

Annual Financial Statements

BMO Harris Private Portfolios December 31, 2014

BMO Harris Canadian Corporate Bond Portfolio



Independent Auditor's Report

To the Unitholders of

BMO Harris Canadian Money Market Portfolio
BMO Harris Canadian Special Growth Portfolio
BMO Harris U.S. Equity Portfolio
BMO Harris International Equity Portfolio
BMO Harris U.S. Growth Portfolio

BMO Harris Canadian Income Equity Portfolio
BMO Harris Canadian Short-Term Bond Portfolio
(formerly BMO Harris Canadian Bond Income Portfolio)

BMO Harris Canadian Growth Equity Portfolio

BMO Harris Canadian Conservative Equity Portfolio
BMO Harris Canadian Mid-Term Bond Portfolio
(formerly BMO Harris Canadian Total Return Bond Portfolio)
BMO Harris Canadian Corporate Bond Portfolio
BMO Harris Diversified Yield Portfolio
BMO Harris Emerging Markets Equity Portfolio
BMO Harris U.S. Special Equity Portfolio

(collectively the "Portfolios")

We have audited the accompanying financial statements of each of the Portfolios, which comprise the statements of financial position as at December 31, 2014, December 31, 2013 and January 1, 2013 and the statements of comprehensive income, changes in net assets attributable to holders of redeemable units and cash flows for the years ended December 31, 2014 and December 31, 2013, and the related notes, which comprise a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair
presentation of the financial statements of each of the
Portfolios in accordance with International Financial
Reporting Standards, and for such internal control as
management determines is necessary to enable the
preparation of financial statements that are free from material
misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements of each of the Portfolios based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in each of our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements of each of the Portfolios present fairly, in all material respects, the financial position of each of the Portfolios as at December 31, 2014, December 31, 2013 and January 1, 2013 and the financial performance and cash flows of each of the Portfolios for the years ended December 31, 2014 and December 31, 2013 in accordance with International Financial Reporting Standards.

Pricewaterhouse Coopers U.P.

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario

March 31, 2015

STATEMENT OF FINANCIAL POSITION

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

As at	December 31 2014	December 31 2013	January 1 2013
Assets			
Current Assets			
Cash	9,021	_	1,612
Investments			
Non-derivative financial assets	1,003,661	231,183	351,909
Receivable for investments sold	5,260	1,051	_
Subscriptions receivable	567	_	84
Interest receivable	7,821	1,965	3,070
Total assets	1,026,330	234,199	356,675
Liabilities			
Current Liabilities			
Bank indebtedness	_	742	_
Payable for investments purchased	13,061	_	_
Redemptions payable	443	25	38
Distributions payable	0	0	1
Accrued expenses	88	23	31
Total liabilities	13,592	790	70
Net assets attributable to holders of redeemable			
units	1,012,738	233,409	356,605
Net assets attributable to holders of redeemable units per unit	\$ 10.46	\$ 10.27	\$ 10.66

STATEMENT OF COMPREHENSIVE INCOME

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

	December 31	December 31
For the periods ended	2014	2013
Income		
Interest income	22,504	9,830
Other changes in fair value of investments and derivatives		
Net realized gain	1,252	4,909
Change in unrealized appreciation (depreciation)	13,676	(13,420)
Net gain in fair value of investments and derivatives	37,432	1,319
Total other income	_	_
Total income	37,432	1,319
Expenses		
Sub-advisory fees	1,037	367
Audit fees	12	7
Independent review committee fees	3	2
Custodian fees	16	7
Legal and filing fees	70	43
Unitholder servicing fees	342	97
Printing and stationery fees	15	2
Operating expenses absorbed by the Manager	(1,037)	(367)
Total expenses	458	158
Increase in net assets attributable to holders of redeemable units	36,974	1,161
Increase in net assets attributable to holders of redeemable units per unit (note 3)	0.45	0.04

STATEMENT OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS (All amounts in thousands of Canadian dollars) December 31 December 31 For the periods ended 2014 2013 Net assets attributable to holders of redeemable units at beginning of period 233,409 356,605 Increase in net assets attributable to holders of redeemable units 36,974 1,161 Distributions to holders of redeemable units From net investment income (29,319)(12,819)Return of capital (15)(4) Total distributions paid to holders of redeemable units (29,334)(12,823)**Redeemable unit transactions** Proceeds from redeemable units issued 56,989 899,516 Reinvestments of distributions to holders of redeemable units 28,177 12,294 Redemption of redeemable units (156,004)(180,817)Net increase (decrease) from redeemable unit transactions 771,689 (111,534)Net increase (decrease) in net assets attributable to holders of redeemable units 779,329 (123,196)Net assets attributable to holders of redeemable units at end of period 233,409 1,012,738

STATEMENT OF CASH FLOWS

(All amounts in thousands of Canadian dollars)

For the periods ended	December 31 2014	December 31 2013
Cash flows from operating activities		
Increase in net assets attributable to holders of redeemable units	36,974	1,161
Adjustments for:		
Net realized gain on sale of investments and derivatives	(1,252)	(4,909)
Change in unrealized (appreciation) depreciation of investments and		
derivatives	(13,676)	13,420
(Increase) decrease in interest receivable	(5,856)	1,105
Decrease in accrued interest on money market investments	_	5
Increase (decrease) in accrued expenses	65	(8)
Amortization of premium and discount	8,225	2,859
Purchases of investments	(1,275,289)	(266,289)
Proceeds from sale and maturity of investments	518,367	374,589
Net cash from operating activities	(732,442)	121,933
Cash flows used in financing activities		
Distributions paid to holders of redeemable units, net of reinvested distributions	(1,157)	(530)
Proceeds from issuances of redeemable units	898,948	57,073
Amounts paid on redemption of redeemable units	(155,586)	(180,830)
Net cash used in financing activities	742,205	(124,287)
Net increase (decrease) in cash	9,763	(2,354)
Cash at beginning of year	(742)	1,612
Cash at end of year	9,021	(742)
Supplementary Information		
Interest received, net of withholding taxes*	24,873	13,800
*These items are from operating activities		

SCHEDULE OF INVESTMENT PORTFOLIO As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted) **Par Value** Cost **Fair Value** (in thousands) Security (\$) (\$) **Bonds & Debentures** Corporate Bonds & Debentures — 95.9% 407 International Inc., Series 10-A3, Medium Term Notes, Senior, Secured, 4.300% May 26, 2021 4,037 4,404 4,508 Alimentation Couche-Tard Inc., Senior, Unsecured, Notes, 2.861% Nov 1, 2017 3,514 3,500 3,551 Alimentation Couche-Tard Inc., Series 2, Senior, Unsecured, Notes, 3.319% Nov 1, 2019 2,000 1,996 2,047 Alliance Pipelines Limited Partnership, Senior, Unsecured, Notes, 4.928% Dec 16, 2019 894 960 969 AltaGas Income Trust, Medium Term Notes, Senior, Unsecured, 5.490% Mar 27, 2017 1,650 1,670 1,555 AltaGas Ltd., Medium Term Notes, Senior, Unsecured, 3.720% Sep 28, 2021 3,500 3,530 3,646 AltaGas Ltd., Medium Term Notes, Senior, Unsecured, Callable, 3.570% Jun 12, 2023 1,500 1,520 1,523 AltaLink, L.P., Series 2008-1, Medium Term Notes, Senior, Secured, 5.243% May 29, 2018 1,396 1,280 1,419 AltaLink, L.P., Medium Term Notes, Unsecured, 2.978% Nov 28, 2022 1,000 981 1,025 AltaLink, L.P., Medium Term Notes, Secured, 3.668% Nov 6, 2023 5,350 5,445 5,717 American Express Canada Credit Corp., Medium Term Notes, Senior, Unsecured, Unsubordinated, 3.600% Jun 3, 2016 2,692 2,694 2,625 American Express Canada Credit Corp., Medium Term Notes, Senior, Unsecured, 2.310% Mar 29, 2018 3,200 3,208 3,230 Bank of Montreal, Deposit Notes, Senior, Unsecured, 3.490% Jun 10, 2,600 2,668 2,668 2016 Bank of Montreal, Deposit Notes, Unsecured, 2.960% Aug 2, 2016 9,000 9,148 9,180 Bank of Montreal, Deposit Notes, Senior, Unsecured, 2.390% Jul 12, 2017 7,000 7,075 7,101 Bank of Montreal, Deposit Notes, Senior, Unsecured, 2.240% Dec 11, 9,500 9,592 9,543 Bank of Montreal, Deposit Notes, Senior, Unsecured, 6.020% May 2, 2018 9,150 10,211 10,337 Bank of Montreal, Deposit Notes, Senior, Unsecured, 3.210% Sep 13, 5,000 5,139 5,210 2018 Bank of Montreal, Deposit Notes, Senior, Unsecured, 2.840% Jun 4, 7,550 7,608 7,750 Bank of Montreal, Deposit Notes, Senior, Unsecured, 3.400% Apr 23, 2021 4,250 4,303 4,479 Bank of Montreal, Medium Term Notes, Fixed to Floating, Unsecured, Subordinated, Callable, 3.979% Jul 8, 2021 3,000 3,126 3,091 Bank of Nova Scotia, Senior, Notes, 3.610% Feb 22, 2016 468 477 479 Bank of Nova Scotia, Unsecured, Notes, 1.800% May 9, 2016 5,750 5,762 5,763 Bank of Nova Scotia, Deposit Notes, Senior, Unsecured, 2.100% Nov

4,000

5,000

2,750

5,481

4,018

5,081

2,793

5,730

4,028

5,094

2,799

5,781

Bank of Nova Scotia, Deposit Notes, Senior, 2.740% Dec 1, 2016

Bank of Nova Scotia, Deposit Notes, Senior, 2.598% Feb 27, 2017

Bank of Nova Scotia, Deposit Notes, Senior, 4.100% Jun 8, 2017

8,2016

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Bank of Nova Scotia, Deposit Notes, Senior, Unsecured, 2.370% Jan	,		
11, 2018	4,500	4,537	4,558
Bank of Nova Scotia, Senior, Unsecured, Notes, 2.242% Mar 22, 2018 Bank of Nova Scotia, Deposit Notes, Senior, Unsecured, 2.750% Aug	6,500	6,504	6,555
13, 2018	2,000	2,039	2,052
Bank of Nova Scotia, Deposit Notes, Senior, Unsecured, 2.462% Mar	2,000	2,009	2,002
14, 2019	4,400	4,399	4,463
Bank of Nova Scotia, Deposit Notes, Senior, Unsecured, 3.270% Jan	40.450		
11, 2021	10,450	10,734	10,933
Bank of Nova Scotia, Deposit Notes, Senior, Unsecured, 2.873% Jun 4,		. ===	. ===
2021	1,750	1,753	1,790
Bank of Nova Scotia, Medium Term Notes, Fixed to Floating,			
Subordinated, Callable, 2.898% Aug 3, 2022	10,550	10,752	10,773
Bank of Nova Scotia, Fixed to Floating, Notes, Subordinated, Callable,			
3.036% Oct 18, 2024	5,700	5,769	5,835
Bankers Hall LP, Sinking Funds, Secured, Notes, 4.377% Nov 20, 2023	492	492	524
bcIMC Realty Corp., Series 9, Unsecured, Notes, 2.650% Jun 29, 2017	2,000	2,033	2,045
bcIMC Realty Corp., Unsecured, Notes, 2.790% Aug 2, 2018	1,150	1,167	1,184
bcIMC Realty Corp., Series 8, Unsecured, Notes, 2.960% Mar 7, 2019	2,000	2,035	2,068
bcIMC Realty Corp., Series 10, Unsecured, Notes, 3.510% Jun 29, 2022	4,750	4,855	5,011
Bell Canada, Series M-23, Unsecured, Debentures, 3.650% May 19,			
2016	3,278	3,338	3,359
Bell Canada, Senior, Unsecured, Notes, 5.410% Sep 26, 2016	2,545	2,676	2,696
Bell Canada, Series M-22, Medium Term Notes, 4.400% Mar 16, 2018	2,900	3,068	3,099
Bell Canada, Medium Term Notes, Senior, Unsecured, 4.880% Apr			
26, 2018	1,900	2,049	2,060
Bell Canada, Medium Term Notes, Senior, Unsecured, 5.520% Feb 26,			
2019	850	938	955
Bell Canada, Series M-25, Senior, Unsecured, Debentures, 3.350%			
Jun 18, 2019	4,000	4,054	4,159
Bell Canada, Medium Term Notes, Senior, Unsecured, 3.540% Jun 12,			
2020	2,400	2,448	2,506
Bell Canada, Medium Term Notes, Senior, Unsecured, 3.250% Jun 17,			
2020	6,625	6,665	6,821
Bell Canada, Series M-24, Medium Term Notes, Senior, Unsecured,			
4.950% May 19, 2021	2,933	3,179	3,293
Bell Canada, Medium Term Notes, Senior, Unsecured, Callable,			
3.150% Sep 29, 2021	4,000	4,011	4,057
Bell Canada, Medium Term Notes, Senior, Unsecured, Callable,	,	·	ŕ
4.700% Sep 11, 2023	2,000	2,114	2,200
BMO Capital Trust II, Series A, Fixed to Floating, Junior, Unsecured,	,	,	,
Notes, Callable, 10.221% Dec 31, 2107	1,000	1,319	1,282
BMW Canada Inc., Series F, Senior, Unsecured, Notes, 2.110% May	-,	_,-	_,
26, 2016	3,800	3,823	3,823
BMW Canada Inc., Series K, Senior, Unsecured, Notes, 2.330% Sep	-,	-,	-,
26, 2018	3,600	3,624	3,636
Bow Centre Street LP, Series C, Secured, Notes, 3.797% Jun 13, 2023	3,400	3,354	3,503
Brookfield Asset Management Inc., Medium Term Notes, Senior,	3,100	3,331	3,300
Unsecured, 3.950% Apr 9, 2019	4,246	4,345	4,456
	-, -	_,0 10	1,100

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Brookfield Asset Management Inc., Medium Term Notes, Senior,			
Unsecured, 4.540% Mar 31, 2023	3,500	3,623	3,722
Brookfield Asset Management Inc., Medium Term Notes, Senior,			
Unsecured, Callable, 5.040% Mar 8, 2024	3,050	3,267	3,323
BRP Finance ULC, Series 3, Medium Term Notes, Senior, Unsecured,			
5.250% Nov 5, 2018	2,000	2,165	2,188
BRP Finance ULC, Series 7, Medium Term Notes, Unsecured, 5.140%			
Oct 13, 2020	2,000	2,164	2,212
Caisse centrale Desjardins, Medium Term Deposit Notes, Senior,			
Unsecured, 2.281% Oct 17, 2016	2,500	2,519	2,525
Caisse centrale Desjardins, Series 2010-4, Medium Term Deposit			
Notes, Senior, Unsecured, 3.502% Oct 5, 2017	1,898	1,938	1,980
Caisse centrale Desjardins, Medium Term Notes, Senior, Unsecured,			
2.795% Nov 19, 2018	5,750	5,823	5,895
Calloway Real Estate Investment Trust, Series B, Senior, Unsecured,			
Notes, 5.370% Oct 12, 2016	1,300	1,371	1,379
Calloway Real Estate Investment Trust, Series H, Senior, Unsecured,			
Debentures, 4.050% Jul 27, 2020	1,600	1,633	1,680
Cameco Corporation, Series D, Senior, Unsecured, Notes, 5.670% Sep			
2, 2019	4,000	4,323	4,464
Cameco Corporation, Senior, Unsecured, Notes, Callable, 4.190% Jun			
24, 2024	4,300	4,403	4,418
Canadian Imperial Bank of Commerce, Deposit Notes, Unsecured,			
3.400% Jan 14, 2016	4,000	4,038	4,075
Canadian Imperial Bank of Commerce, Unsecured, Notes, 1.750% Jun			
1, 2016	5,000	5,005	5,009
Canadian Imperial Bank of Commerce, Deposit Notes, Senior,			
Unsecured, 2.650% Nov 8, 2016	7,300	7,408	7,426
Canadian Imperial Bank of Commerce, Deposit Notes, Senior,	2.224	0.404	0.770
Unsecured, 3.950% Jul 14, 2017	3,381	3,484	3,558
Canadian Imperial Bank of Commerce, Unsecured, Notes, 2.350% Oct		7 000	7 000
18, 2017	7,000	7,020	7,089
Canadian Imperial Bank of Commerce, Unsecured, Notes, 2.220%	- 000	- 004	- 0-0
Mar 7, 2018	7,000	7,004	7,058
Canadian Natural Resources Limited, Medium Term Notes, Senior,	0.000	0.004	0.050
Unsecured, 3.050% Jun 19, 2019	3,000	3,034	3,059
Canadian Natural Resources Limited, Medium Term Notes, Senior,	2.000	0.000	4 000
Unsecured, 2.600% Dec 3, 2019	2,000	2,000	1,990
Canadian Natural Resources Limited, Medium Term Notes,	4.700	4.070	4.705
Unsecured, 2.890% Aug 14, 2020	1,700	1,670	1,705
Canadian Natural Resources Limited, Medium Term Notes, Senior,	2.400	2 200	0.407
Unsecured, Callable, 3.550% Jun 3, 2024	3,400	3,386	3,407
Canadian Pacific Railway Company, Medium Term Notes, Unsecured,		1.040	1 100
6.250% Jun 1, 2018	1,000	1,040	1,136
Canadian Utilities Limited, Debentures, Senior, Unsecured, 3.122%	4 000	4.702	4.004
Nov 9, 2022	4,800	4,723	4,981
Canadian Western Bank, Deposit Notes, Senior, Unsecured, 3.049%	040	050	060
Jan 18, 2017 Canadian Wastern Bank, Danasit Notes, Sanian Unsequend, 9,5319/	940	952	960
Canadian Western Bank, Deposit Notes, Senior, Unsecured, 2.531%	2 500	3 530	2 525
Mar 22, 2018	3,500	3,530	3,535
The accompanying notes are an integral part of these financial statements.			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Canadian Western Bank, Fixed to Floating, Notes, Subordinated,			
Callable, 3.463% Dec 17, 2024	500	513	514
Capital Desjardins Inc., Series G, Senior, Secured, Notes, 5.187% May			
5, 2020	4,610	5,077	5,203
Capital Desjardins Inc., Fixed to Floating, Senior, Unsecured, Notes,			
Callable, 4.954% Dec 15, 2026	1,500	1,653	1,692
Capital Power L.P., Medium Term Notes, Senior, Unsecured, 4.850%		= 00	- 00
Feb 21, 2019	750	768	799
Caterpillar Financial Services Limited, Unsecured, 2.63% Jun 1, 2017	3,700	3,750	3,774
Centre Street Trust, Series B, Sinking Funds, Secured, Notes, 3.693%	002	202	206
Jun 14, 2022 Choice Properites L.P., Series 8, Senior, Unsecured, Notes, 3.600%	203	202	206
Apr 20, 2020	1,800	1,842	1,864
Choice Properties L.P., Series 10, Senior, Unsecured, Notes, Callable,	1,000	1,042	1,004
3.60% Sep 20, 2022	2,800	2,786	2,842
Choice Properties Real Estate Investment Trust, Series A, Senior,	2,000	2,700	2,012
Unsecured, Notes, 3.554% Jul 5, 2018	2,000	2,055	2,077
Choice Properties Real Estate Investment Trust, Series C, Senior,	2,000	2,000	2,077
Unsecured, Notes, 3.498% Feb 8, 2021	3,000	3,013	3,079
CIBC Capital Trust, Series A, Tier 1 Notes, Fixed to Floating,	3,000	3,013	3,070
Unsecured, Subordinated, 9.976% Jun 30, 2108	5,250	6,887	6,773
Cogeco Cable Inc., Secured, Notes, Callable, 4.175% May 26,2023	2,400	2,417	2,510
Cominar Real Estate Investment Trust, Senior, Unsecured, Notes,	,	,	,
4.274% Jun 15, 2017	3,500	3,617	3,636
Cominar Real Estate Investment Trust, Senior, Unsecured, Notes,			
4.230% Dec $4,2019$	4,500	4,509	4,648
Cominar Real Estate Investment Trust, Senior, Unsecured, Notes,			
4.941% Jul 27, 2020	3,500	3,708	3,722
Consumers' Gas Company Ltd., The, Medium Term Notes, $6.050\%~\text{Jul}$			
5,2023	500	466	620
CU Inc., Medium Term Notes, Unsecured, Callable, 5.432% Jan 23,			
2019	1,000	1,052	1,132
CU Inc., Medium Term Notes, Senior, Unsecured, Callable, 6.800%			
Aug 13, 2019	1,100	1,320	1,326
CU Inc., Senior, Unsecured, Debentures, 4.801% Nov 22, 2021	4,000	4,501	4,605
Daimler Canada Finance Inc., Senior, Unsecured, Notes, 3.280% Sep	4.750	4.504	4.704
15, 2016	1,750	1,791	1,794
Daimler Canada Finance Inc., Senior, Unsecured, Notes, 2.280% Feb	0.000	0.010	2,019
17, 2017 Daimler Canada Finance Inc., Senior, Unsecured, Notes, 2.270% Mar	2,000	2,012	2,019
26, 2018	1,500	1,505	1,512
Dollarama Inc., Senior, Unsecured, Notes, 3.095% Nov 5, 2018	2,000	2,018	2,039
Dream Office REIT, Series C, Senior, Unsecured, Notes, 4.074% Jan	2,000	2,010	2,009
21, 2020	1,000	1,011	1,029
Emera Inc., Series H, Medium Term Notes, Senior, Unsecured,	1,000	1,011	1,020
2.960% Dec 13, 2016	2,000	2,037	2,039
Emera Inc., Series G, Medium Term Notes, Senior, Unsecured,	,	,	,
4.830% Dec $2,2019$	2,250	2,350	2,476
Enbridge Gas Distribution Inc., Medium Term Notes, Senior,	•	•	•
Unsecured, 5.160% Dec 4, 2017	500	518	547
The accompanying notes are an integral part of these financial statements			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Enbridge Gas Distribution Inc., Medium Term Notes, Senior,			
Unsecured, 4.040% Nov 23, 2020	3,750	4,033	4,096
Enbridge Inc., Medium Term Notes, Unsecured, Callable, 5.170%			
May 19, 2016	825	864	862
Enbridge Inc., Medium Term Notes, Senior, Unsecured, 5.000% Aug			
9, 2016	1,758	1,832	1,843
Enbridge Inc., Medium Term Notes, Unsecured, Callable, 4.770% Sep			
2, 2019	2,050	2,221	2,247
Enbridge Inc., Medium Term Notes, Unsecured, 4.530% Mar 9, 2020	4,200	4,528	4,572
Enbridge Inc., Medum Term Notes, Senior, Unsecured, Callable, 3.160% Mar 11, 2021	E 0.E0	E 21E	E 247
Enbridge Inc., Medium Term Notes, Senior, Unsecured, 3.190% Dec	5,250	5,315	5,317
5, 2022	3,000	2,945	2,979
Enbridge Inc., Medium Term Notes, Senior, Unsecured, Callable,	3,000	2,943	2,979
3.940% Jun 30, 2023	6,800	6,965	7,067
Enbridge Pipelines Inc., Medium Term Notes, Senior, Unsecured,	0,000	0,303	7,007
6.620% Nov 19, 2018	1,500	1,740	1,751
EnCana Corporation, Medium Term Notes, Unsecured, 5.800% Jan	1,000	1,7 10	1,701
18, 2018	2,250	2,460	2,477
ENMAX Corporation, Senior, Unsecured, Notes, 6.150% Jun 19, 2018	1,000	1,093	1,118
EPCOR Utilities Inc., Medium Term Notes, Senior, Unsecured,	_,:::	_,	_,
5.800% Jan 31, 2018	1,250	1,331	1,393
Fairfax Financial Holdings Limited, Senior, Unsecured, Notes,			
7.500% Aug 19, 2019	1,000	1,119	1,160
First Capital Realty, Inc., Series P, Senior, Unsecured, Notes, 3.950%			
Dec 5, 2022	2,250	2,248	2,327
First Capital Realty, Inc., Series Q, Senior, Unsecured, Notes, 3.900%			
Oct 30, 2023	4,250	4,149	4,353
Ford Credit Canada Ltd., Senior, Unsecured, Notes, 2.634% Nov 21,			
2016	1,000	1,009	1,010
Ford Credit Canada Ltd., Senior, Unsecured, Notes, 4.875% Feb 8,			
2017	2,250	2,339	2,374
Ford Credit Canada Ltd., Senior, Unsecured, Notes, 3.320% Dec 19,	4.000	4.000	4.005
2017	1,000	1,022	1,027
Ford Credit Canada Ltd., Senior, Unsecured, Notes, 3.700% Aug 2,	0.400	0.474	0.500
2018 Ford Credit Canada Ltd., Senior, Unsecured, Notes, 2.939% Feb 19,	2,400	2,474	2,502
2019	3,000	3,023	3,042
Ford Credit Canada Ltd., Senior, Unsecured, Notes, 3.279% Jul 2,	3,000	3,023	3,042
2021	2,000	2,000	2,024
GE Capital Canada Funding Company, Series A, Medium Term Notes,	•	2,000	2,024
5.100% Jun 1, 2016	3,929	4,016	4,117
GE Capital Canada Funding Company, Series A, Medium Term Notes,	•	1,010	1,117
5.530% Aug 17, 2017	5,120	5,564	5,600
GE Capital Canada Funding Company, Senior, Unsecured, Notes,	3,123	3,331	3,000
2.420% May 31, 2018	6,500	6,528	6,596
GE Capital Canada Funding Company, Medium Term Notes, Senior,	,	, -	,
Unsecured, 5.680% Sep 10, 2019	2,000	2,264	2,305
GE Capital Canada Funding Company, Medium Term Notes, Senior,	•	,	•
Unsecured, 4.600% Jan 26, 2022	4,900	5,299	5,510
The accompanying notes are an integral part of these financial statements			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Genesis Trust II, Series 2013-1, Class A, Real Estate Secured Line of			
Credit-Backed Notes, 2.295% Feb 15, 2017	3,000	3,030	3,037
George Weston Limited, Medium Term Notes, Senior, Unsecured,			
3.780% Oct 25, 2016	3,000	3,100	3,098
Greater Toronto Airports Authority, Series 2005-3, Medium Term			
Notes, Senior, Secured, 4.700% Feb 15, 2016	1,000	1,035	1,035
Greater Toronto Airports Authority, Series 2007-1, Medium Term			
Notes, Secured, Callable, 4.850% Jun 1, 2017	1,500	1,605	1,614
Greater Toronto Airports Authority, Series 2008-1, Medium Term			
Notes, Secured, 5.260% Apr 17, 2018	2,100	2,305	2,331
Greater Toronto Airports Authority, Series 2009-1, Medium Term			
Notes, Secured, 5.960% Nov 20, 2019	3,500	4,031	4,126
Greater Toronto Airports Authority, Series 2012-1, Medium Term			
Notes, Secured, Callable, 3.040% Sep 21, 2022	3,900	4,005	4,046
Great-West LifeCo Finance (Delaware) LP, Fixed to Floating,	0.000	0.000	0.704
Debentures, Subordinated, Callable, 5.691% Jun 21, 2067	6,000	6,629	6,521
Great-West Lifeco Inc., Senior, Unsecured, Notes, 4.650% Aug 13,	0.050	2.525	2.045
2020	3,250	3,525	3,615
H&R Real Estate Investment Trust, Series D, Senior, Unsecured,	4.000	4.040	4.050
Notes, 4.778% Jul 27, 2016	1,300	1,343	1,352
Honda Canada Finance, Inc., Senior, Unsecured, Notes, 2.275% Dec	0.000	0.000	0.000
11, 2017 HSBC Bank of Canada, Deposit Notes, Senior, 2.901% Jan 13, 2017	2,000 4,000	2,008 $4,082$	2,022 4,088
HSBC Bank of Canada, Deposit Notes, 3.558% Oct 4, 2017	6,300	6,511	6,575
HSBC Bank of Canada, Deposit Notes, Senior, Unsecured, 2.491%	0,300	0,311	0,373
May 13, 2019	1,700	1,711	1,723
HSBC Bank of Canada, Deposit Notes, Senior, Unsecured, 2.938% Jan	1,700	1,711	1,725
14, 2020	5,000	5,036	5,142
HSBC Bank of Canada, Deposit Notes, Senior, Unsecured, 2.908% Sep	3,000	3,030	0,112
29, 2021	7,500	7,593	7,637
HSBC Bank of Canada, Series D, Fixed to Floating, Unsecured Notes,	7,500	7,000	7,007
Subordinated, Callable, 4.800% Apr 10, 2022	1,800	1,913	1,907
Husky Energy Inc., Medium Term Notes, Senior, Unsecured, 5.000%	1,000	1,010	1,007
Mar 12, 2020	3,600	3,952	3,984
Hydro One Inc., Series 10, Medium Term Notes, Unsecured, 4.640%	-,	-,	-,
Mar 3, 2016	2,500	2,592	2,589
Hydro One Inc., Series 13, Medium Term Notes, Unsecured, 5.180%	,	,	,
Oct 18, 2017	2,000	2,174	2,188
Hydro One Inc., Series 28, Medium Term Notes, Senior, Unsecured,			
2.780% Oct 9, 2018	1,750	1,788	1,808
Hydro One Inc., Series 25, Medium Term Notes, Unsecured, 3.200%			
Jan 13, 2022	5,650	5,709	5,936
IGM Financial, Inc., Senior, Unsecured, Notes, 6.580% Mar 7, 2018	200	208	227
IGM Financial, Inc., Senior, Unsecured, Notes, 7.350% Apr 8, 2019	3,450	3,984	4,122
Intact Financial Corporation, Series 1, Medium Term Notes, Senior,			
Unsecured, 5.410% Sep 3, 2019	1,000	1,005	1,127
Inter Pipeline Ltd., Series 4, Medium Term Notes, Senior, Unsecured,			
3.448% Jul 20, 2020	4,500	4,558	4,652
Inter Pipeline Ltd., Series 3, Medium Term Notes, Senior, Unsecured,			
3.776% May 30, 2022	2,000	2,021	2,079
The accompanying potes are an integral part of those financial statements			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
John Deere Canada Funding Inc., Series 12-01, Senior, Unsecured,			
2.300% Jul 5, 2016	900	903	908
John Deere Canada Funding Inc., Series 14-01, Senior, Unsecured,			
2.300% Jan 17, 2018	1,000	1,003	1,011
John Deere Canada Funding Inc., Series 13-03, Senior, Unsecured,			
2.650% Jul 16, 2018	2,000	2,019	2,044
Laurentian Bank of Canada, Deposit Notes, Senior, Unsecured,			
3.278% Oct 15, 2018	2,400	2,470	2,479
Laurentian Bank of Canada, Deposit Notes, Senior, Unsecured,			
2.810% Jun 13, 2019	2,900	2,946	2,939
Loblaw Companies Limited, Series 2019, Senior, Unsecured, Notes,			
3.748% Mar 12, 2019	4,350	4,524	4,585
Loblaw Companies Limited, Series 2-B, Medium Term Notes, Senior,			
Unsecured, 5.220% Jun 18, 2020	4,150	4,645	4,670
Loblaw Companies Limited, Series 2023, Senior, Unsecured, Notes,			
Callable, 4.860% Sep 12, 2023	4,750	4,990	5,268
Manitoba Telecom Services Inc., Series 8, Medium Term Notes,			
Unsecured, 5.625% Dec 16, 2019	750	798	850
Manufacturers Life Insurance Company, The, Notes, Subordinated,			
Callable, 4.210% Nov 18, 2021	1,000	1,052	1,041
Manufacturers Life Insurance Company, The, Notes, Subordinated,			
Callable, 4.165% Jun 1, 2022	2,300	2,420	2,417
Manufacturers Life Insurance Company, The, Fixed to Floating,			
Notes, Subordinated, Callable, 2.811% Feb 21, 2024	4,500	4,537	4,581
Manufactures Life Insurance Company, The, Fixed to Floating, Notes,			
Subordinated, Callable, 2.640% Jan 15, 2025	1,000	1,002	1,004
Manulife Finance (Delaware), L.P., Fixed to Floating, Notes,			
Subordinated, Callable, 4.448% Dec 15, 2026	3,000	3,153	3,137
Manulife Financial Capital Trust II, Fixed to Floating, Unsecured,			
Notes, Subordinated, Callable, 7.405% Dec 31, 2108	4,900	5,944	5,968
Manulife Financial Corporation, Medium Term Notes, Senior,			
Unsecured, 7.768% Apr 8, 2019	1,500	1,796	1,819
Metro Inc., Medium Term Notes, Senior, Unsecured, 3.200% Dec 1,			
2021	2,400	2,410	2,425
National Bank of Canada, Deposit Notes, Unsecured, 2.050% Jan 11,			
2016	2,000	2,008	2,009
National Bank of Canada, Unsecured, Notes, 3.580% Apr 26, 2016	2,489	2,534	2,551
National Bank of Canada, Deposit Notes, Unsecured, 2.702% Dec 15,			
2016	3,000	3,048	3,054
National Bank of Canada, Deposit Notes, Senior, Unsecured, 2.689%	2.000	0.040	0.000
Aug 21, 2017	3,000	3,046	3,063
National Bank of Canada, Deposit Notes, Unsecured, 2.794% Aug 9,	2.000	0.050	0.050
2018	3,000	3,073	3,079
National Bank of Canada, Medium Term Notes, Fixed to Floating,	0.000	0.000	0.040
Unsecured, Subordinated, Callable, 3.261% Apr 11, 2022	9,000	9,260	9,240
NAV Canada, Series 2006-1, Medium Term Notes, Unsecured,	0.050	0.000	0.000
Subordinated, 4.713% Feb 24, 2016	2,250	2,330	2,330
NAV Canada, Series 2009-1, Medium Term Notes, Senior, Unsecured,	4 500	1 604	1 705
5.304% Apr 17, 2019	1,500	1,681	1,705

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
NAV Canada, Series 2011-1, Medium Term Notes, Senior, Unsecured, 4.397% Feb 18, 2021	1,500	1,625	1,680
NBC Asset Trust, Trust Capital Securities, Series 2, Fixed to Floating	,	,	,
Rate, Callable, Perpetual, Asset-Backed, 7.447% Jun 30, 2049 North West Redwater Partnership/NWR Financing Co., Ltd., Series A,	1,500	1,796	1,830
Secured, Notes, Callable, 3.200% Jul 22, 2024	2,750	2,758	2,796
OMERS Realty Corporation, Medium Term Notes, Senior, Unsecured, 3.203% Jul 24, 2020 OMERS Realty Corporation, Series 4, Senior, Unsecured, Notes,	1,500	1,546	1,566
2.971% Apr 5, 2021	1,500	1,500	1,545
OMERS Realty Corporation, Series 2, Senior, Unsecured, Notes, 3.358% Jun 5, 2023	3,300	3,278	3,429
RBC Capital Trust, RBC TruCS, Series 2008-1, Fixed to Floating, Junior, Notes, Subordinated, Perpetual, Callable, 6.821% Dec 31,			
2049	1,500	1,804	1,726
RioCan Real Estate Investment Trust, Series O, Senior, Unsecured,	1,500	1,001	1,720
Notes, 4.499% Jan 21, 2016	1,000	1,027	1,027
RioCan Real Estate Investment Trust, Series S, Senior, Unsecured,		-,-	-,-
Notes, 2.870% Mar 5, 2018	2,050	2,048	2,081
RioCan Real Estate Investment Trust, Series U, Senior, Unsecured,			
Notes, 3.620% Jun 1, 2020	2,600	2,655	2,685
RioCan Real Estate Investment Trust, Series R , Senior, Unsecured,			
Notes, 3.716% Dec 13, 2021	2,575	2,565	2,646
RioCan Real Estate Investment Trust, Series T, Senior, Unsecured, Notes, 3.725% Apr 18, 2023	1,700	1,694	1,723
Rogers Communications, Inc., Senior, Unsecured, Notes, 5.800% May 26, 2016	5,710	6,001	6,016
Rogers Communications, Inc., Medium Term Notes, Senior,			
Unsecured, 2.800% Mar 13, 2019	2,500	2,531	2,543
Rogers Communications, Inc., Senior, Unsecured, Notes, 4.700% Sep 29, 2020	4,400	4,761	4,852
Rogers Communications, Inc., Senior, Unsecured, Notes, 5.340% Mar 22, 2021	6,750	7,465	7,695
Rogers Communications, Inc., Senior, Unsecured, Notes, 4.000% Jun			
6, 2022	3,000	3,049	3,175
Rogers Communications, Inc., Medium Term Notes, Senior, Unsecured, Callable, 4.000% Mar 13, 2024	1,500	1,541	1,563
Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 3.360% Jan			
11, 2016 Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 3.030% Jul	2,500	2,544	2,545
26, 2016	5,150	5,253	5,257
Royal Bank of Canada, Senior, Unsecured, Notes, 2.680% Dec 8, 2016 Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 3.660% Jan	7,947	8,039	8,089
25, 2017 Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 2.580% Apr	3,100	3,100	3,217
13, 2017	7,500	7,607	7,632
Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 2.364% Sep 21, 2017	5,000	5,033	5,062
Royal Bank of Canada, Senior, Unsecured, Notes, 2.260% Mar 12, 2018	4,000	3,986	4,035
The accompanying notes are an integral part of these financial statements			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Royal Bank of Canada, Series CB6, Covered Bonds, Secured, 3.770%	· ·		
Mar 30, 2018	5,000	5,249	5,311
Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 2.820% Jul			
12, 2018	2,000	2,028	2,055
Royal Bank of Canada, Deposit Notes, Unsecured, 2.890% Oct 11,			
2018	2,000	2,021	2,059
Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 2.770% Dec			
11, 2018	4,750	4,781	4,869
Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 2.980%	0.000	0.440	0.04.
May 7, 2019	6,000	6,149	6,215
Royal Bank of Canada, Deposit Notes, Senior, Unsecured, 2.860% Mar		7.040	0.400
4, 2021	7,950	7,949	8,129
Royal Bank of Canada, Series 15, Medium Term Notes, Fixed to	F 150	E 100	F 061
Floating, Subordinated, Callable, 2.990% Dec 6, 2024 Scotiabank Tier I Trust, Scotia BaTS III, Series 2009-1, Fixed to	5,150	5,186	5,261
Floating, Senior, Unsecured, Notes, Callable, 7.802% Jun 30, 2108	4,250	5,235	5,143
Shaw Communications Inc., Senior, Unsecured, Notes, Callable,	4,200	5,255	5,145
5.700% Mar 2, 2017	3,500	3,765	3,770
Shaw Communications Inc., Senior, Unsecured, Notes, 5.650% Oct	3,300	3,703	3,770
1, 2019	3,950	4,399	4,474
Shaw Communications Inc., Senior, Unsecured, Notes, 5.500% Dec 7,	0,000	1,000	1,171
2020	150	166	171
Shaw Communications Inc., Senior, Unsecured, Notes, 4.350% Jan	100	100	-7-
31, 2024	4,800	4,913	5,087
Shoppers Drug Mart Corporation, Series 6, Medium Term Notes,	,	,	,
Senior, Unsecured, 2.360% May 24, 2018	2,500	2,502	2,519
Sobeys Inc., Series 2013-1, Senior, Unsecured, Notes, 3.520% Aug 8,			
2018	1,300	1,333	1,344
Sobeys Inc., Series 2013-2, Senior, Unsecured, Notes, Callable,			
4.700% Aug 8, 2023	4,500	4,669	4,852
Standard Life Assurance Company of Canada, Fixed to Floating,			
Notes, Subordinated, Callable, 3.938% Sep 21, 2022	500	518	523
Sun Life Capital Trust II, Series 2009-1, SLEECS, Fixed to Floating,			
Senior, Notes, Subordinated, Callable, 5.863% Dec 31, 2108	3,550	4,051	4,079
Sun Life Financial Inc., Series E, Senior, Unsecured, Debentures,			
4.570% Aug 23, 2021	4,950	5,470	5,523
Sun Life Financial Inc., Series 2012-1, Fixed to Floating, Unsecured,	0.000	0.450	0.450
Debentures, Subordinated, Callable, 4.380% Mar 2, 2022	3,000	3,170	3,150
Sun Life Financial Inc., Series B, Fixed to Floating, Senior,	2.400	2.500	0.500
Unsecured, Notes, Callable, 4.950% Jun 1, 2036	3,420	3,506	3,562
Suncor Energy, Inc., Medium Term Notes, Unsecured, Callable,	0.450	0.460	0.477
3.100% Nov 26, 2021 Suncor Energy Inc., Series 4, Medium Term Notes, Unsecured,	2,450	2,469	2,477
Callable, 5.800% May 22, 2018	1,000	1,035	1,118
TD Capital Trust III, Series 2008, CaTS, Fixed to Floating, Unsecured,	1,000	1,000	1,110
Notes, Perpetual, Callable, 7.243% Dec 31, 2049	4,000	4,801	4,716
TD Capital Trust IV, Series 3, CaTS, Fixed to Floating, Unsecured,	1,000	1,001	1,710
Notes, Subordinated, Callable, 6.631% Jun 30, 2108	3,500	4,278	4,221
TELUS Corporation, Series CD, Senior, Unsecured, 4.950% Mar 15,	3,300	-,	-,
2017	2,700	2,862	2,878
	,	,	,
The accompanying notes are an integral part of these financial statements.			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
TELUS Corporation, Series CG, Senior, Unsecured, Notes, 5.050%			
Dec 4, 2019	3,250	3,557	3,634
TELUS Corporation, Series CH, Senior, Unsecured, Notes, 5.050% Jul			
23, 2020	8,028	8,815	9,017
TELUS Corporation, Series CO, Unsecured, Notes, Callable, 3.200%			
Apr 5, 2021	2,000	2,048	2,047
TELUS Corporation, Series CJ, Unsecured, Notes, Callable, 3.350%			
Mar 15, 2023	3,650	3,557	3,696
TELUS Corporation, Medium Term Notes, Unsecured, Callable,			
$3.350\% \mathrm{Apr} 1,2024$	4,600	4,487	4,596
Teranet Holdings LP, Senior, Secured, Notes, 4.807% Dec 16, 2020	5,130	5,528	5,661
Thomson Reuters Corporation, Senior, Unsecured, Notes, 3.369%			
May 23, 2019	2,000	2,036	2,069
Thomson Reuters Corporation, Unsecured, Notes, 4.350% Sep 30,			
2020	3,500	3,718	3,780
Thomson Reuters Corporation, Senior, Unsecured, Notes, Callable,			
3.309% Nov 12, 2021	1,500	1,501	1,519
Toronto Hydro Corporation, Series 3, Senior, Unsecured, Notes,			
4.490% Nov 12, 2019	1,000	1,099	1,107
Toronto Hydro Corporation, Series 7, Senior, Unsecured, Debentures,			
3.540% Nov 18, 2021	600	637	641
Toronto Hydro Corporation, Series 8, Senior, Unsecured, Debentures,			
2.910% Apr 10, 2023	2,250	2,210	2,286
Toronto-Dominion Bank, The, Deposit Notes, 2.948% Aug 2, 2016	9,750	9,935	9,946
Toronto-Dominion Bank, The, Deposit Notes, Senior, Unsecured,			
2.433% Aug 15, 2017	5,500	5,556	5,583
Toronto-Dominion Bank, The, Deposit Notes, Senior, Unsecured,			
2.171% Apr 2, 2018	8,250	8,240	8,306
Toronto-Dominion Bank, The, Deposit Notes, Unsecured, 2.447% Apr			
2, 2019	700	703	709
Toronto-Dominion Bank, The, Deposit Notes, Senior, Unsecured,	5 000	5 040	5 000
2.563% Jun 24, 2020	5,200	5,210	5,263
Toronto-Dominion Bank, The, Deposit Notes, Senior, Unsecured,	2.000	2.000	2.22
2.621% Dec 22, 2021	3,000	2,999	3,005
Toronto-Dominion Bank, The, Deposit Notes, Senior, Unsecured,	5.050	5.000	0.404
3.226% Jul 24, 2024	5,950	5,992	6,104
Toronto-Dominion Bank, The, Medium Term Notes, Fixed to	0.050	0.044	0.000
Floating, Unsecured, Subordinated, Callable, 4.779% Dec 14, 2105	8,250	8,914	8,683
Toronto-Dominion Bank, The, Medium Term Notes, Fixed to	5.050	5 000	5.504
Floating, Unsecured, Subordinated, Callable, 5.763% Dec 18, 2106	5,050	5,686	5,564
Toyota Credit Canada Inc., Medium Term Notes, Senior, Unsecured,	550	554	
2.200% Oct 19, 2017	550	551	555
Toyota Credit Canada Inc., Medium Term Notes, Senior, Unsecured,	2.050	2 002	2 222
2.750% Jul 18, 2018	3,250	3,293	3,333
Toyota Credit Canada Inc., Medium Term Notes, Senior, Unsecured,	4.050	4 200	4 260
2.800% Nov 21, 2018 Toyota Credit Canada Ina Madium Town Notes Canian Unaccured	4,250	4,308	4,368
Toyota Credit Canada Inc., Medium Term Notes, Senior, Unsecured,	0.000	0.040	0.000
2.480% Nov 19, 2019 TransCanada Pinal ings Limited Madium Torm Notes Senior	2,000	2,019	2,020
TransCanada PipeLines Limited, Medium Term Notes, Senior,	2 500	3 670	2 674
Unsecured, 4.650% Oct 3, 2016	3,500	3,678	3,674
The accompanying notes are an integral part of these financial statements.			

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
TransCanada PipeLines Limited, Medium Term Notes, Unsecured,			
Callable, 5.100% Jan 11, 2017	1,250	1,331	1,331
TransCanada PipeLines Limited, Medium Term Notes, Unsecured,			
3.650% Nov 15, 2021	3,250	3,367	3,445
TransCanada PipeLines Limited, Medium Term Notes, Senior,			
Unsecured, Callable, 3.690% Jul 19, 2023	2,900	2,939	3,046
Union Gas Limited, Series 6, Medium Term Notes, Senior, Unsecured,			
5.350% Apr 27, 2018	2,500	2,736	2,768
Union Gas Limited, Medium Term Notes, Senior, Unsecured,	2 - 20	0.550	2.052
Callable, 3.790% Jul 10, 2023	2,500	2,553	2,672
Ventas Canada Finance Ltd., Series A, Senior, Unsecured, Notes,	4 200	4 000	4 0 4 7
3.000% Sep 30, 2019	4,300	4,338	4,347
Ventas Canada Finance Ltd., Series B, Senior, Unsecured, Notes,	4.050	4.050	4.000
Callable, 4.125% Sep 30, 2024	1,650	1,673	1,698
Veresen Inc., Medium Term Notes, Senior, Unsecured, 3.950% Mar	4.000	4.054	4.000
14, 2017	1,800	1,854	1,863
VW Credit Canada Inc., Unsecured, Notes, 3.600% Feb 1, 2016	1,500	1,500	1,531
VW Credit Canada Inc., Senior, Unsecured, Notes, 2.200% Oct 11,	0.000	0.040	0.040
2016	2,000	2,013	2,016
VW Credit Canada Inc., Senior, Unsecured, Notes, 2.450% Nov 14,	1.500	1.510	1.500
2017 Wells Forgs Financial Canada Composition, Madium Town Notes	1,500	1,510	1,522
Wells Fargo Financial Canada Corporation, Medium Term Notes, Senior, Unsecured, 2.774% Feb 9, 2017	6,300	6,393	6,429
Wells Fargo Financial Canada Corporation, Medium Term Notes,	0,300	0,393	0,429
Senior, Unsecured, 2.780% Nov 15, 2018	5,400	5,453	5,533
Wells Fargo Financial Canada Corporation, Medium Term Notes,	3,400	5,455	3,333
Senior, Unsecured, 2.944% Jul 25, 2019	4,160	4,215	4,291
Wells Fargo Financial Canada Corporation, Medium Term Notes,	4,100	4,213	4,231
Senior, Unsecured, 3.040% Jan 29, 2021	5,100	5,095	5,237
Wells Fargo Financial Canada Corporation, Medium Term Notes,	3,100	3,033	3,237
Senior, Unsecured, 3.460% Jan 24, 2023	3,600	3,647	3,727
Westcoast Energy Inc., Series 9, Medium Term Notes, Senior,	3,000	0,017	3,727
Unsecured, 5.600% Jan 16, 2019	3,750	4,164	4,209
Westcoast Energy Inc., Medium Term Notes, Senior, Unsecured,	3,. 33	1,101	1,200
4.570% Jul 2, 2020	2,250	2,406	2,470
Westcoast Energy Inc., Medium Term Notes, Senior, Unsecured,	,	, =	,
3.120% Dec 5, 2022	2,000	1,927	2,016
Westcoast Energy Inc., Medium Term Notes, Senior, Unsecured,	,	,	,
Callable, 3.430% Sep 12, 2024	1,500	1,507	1,518
Winnipeg Airports Authority, Series E, Secured, Notes, 3.039% Apr	,	•	ŕ
13, 2023	2,000	1,964	2,016
	·	958,952	971,497
Asset-Backed Securities — 3.2%			
CARDS II Trust, Series 2013-1, Class A, Credit Card Receivables-			
Backed, 1.984% Jan 15, 2016	5,700	5,722	5,725
CARDS II Trust, Series 2011-4, Credit Card Receivables-Backed, Class	3,700	0,122	5,725
A Notes, 3.333% May 15, 2016	1,000	1,019	1,023
Genesis Trust II, Series 2014-1, Class A, Real Estate Secured Line of	1,000	1,013	1,023
Credit-Backed Notes, 2.433% May 15, 2019	4,000	4,035	4,056
515411 Daonou 110000, 21100 /0 1114y 10, 2010	1,000	1,000	1,000

SCHEDULE OF INVESTMENT PORTFOLIO (cont'd)
As at December 31, 2014 (All amounts in thousands of Canadian dollars, unless otherwise noted)

Security	Par Value (in thousands)	Cost (\$)	Fair Value (\$)
Glacier Credit Card Trust, Series 2012-2, Asset-Backed Notes, Senior,			
2.394% Oct 20, 2017	3,000	3,011	3,042
Golden Credit Card Trust, Series 2011-1, Credit Card Receivables-			
Backed Notes, Senior, Secured, 3.510% May 15, 2016	4,800	4,917	4,924
Hollis Receivables Term Trust II, Series 2013-1, Class A, Receivables-			
Backed Notes, 2.235% Sep 26, 2016	500	504	505
Hollis Receivables Term Trust II, Series 2014-1, Class A, Receivables-			
Backed Notes, 2.434% Jun 26, 2019	2,500	2,504	2,528
Master Credit Card Trust, Series 2011-1, Class A, Credit Card			
Receivables-Backed Notes, Secured, 3.502% May 21, 2016	3,000	3,077	3,076
Master Credit Card Trust, Series 2012-1, Class A, Credit Card			
Receivables-Backed Notes, Secured, 2.626% Jan 21, 2017	3,500	3,548	3,564
Master Credit Card Trust II, Series 2013-4, Class A, Credit Card			
Receivables-Backed Notes, 2.723% Nov 21, 2018	2,500	2,529	2,564
NBC Asset Trust, Fixed to Floating, Secured, Subordinated, Perpetual,			
Callable, Asset-Backed, 7.235% Jun 30, 2049	1,000	1,206	1,157
		32,072	32,164
Total Investment Portfolio — 99.1%		991,024	1,003,661
Other Assets Less Liabilities — 0.9%			9,077
NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS — 100.0%			1,012,738

NOTES TO FINANCIAL STATEMENTS

(All amounts in thousands of Canadian dollars, except per unit data) December 31, 2014

1.The Portfolio

BMO Harris Canadian Corporate Bond Portfolio ("the Portfolio") is an open-ended mutual fund trust established by a Declaration of Trust under the laws of the Province of Ontario, most recently amended on May 7, 2014. BMO Harris Investment Management Inc. ("the Manger") is the Manager of the Portfolio. The address of the Portfolio's registered office is 1 First Canadian Place, 41st Floor, Toronto, Ontario.

The information provided in these annual financial statements is as at and for the periods ended December 31, 2014, December 31, 2013 and opening Statement of Financial Position as at January 1, 2013.

These financial statements were authorized for issue by the Manager on March 11, 2015.

2.Basis of preparation and presentation

These annual financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The Portfolio has adopted this basis of accounting effective January 1, 2014 as required by Canadian securities legislation and the Canadian Accounting Standards Board. Previously the Portfolio prepared its financial statements in accordance with Canadian Generally Accepted Accounting Principles as defined in Part V of the Chartered Professional Accountant ("CPA") Handbook (Canadian GAAP). The Portfolio has consistently applied the accounting policies used in the preparation of their opening IFRS statements of financial position at January 1, 2013 and throughout all periods presented as if these policies had always been in effect.

As required under IFRS, the Portfolio has:

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

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

3.Summary of significant accounting policies Financial instruments

The Portfolio records financial instruments at fair value. Investment transactions are accounted for on the trade date. The Portfolio's investments are either designated

at fair value through profit or loss ("FVTPL") at inception or classified as held for trading. The changes in the investment fair values and related transaction costs are recorded in the Portfolio's Statement of Comprehensive Income.

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

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

The Portfolio's outstanding redeemable units, which are puttable instruments, are entitled to a contractual obligation of annual distribution of any net income and net realized capital gains by the Portfolio. This annual distribution can be in cash at the option of the unitholders, and therefore the ongoing redemption feature is not the redeemable units' only contractual obligation. Consequently, the units of the Portfolio do not meet the conditions to be classified as equity and therefore are classified as financial liabilities and presented at the redemption amounts.

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

The Portfolio has determined that it meets the definition of "investment entity" and as a result, it measures subsidiaries other than those which provide services to the Portfolio, at FVTPL.

Cost of investments

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

Fair value measurement

Investments are recorded at their fair value with the change between this amount and their average cost

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being recorded as change in unrealized appreciation (depreciation) in the Statement of Comprehensive Income.

For exchange traded securities close prices are considered to be fair value if they fall within the bidask spread. In circumstances where the close price is not within the bidask spread, the Manager determines the point within the bidask spread that is most representative of fair value based on the specific facts and circumstances.

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

For bonds, debentures, asset-backed securities and other debt securities fair value is represented by bid prices provided by independent security pricing services. Short-term investments, if any, are carried at amortized cost which approximates fair value. Unlisted warrants, if any, are valued based on a pricing model which considers factors such as the market value of the underlying security, strike price and terms of the warrant. Exchange traded funds held as investments are valued at their respective Net Asset Value ("NAV") on each Valuation Date (the "Valuation Date" is each day on which the Toronto Stock Exchange is open for trading), as these values are the most readily and regularly available.

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

The Portfolio's accounting policies for measuring the fair value of its investments and derivatives are aligned with the valuation policies used in measuring its NAV for transactions with unitholders.

Derivative instruments

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

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

Derivatives are marked to fair value. Discussion of the fair value measurement of derivatives is included in Note 3. Realized and unrealized gains and losses are recorded in the Statement of Comprehensive Income.

Forward currency contracts

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

Income recognition

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

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

Interest on inflation-indexed bonds is paid based on a principal value, which is adjusted for inflation. The inflation adjustment of the principal value is recognized as part of interest income in the Statement of Comprehensive Income. If held to maturity, the Portfolio will receive, in addition to a coupon interest payment, a final payment equal to the sum of the par

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value and the inflation compensation accrued from the original issue date. Interest is accrued on each Valuation Date based on the inflation adjusted par value at that time and is included in "Interest income" in the Statement of Comprehensive Income.

Foreign currency translation

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

Securities lending

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

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

Short-term trading penalty

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

Cash

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

Other assets and other liabilities

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

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

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

Taxation

The Portfolio qualifies as a unit trust under the provisions of the Income Tax Act (Canada). Distributions of all net taxable income and sufficient amounts of net realized capital gains for each taxation year will be paid to unitholders so that the Portfolio will not be subject to income tax. As a result, the Portfolio has determined that it is in substance not taxable and therefore nor does it not record income taxes in the Statement of Comprehensive Income and or recognize any deferred tax assets in the Statement of Financial Position.

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

Investments in associates, joint ventures and subsidiaries

Subsidiaries are entities over which the Portfolio has control through its exposure or rights to variable returns from its investment and has the ability to affect those returns through its power over the entity. The Portfolio has determined that it is an investment entity and as such, it accounts for subsidiaries at fair value. Joint ventures are those where the Portfolio exercises joint control through an agreement with other shareholders, and associates are investments in which the Portfolio exerts significant influence over operating, investing, and financing decisions (such as entities in which the Portfolio owns 20% - 50% of voting shares), all of which have been designated at FVTPL.

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Unconsolidated structured entities

The Portfolio invests in securitizations, asset-backed securities and mortgage-backed securities.

The Portfolio has determined that its investments in securitizations, asset-backed securities and mortgaged-backed securities are unconsolidated structured entities. The determination is based on the fact that decision making about the securitizations, asset-backed securities and mortgage-backed securities is not governed by the voting right or other similar right held by the Portfolio.

Mortgage-related securities are created from pools of residential or commercial mortgage loans, including mortgage loans made by savings and loan institutions, mortgage bankers, commercial banks and others. Assetbacked securities created from many types of assets, including auto loans, credit card receivables, home equity loans, and student loans.

The Portfolio does not provide and has not committed to providing any additional significant financial information or other support to the unconsolidated structured entities other than its investments in the unconsolidated structured entities. During the periods, the Portfolio had no sponsored unconsolidated structured entities.

Additional information on the Portfolio's interest in unconsolidated structured entities, where applicable, is provided in Note 8.

Offsetting of financial assets and financial liabilities

Financial instruments are presented at net or gross amounts on the Statement of Financial Position depending on the existence of intention and legal right to offset opposite positions of such instruments held with the same counterparties. Amounts offset in the Statement of Financial Position are transactions for which the Portfolio has legally enforceable rights to offset and intends to settle the positions on a net basis, such as derivative instruments. Amounts not offset in the Statement of Financial Position relate to transactions where a master netting arrangement or similar agreement is in place with a right of offset only in the event of default, insolvency or bankruptcy, or where the offset criteria are otherwise not met. including where the Portfolio has no intention to settling on a net basis. There were no master netting agreements during the period.

Accounting standards issued but not yet adopted

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

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

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

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

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

4. Critical accounting estimates and judgements

The preparation of financial statements requires the use of judgement in applying the Portfolio's accounting policies and to make estimates and assumptions about the future. The following discusses the most significant accounting judgements and estimates that the Portfolio has made in preparing its financial statements:

Accounting judgements:

Functional and presentation currency

The Portfolio unitholders are mainly Canadian residents, with the subscriptions and redemptions of the redeemable shares denominated in Canadian dollars. The Portfolio invests in Canadian and U.S. dollars and other foreign denominated securities, as applicable. The performance of the Portfolio is measured and

NOTES TO FINANCIAL STATEMENTS (cont'd)

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reported to the investors in Canadian dollars. The Manager considers the Canadian dollar as the currency that most faithfully represents the economic effects of the underlying transactions, events and conditions. The financial statements are presented in Canadian dollars, which is the Portfolio's functional and presentation currency.

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

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

Accounting estimates:

Fair value measurement of securities not quoted in an active market

The Portfolio has established policies and control procedures that are intended to ensure these judgements are well controlled, independently reviewed, and consistently applied from period to period. The estimates of the value of the Portfolio's assets and liabilities are believed to be appropriate as at the reporting date.

The Portfolio may hold financial instruments that are not quoted in active markets. Note 3 discusses the estimates used in determining fair value.

5.Units and unit transactions

The redeemable units of the Portfolio are classified as liabilities.

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

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

6. Related party transactions

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

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

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

The Portfolio may execute trades with and or through BMO Nesbit Burns Inc., an affiliate of the Manager based on established standard brokerage agreements at market prices. These fees are included in "Commissions and other portfolio transaction costs" in the Statement of Comprehensive Income. Refer to Note 8 for related party fees charged to the Portfolio for the periods ended December 31, 2014 and December 31, 2013.

(b) Other related party transactions

From time to time, the Manager may on behalf of the Portfolio enter into transactions or arrangements with or involving subsidiaries or affiliates of Bank of Montreal group of companies, or certain other persons or companies that are related or connected to the Manager of the Portfolio. These transactions or arrangements may include transactions or arrangements with or involving subsidiaries and

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affiliates of Bank of Montreal group of companies, BMO Trust Company, BMO Nesbitt Burns Inc., BMO Private Investment Counsel Inc., BMO Asset Management Inc., BMO Asset Management Corp., BMO Investments Inc., Pyrford International Ltd, LGM Investments Limited., F&C Asset Management plc, or other investment funds offered by BMO, and may involve the purchase or sale of portfolio securities through or from a subsidiary or affiliate of Bank of Montreal group of companies, the purchase or sale of securities issued or guaranteed by a member of Bank of Montreal group of companies, entering into forward contracts with a member of Bank of Montreal group of companies acting as counterparty, the purchase or redemption of units of other BMO Harris Private Portfolios or the provision of services to the Manager.

7. Financial instrument risk

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

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

(a) Currency risk

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

(b) Interest rate risk

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

(c) Other market risk

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

(d) Credit risk

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

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

(e) Liquidity risk

The Portfolio's exposure to liquidity risk is concentrated in the daily cash redemptions of units. The Portfolio primarily invests in securities that are traded in active markets and can be readily disposed. In addition, the Portfolio retains sufficient cash and cash equivalent

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positions to maintain liquidity. The Portfolio may, from time to time, enter into over-the-counter derivative contracts or invest in unlisted securities, which are not traded in an organized market and may be illiquid. Securities for which a market quotation could not be obtained and may be illiquid are identified on the Statement of Investment Portfolio. The proportion of illiquid securities to the NAV of the Portfolio is monitored by the Manager to ensure it does not exceed the regulatory limit and does not significantly affect the liquidity required to meet the Portfolio's financial obligations.

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8. Portfolio specific information

(a) Portfolio information and change in units

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

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

For the periods ended (in thousands of units)	Dec. 31, 2014	Dec. 31, 2013
Units issued and outstanding, beginning		
of period	22,727	33,445
Issued for cash	86,289	5,417
Issued on reinvestment of distributions	2,697	1,174
Redeemed during the period	(14,909)	(17,309)
Units issued and outstanding, end of		
period	96,804	22,727

(b) Reconciliation of NAV to net assets

As at December 31, 2014, December 31, 2013 and January 1, 2013, there were no differences between the Fund's NAV per unit and its net assets per unit calculated in accordance with IFRS.

(c) Increase (decrease) in net assets attributable to holders of redeemable units per unit

The increase (decrease) in net assets attributable to holders of redeemable units per unit for the periods ended December 31, 2014 and December 31, 2013 is calculated as follows:

	Dec. 31,	Dec. 31,
	2014	2013
Increase in net assets attributable to holders of redeemable units	36,974	1,161
Weighted average units outstanding during the period	82,531	28,433
Increase (decrease) in net assets attributable to holders of redeemable units per unit	0.45	0.04

(d) Income taxes

As at the tax year-ended December 2014, the Portfolio had the following estimated capital and non-capital losses for income tax purposes:

Total Capital Losses (\$)	Total Non- Capital Losses (\$)	Non-Capi	tal Losses Tha	at Expire in
				2026 and
		2014 (\$)	2015 (\$)	thereafter (\$)
2,159	_	_	_	_

(e) Related party transactions Unitholder servicing

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

	Dec. 31, 2014	Dec. 31, 2013
Unitholder servicing (\$)	226	85

Brokerage commissions and soft dollars

There were no brokerage commissions charged to the Portfolio during the periods ended December 31, 2014 and December 31, 2013.

(f) Financial instrument risk

The Portfolio's 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 that mature in more than one period.

Effective January 25, 2013, the Portfolio's investment strategies were changed to permit the Portfolio to invest in fixed income securities in reference to the characteristics of a widely recognized Canadian corporate bond index.

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

Currency risk

As at December 31, 2014, December 31, 2013 and January 1, 2013, the Portfolio did not have any significant exposure to currency risk as it invested fully in Canadian securities.

Interest rate risk

The following table summarizes the Portfolio's exposure to interest rate risk by remaining term to maturity.

	Interest	Rate Exposure a	as at
Number of years	Dec. 31,	Dec. 31,	Jan. 1,
	2014	2013	2013
Less than one year	_	_	53,524
One to three years	280,285	58,810	65,547
Three to five years	262,817	66,845	75,224
Five to ten years	395,330	81,499	53,804
Greater than ten years	65,229	24,029	103,810
Total	1,003,661	231,183	351,909

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As at the periods ended December 31, 2014, December 31, 2013, and January 1, 2013, if the prevailing interest rates had been strengthened or weakened by 1%, assuming a parallel shift in the yield curve, with all other factors remaining constant, Net Assets could possibly have increased or decreased, respectively, by approximately \$39,375 (December 31, 2013 – \$8,882; January 1, 2013 – \$20,413). The Portfolio's interest rate sensitivity was determined based on portfolio weighted duration. In practice, actual results may differ from this sensitivity analysis and the difference could be material.

Other market risk

The Portfolio was not significantly exposed to other market risk as at December 31, 2014, December 31, 2013 and January 1, 2013 as it was invested fully in fixed income securities.

Credit risk

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

Αs	а	0/0	of	Net	Assets	as	at

Credit Rating	Dec. 31, 2014	Dec. 31, 2013	Jan. 1, 2013
R-1 High	-	-	2.8
AAA	3.9	3.8	14.7
AA	32.1	30.6	33.4
A	31.5	34.3	36.2
BBB	31.6	30.3	11.6
Total	99.1	99.0	98.7

Securities lending

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

Concentration risk

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

	Dec. 31, 2014	Dec. 31, 2013	Jan. 1, 2013				
Money Market Investments							
Federal	%	%	2.8%				
Bonds & Debentures							
Federal Bonds	— %	%	12.3%				
Corporate Bonds &							
Debentures	95.9%	94.7%	82.7%				
Asset-Backed Securities	3.2%	4.3%	0.9%				
Other Assets Less							
Liabilities	0.9%	1.0%	1.3%				
	100.0%	100.0%	100.0%				

(g) Financial assets and financial liabilities Categories of financial assets and financial liabilities

The table below shows the categories of financial assets and financial liabilities:

	Dec. 31,	Dec. 31,	Jan. 1,
	2014	2013	2013
Financial assets designated			
as FVTPL	1,003,661	231,183	351,909
Loans and receivables	13,648	3,016	3,154
Financial liabilities measured			
at amortized cost	13,592	48	70

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

	Dec. 31,	Dec. 31,
	2014	2013
Net realized gains (losses) on financial assets at FVTPL		
Designated at FVTPL	23,756	14,739
	23,756	14,739
Total net realized gains (losses) on financial assets and liabilities at FVTPL	23,756	14,739
Change in unrealized gains (losses) on financial assets at FVTPL		
Designated as at FVTPL	13,676	(13,420)
	13,676	(13,420)

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	Dec. 31, 2014	Dec. 31, 2013
Total change in unrealized gains (losses) on financial assets and liabilities at FVTPL	13,676	(13,420)

(h) Fair value hierarchy

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

As at Dec. 31, 2014

Financial assets	Level 1	Level 2	Level 3	Total
Debt Securities	1,003,661	_	_	1,003,661

As at Dec. 31, 2013

Financial assets	Level 1	Level 2	Level 3	Total
Debt Securities	231,183	_	_	231,183

As at Jan. 1, 2013

Financial assets	Level 1	Level 2	Level 3	Total
Debt Securities	6,160	345,749	_	351,909

Transfers between levels

There were no transfers between levels during the periods.

(i) Unconsolidated structured entities

Information on the carrying amount and the size of the investments in structured entities is shown in the table below.

	Dec. 31, 2014	Dec. 31, 2013	Jan. 1, 2013
Carrying amount			
CARDS II Trust, Series 2011- 4, Credit Card Receivables- Backed, Class A Notes, 3.333% May 15, 2016	1,023	1,035	
CARDS II Trust, Series 2013-1, Class A, Credit Card Receivables-Backed, 1.984% Jan 15, 2016	5,725	1,004	
Genesis Trust II, Series 2014-1, Class A, Real Estate Secured Line of Credit- Backed Notes, 2.433% May 15, 2019	4,056	······	
Glacier Credit Card Trust, Series 2012-2, Asset-Backed Notes, Senior, 2.394% Oct 20, 2017	3,042	1,493	
Golden Credit Card Trust, Series 2011-1, Credit Card Receivables-Backed Notes, Senior, Secured, 3.510% May 15, 2016	4,924	1,299	
Hollis Receivables Term Trust II, Series 2013-1, Class A, Receivables-Backed Notes, 2.235% Sep 26, 2016	505		
Hollis Receivables Term Trust II, Series 2014-1, Class A, Receivables-Backed Notes, 2.434% Jun 26, 2019	2,528		
Master Credit Card Trust, Series 2011-1, Class A, Credit Card Receivables- Backed Notes, Secured, 3.502% May 21, 2016	3,076		
Master Credit Card Trust, Series 2012-1, Class A, Credit Card Receivables- Backed Notes, Secured, 2.626% Jan 21, 2017	3,564	1,524	
Master Credit Card Trust II, Series 2013-4, Class A, Credit Card Receivables- Backed Notes, 2.723% Nov 21, 2018	2,564	995	

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) December 31, 2014

Total	32,164	10,061	3,306
Gloucester Credit Card Trust, Series 2004-1, Asset- Backed, 5.376% May 15, 2014	<u>-</u>	<u>-</u>	1,050
Broadway Credit Card Trust, Series 2004-2, Credit Card Receivables-Backed, Class A Notes, 4.804% Mar 17, 2014			2,256
Golden Credit Card Trust, Series 2010-1, Credit Card Receivables-Backed Notes, Senior, Secured, 3.824% May 15, 2015		515	
Canadian Credit Card Master Trust, Series 2010-1, Class A, Asset-Backed Notes, 3.444% Jul 24, 2015		1,028	
NBC Asset Trust, Fixed to Floating, Secured, Subordinated, Perpetual, Callable, Asset-Backed, 7.235% Jun 30, 2049	1,157	1,168	

The carrying value of mortgage related and other asset-backed securities are included in "Investments – Non-derivative financial assets" in the Statement of Financial Position. This amount also represents the maximum exposure to losses at that date.

The change in fair value of mortgage related and other asset-backed securities are included in the Statement of Comprehensive Income in "Change in unrealized appreciation (depreciation)".

(j) Transition to IFRS

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

The following information reflects the Portfolio's transition elections under IFRS 1, First-time Adoption of International Financial Reporting Standards ("IFRS 1"), the standard for first-time adoption and the significant accounting changes resulting from our adoption of IFRS. The general principle under IFRS 1 is retroactive application, such that the Portfolio's Statement of Financial Position as at January 1, 2013 was restated as though the Portfolio has always applied IFRS with the net impact shown as an adjustment to opening Net Assets.

Transition elections

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

Statement of cash flows

Under Canadian GAAP, the Portfolio was exempt from providing a Statement of Cash Flows. IAS 1, Presentation of Financial Statements ("IAS 1"), requires that a Statement of Cash Flows to be presented as part of a complete set of financial statements. As such, the Portfolio has presented a Statement of Cash Flows in the annual financial statements for the periods ended December 31, 2014 and December 31, 2013.

Classification of redeemable units issued by the Portfolio

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

Revaluation of investments at FVTPL

Canadian GAAP required the use of bid prices for long positions and ask prices for short positions in determining fair valuation of investments traded in an active market, rather than the use of close prices used for the purpose of determining NAV. IFRS 13, Fair Value Measurement ("IFRS 13"), requires that if an asset or a liability has a bid price and an ask price, then its fair value is to be based on a price within the bid-ask spread that is most representative of fair value. The standard also allows the use of mid-market pricing or other pricing conventions that are used by market participants as a practical expedient for fair value measurements within a bid-ask spread. Upon adoption of IFRS, the Portfolio has determined that for traded securities, close price on the reporting date are considered to be fair value, if they fall within the bid-ask spread. See Note 3 for the Portfolio's fair value measurement policy.

NOTES TO FINANCIAL STATEMENTS (cont'd)

(All amounts in thousands of Canadian dollars, except per unit data) December 31, 2014

Reconciliation of Net Assets as reported under Canadian GAAP to IFRS

As at	Dec. 31, 2013	Jan. 1, 2013
Net assets representing unitholders' equity under Canadian GAAP	233,409	356,605
Revaluation of investments at FVTPL	_	_
Net assets attributable to holders of redeemable units	233,409	356,605

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

For the period ended	Dec. 31, 2013
Increase in net assets from operations under Canadian GAAP	1,161
Revaluation of investments at FVTPL	_
Increase in net assets attributable to holders of redeemable units	1,161

Presentation of Interest Income

Under Canadian GAAP, the Portfolio presented interest income on debt instruments in the Statement of Operations calculated using the stated rate without amortization of discounts, premiums or transaction costs. IFRS requires interest income to be calculated using the effective interest method. As a result, \$2,859 was reclassified from "change in unrealized appreciation (depreciation)" to "Interest income" in the Statement of Comprehensive Income for the period ended December 31, 2013 to conform to the IFRS presentation.

(k) Subsequent events Portfolio name change

Effective February 2, 2015, the Portfolio name changed from BMO Harris Canadian Corporate Bond Portfolio to BMO Private Canadian Corporate Bond Portfolio.

Manager name change

Effective February 2, 2015, the Manager changed its name from BMO Harris Investment Management Inc. to BMO Private Investment Counsel Inc.

Management's Responsibility for Financial Reporting

The accompanying financial statements have been prepared by an affiliate of the Manager and approved by the Board of Trustees of the Portfolios. Management is responsible for the information and representations contained in these financial statements.

The affiliate of the Manager maintains appropriate processes to ensure that relevant and reliable information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and include certain amounts that are based on estimates and judgements. The significant accounting policies which management believes are appropriate for the Portfolio are described in Note 2 of the financial statements. The Trustee (BMO Trust Company) is responsible for reviewing and approving the financial statements and overseeing management's performance of its financial reporting responsibilities. The Trustee reviews the financial statements of the Portfolios, adequacy of the internal controls, the audit process and financial reporting with management and external auditors.

PricewaterhouseCoopers LLP is the external auditor of the Portfolios. The auditor has been appointed by Board of the Manager and of the Trustees and cannot be changed without the prior approval for the Independent Review Committee and 60 days notice to the Unitholders. They have audited the financial statements in accordance with generally accepted auditing standards in Canada to enable them to express to the unitholders their opinion on the financial statements. Their report is included as an integral part of the financial statements.

Richard Mason

Chief Executive Officer BMO Private Investment Counsel Inc.

Mah

March 11, 2015

Robert J. Schauer

Chief Financial Officer BMO Private Portfolios

March 11, 2015

Manager

BMO Private Investment Counsel Inc. 1 First Canadian Place 100 King St. W., 41st Floor Toronto, Ontario M5X 1H3

Trustee

BMO Trust Company 1 First Canadian Place 100 King St. W., 41st Floor Toronto, Ontario M5X 1H3

Independent Auditor

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