
- are comfortable with medium to high investment risk (i.e., you are willing to accept fluctuations in the market value of your investment)
- have longer-term investment goals.

This Portfolio may not be appropriate for an investor who needs regular income or stability of principal or is pursuing a short-term investment goal.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

Net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$2.77	$8.72	$15.29	$34.81

BMO Harris International Equity Portfolio

FUND DETAILS

Type of fund:	International equity
Securities offered:	Mutual fund trust units
Date started[1]**:**	February 25, 1998
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisors:	McKinley Capital Management, LLC Pyrford International Limited Thornburg Investment Management, Inc.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.70% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

[1] The Portfolio was established on January 28, 1998 and first offered its units by way of prospectus on February 25, 1998.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to provide 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.

The Portfolio's fundamental investment objective may not be changed without the prior approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The portfolio manager and sub-advisors primarily use the following strategies to seek to achieve the Portfolio's objectives:

- analysis of the financial information available for each potential investment, including a company's operations and potential for growth
- qualitative and traditional fundamental analyses, including bottom up security selection
- analysis of the quality of the company's management
- analysis of whether the stock is attractively priced in the market
- analysis of the economic outlook for various countries/regions and industries
- analysis of expected changes in currency exchange rates.

The Portfolio may invest some of its assets in securities of companies located in emerging markets and in small and medium capitalization companies. The Portfolio's assets will be diversified by industry and country to help reduce risk.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- large redemption
- liquidity
- securities lending, repurchase and reverse repurchase transactions
- small companies.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want to diversify their investment portfolio to include international investments outside of Canada and the United States
- are comfortable with medium to high investment risk (i.e., you are willing to accept fluctuations in the market value of your investment)
- have longer term investment goals.

This Portfolio may not be appropriate for an investor who needs regular income or stability of capital or is pursuing a short-term investment goal.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

Net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing that the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$1.54	$4.85	$8.50	$19.34

BMO Harris International Special Equity Portfolio

FUND DETAILS

Type of fund:	International equity
Securities offered:	Mutual fund trust units
Date started:	November 1, 2006
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	GlobeFlex Capital, L.P.
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.70% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to achieve long-term growth through capital appreciation by primarily investing in small and mid-sized companies internationally.

The Portfolio's fundamental investment objective may not be changed without the approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The sub-advisor primarily uses the following strategies to seek to achieve the Portfolio's objectives:

- bottom up security selection
- quantitative and traditional fundamental analyses
- analysis of the financial results, financial condition and potential future growth of the company
- identification of companies with earnings acceleration that are currently trading below their fair market values.

The Portfolio may invest some of its assets in securities of companies located in emerging markets.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

The Portfolio is expected to have a high portfolio turnover rate. The higher the portfolio turnover rate, the greater the Portfolio's trading costs, and the greater the possibility of unitholders receiving a taxable capital gain as a result of ownership of units in the Portfolio. For more information, see ***Income tax considerations for investors*** on page 13.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- large redemption
- liquidity
- securities lending, repurchase and reverse repurchase transactions
- small companies.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want to diversify their investment portfolio to include investments outside of Canada and the United States
- want exposure to small and mid-sized companies
- are comfortable with high investment risk (i.e., you are willing to accept significant fluctuations in the market value of your investment)
- have a long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$7.18	$22.62	$39.65	$90.25

BMO Harris Emerging Markets Equity Portfolio

FUND DETAILS

Type of fund:	Emerging markets equity
Securities offered:	Mutual fund trust units
Date started:	November 1, 2006
Registered plan eligibility:	Qualified investment for RRSPs, RRIFs and similar registered plans.
Sub-advisor:	Comgest SA
Fees and expenses:	The operating expenses (excluding applicable taxes and brokerage commissions) charged to the Portfolio will not exceed 0.70% of its net asset value. For more information about fees payable by the Portfolio, see page 11.

What does the fund invest in?

Investment objectives

The Portfolio's investment objective is to achieve long-term growth through capital appreciation through primarily investing in securities of companies in emerging markets or companies with a connection to emerging markets.

The Portfolio's fundamental investment objective may not be changed without the approval of a majority of the votes cast by unitholders at a meeting called specifically for such purpose.

Investment strategies

The portfolio manager and sub-advisor primarily use the following strategies to seek to achieve the Portfolio's objectives:

- bottom up security selection
- traditional fundamental and quantitative analyses
- analysis of a company's balance sheet and earnings
- analysis of the quality of the company's management
- select attractively priced companies that show exceptional characteristics with strong competitive positions that are likely to appreciate steadily over the long-term.

The Portfolio may also invest in securities of companies that trade in emerging markets, or that trade anywhere in the world and earn more than half of their revenue from production, operations or sales in emerging markets.

The Portfolio may use derivative instruments to gain exposure to securities and markets instead of investing in the securities directly. The Portfolio may also use derivative instruments to try to reduce risk by protecting the Portfolio against potential losses from changes in interest rates and reducing the impact of currency fluctuations on the Portfolio's holdings (i.e. hedging purposes). The Portfolio may also use derivatives to enhance yield. The Portfolio may use futures contracts, swap agreements or options, or enter into forward transactions. The Portfolio will only use derivatives as permitted by Canadian securities regulators.

The Portfolio may hold a portion of its assets in cash or short-term money market instruments while seeking investment opportunities or for defensive purposes to reflect general economic and/or market conditions.

What are the risks of investing in the fund?

Investing in this Portfolio may involve risks associated with the following, which are detailed on pages 2 to 5:

- commodity
- currency
- derivatives transactions
- equity investments
- foreign investments
- issuer concentration
- large redemption
- liquidity
- securities lending, repurchase and reverse repurchase transactions
- small companies.

During the 12 months preceding October 18, 2011, up to 11.06% of the net assets of the Portfolio were invested in MTN Group Limited. The risk associated with this investment is discussed under "Issuer concentration" on page 4.

Who should invest in this fund?

The Portfolio is suitable for investors who:

- want to diversify their investment portfolio to include investments outside of Canada, the United States and other developed markets
- are comfortable with high investment risk (i.e., you are willing to accept significant fluctuations in the market value of your investment)
- have a long-term investment horizon.

See ***Portfolio risk classification*** on page 16 for a description of how we determined the classification of this Portfolio's risk level.

Distribution policy

The Portfolio's net income and net realized capital gains are distributed to unitholders in December. Distributions are automatically reinvested in additional units of the Portfolio unless you request in writing the Portfolio pay the distributions in cash.

Fund expenses indirectly borne by investors

Please refer to page 17 for the assumptions used in this table. The assumptions do not reflect the actual results of the Portfolio.

	1 yr	3 yrs	5 yrs	10 yrs
Expenses payable over:	$3.08	$9.69	$16.99	$38.68

BMO Harris Private Portfolios

BMO Harris Canadian Money Market Portfolio
BMO Harris Canadian Bond Income Portfolio
BMO Harris Canadian Total Return Bond Portfolio
BMO Harris Canadian Corporate Bond Portfolio
BMO Harris Diversified Yield Portfolio
BMO Harris Canadian Income Equity Portfolio
BMO Harris Canadian Conservative Equity Portfolio
BMO Harris Canadian Growth Equity Portfolio
BMO Harris Canadian Special Growth Portfolio
BMO Harris U.S. Equity Portfolio
BMO Harris U.S. Growth Portfolio
BMO Harris International Equity Portfolio
BMO Harris International Special Equity Portfolio
BMO Harris Emerging Markets Equity Portfolio

BMO Harris Private Banking is comprised of Bank of Montreal, BMO Harris Investment Management Inc., and BMO Trust Company. Banking services are offered through Bank of Montreal. Portfolio management services are offered through BMO Harris Investment Management Inc., an indirect subsidiary of Bank of Montreal. Estate, trust, planning, administration and tax services are offered through BMO Trust Company, a wholly-owned subsidiary of Bank of Montreal.

Additional information about the Portfolios is available in the Portfolios' annual information form, fund facts, management reports of fund performance and financial statements. These documents are incorporated by reference into this document, which means that they legally form part of this document just as if they were printed in it. To obtain a copy of the fund facts, annual information form, management reports of fund performance or financial statements at no cost, call toll free 1-800-361-1392, e-mail us at **contact.centre@bmonb.com** or ask your BMO Harris Private Banking professional.

These documents and other information about the Portfolios such as information circulars and material contracts, are available at BMO Harris Investment Management Inc.'s internet site at **www.bmoharrisprivatebanking.com** or at **www.sedar.com**.

Portfolio management services are offered through BMO Harris Investment Management Inc., an indirect subsidiary of Bank of Montreal.

BMO Harris Investment Management Inc., 9th Floor, 1 First Canadian Place, Toronto, Ontario M5X 1H3

www.bmoharrisprivatebanking.com

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