Financial Statements of

INTEGRA U.S. VALUE GROWTH FUND

Years ended December 31, 2018 and 2017

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INDEPENDENT AUDITORS' REPORT

To the Unitholders of Integra U.S. Value Growth Fund

Opinion

We have audited the financial statements of Integra U.S. Value Growth Fund (the Entity), which comprise:

- the statements of financial position as at December 31, 2018 and 2017
- the statements of comprehensive income for the years then ended
- the statements of changes in net assets attributable to holders of redeemable units for the years then ended
- the statements of cash flows for the years then ended
- and notes to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2018 and 2017, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "***Auditors' Responsibilities for the Audit of the Financial Statements***" section of our auditors' report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

KPMG LLP, is a Canadian limited liability partnership and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.
KPMG Canada provides services to KPMG LLP.

Other Information

Management is responsible for the other information. Other information comprises:

- the information included in the Management Report of Fund Performance filed with the relevant Canadian Securities Commissions.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the Management Report of Fund Performance filed with the relevant Canadian Securities Commissions as at the date of this auditors' report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditors' report.

We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRS), 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.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

  The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Canada

March 27, 2019

INTEGRA U.S. VALUE GROWTH FUND

Statements of Financial Position

December 31, 2018 and 2017

	2018	2017
Assets		
Cash	$ 939,767	$ 2,999,187
Receivable for securities sold	1,162,516	74,940
Subscriptions receivable	402	9,869
Accrued dividends receivable	100,505	101,004
Investments, at fair value	75,757,560	77,985,035
Total assets	77,960,750	81,170,035
Liabilities		
Payable for securities purchased	–	54,331
Redemptions payable	802,106	153,891
Accrued expenses	41,894	45,735
Total liabilities, excluding net assets attributable to holders of redeemable units	844,000	253,957
Net assets attributable to holders of redeemable units	$ 77,116,750	$ 80,916,078
Redeemable units (note 3)	4,873,474	4,868,481
Net assets attributable to holders of redeemable units per unit	$ 15.82	$ 16.62

See accompanying notes to financial statements.

On behalf of the Manager,
Integra Capital Limited:

____________________________ Director
Graham Rennie

____________________________ Director
Steven Carlson

INTEGRA U.S. VALUE GROWTH FUND

Statements of Comprehensive Income

Years ended December 31, 2018 and 2017

	2018	2017
Income:		
Interest income for distribution purposes	$ 6,448	$ 466,534
Dividends	1,495,083	1,327,868
Revenue from securities lending (note 6)	5,806	8,706
Other changes in fair value of investments:		
Net realized gain on sale of investments	9,010,318	13,553,920
Net foreign exchange gain (loss) on cash	74,284	(142,207)
Net other gain (loss)	60,678	(260,192)
Net change in unrealized depreciation of investments	(7,948,099)	(6,837,474)
Total income	2,704,518	8,117,155
Expenses (income):		
Custodial fees	32,329	50,564
Operating fees	1,701	10,956
Audit fees	35,000	35,000
Filing fees	7,001	7,001
Investment performance monitoring fees	–	(623)
Securityholder reporting fees	3,000	55
Independent Review Committee fees (note 7)	7,501	7,501
Transaction costs	21,678	26,774
Withholding taxes	233,663	140,841
Harmonized sales tax	4,016	7,742
Total expenses	345,889	285,811
Increase in net assets attributable to holders of redeemable units	$ 2,358,629	$ 7,831,344
Increase in net assets attributable to holders of redeemable units per unit (based on the weighted average number of units outstanding during the year)	$ 0.49	$ 1.66

See accompanying notes to financial statements.

INTEGRA U.S. VALUE GROWTH FUND

Statements of Changes in Net Assets Attributable to Holders of Redeemable Units

Years ended December 31, 2018 and 2017

	2018	2017
Net assets attributable to holders of redeemable units, beginning of year	$ 80,916,078	$ 97,872,856
Increase in net assets attributable to holders of redeemable units	2,358,629	7,831,344
Distributions paid or payable to holders of redeemable units:		
From net investment income	(1,227,886)	(1,198,533)
From net realized capital gains	(4,964,156)	(1,738,912)
Return of capital	–	(276,976)
Total distributions to holders of redeemable units	(6,192,042)	(3,214,421)
Redeemable unit transactions (note 3):		
Issuance of units	6,950,737	6,874,662
Reinvestment of distributions	6,192,042	3,214,421
Redemptions of units	(13,108,694)	(31,662,784)
Net increase (decrease) from redeemable unit transactions	34,085	(21,573,701)
Net decrease in net assets attributable to holders of redeemable units	(3,799,328)	(16,956,778)
Net assets attributable to holders of redeemable units, end of year	$ 77,116,750	$ 80,916,078

See accompanying notes to financial statements.

INTEGRA U.S. VALUE GROWTH FUND

Statements of Cash Flows

Years ended December 31, 2018 and 2017

	2018	2017
Cash flows from (used in) operating activities:		
Increase in net assets attributable to holders of redeemable units	$ 2,358,629	$ 7,831,344
Change in non-cash operating working capital:		
Net change in unrealized foreign exchange loss (gain) on cash	(74,284)	142,207
Net realized gain on sale of investments	(9,010,318)	(13,553,920)
Net change in unrealized depreciation of investments	7,948,099	6,837,474
Purchase of investments	(20,861,069)	(16,778,501)
Proceeds from the sale of investments	23,008,856	41,159,908
Accrued dividends receivable	499	20,204
Accrued expenses	(3,841)	(31,750)
Cash provided by operating activities	3,366,571	25,626,966
Cash flows from (used in) financing activities:		
Amount received from the issuance of units	6,960,204	6,883,277
Amount paid on redemptions of units	(12,460,479)	(31,588,881)
Cash used in financing activities	(5,500,275)	(24,705,604)
Increase (decrease) in cash	(2,133,704)	921,362
Net change in unrealized foreign exchange gain (loss) on cash	74,284	(142,207)
Cash, beginning of year	2,999,187	2,220,032
Cash, end of year	$ 939,767	$ 2,999,187
Supplemental information:		
Interest received	$ 6,448	$ 466,534
Dividends received, net of withholding taxes	1,261,919	1,207,231

See accompanying notes to financial statements.

INTEGRA U.S. VALUE GROWTH FUND

Schedule of Investments

December 31, 2018

	Number of shares	Average cost	Fair value
Common shares - 98.24%			
United States Equities - 90.36%:			
Consumer Discretionary - 12.23%:			
Advance Auto Parts Inc.	2,551	$ 422,499	$ 548,615
AutoZone Inc.	938	285,362	1,074,015
BorgWarner Inc.	5,256	326,510	249,386
Bright Horizons Family Solutions Inc.	2,063	209,559	314,027
Carter's Inc.	3,385	403,490	377,348
Dollar General Corp.	10,667	1,077,403	1,574,616
Dollar Tree Inc.	6,025	204,790	743,238
LKQ Corp.	9,026	300,452	292,537
Lowe's Cos. Inc.	11,117	1,116,384	1,402,357
Marriott International Inc., Class 'A'	3,461	154,950	513,167
Marriott Vacations Worldwide Corp.	2,021	273,360	194,627
Mohawk Industries Inc.	1,457	130,183	232,747
O'Reilly Automotive Inc.	1,090	341,312	512,612
Ross Stores Inc.	6,899	248,760	783,965
Tractor Supply Co.	3,065	148,234	349,295
Ulta Beauty Inc.	816	163,191	272,872
		5,806,439	9,435,424
Consumer Staples - 5.95%:			
Altria Group Inc.	9,256	486,956	624,381
Brown-Forman Corp., Class 'B'	4,755	104,703	309,003
Church & Dwight Co. Inc.	6,782	157,775	609,125
CVS Health Corp.	13,609	1,441,612	1,217,831
Monster Beverage Corp.	9,818	148,337	660,012
Philip Morris International Inc.	8,579	750,611	782,240
Sprouts Farmers Markets Inc.	11,962	352,254	384,099
		3,442,248	4,586,691
Energy - 6.92%:			
Chevron Corp.	6,715	940,147	997,751
Cimarex Energy Co.	2,616	353,012	220,271
Concho Resources Inc.	2,395	257,101	336,235
ConocoPhillips	14,582	862,080	1,241,769
Occidental Petroleum Corp.	9,866	856,565	827,094
Phillips 66	10,298	994,730	1,211,701
Schlumberger Ltd.	10,125	890,480	498,940
		5,154,115	5,333,761

INTEGRA U.S. VALUE GROWTH FUND

Schedule of Investments (continued)

December 31, 2018

	Number of shares	Average cost	Fair value
Financials - 11.99%:			
American Express Co.	7,258	564,344	944,905
American International Group Inc.	18,279	1,260,608	983,889
Ameriprise Financial Inc.	2,832	191,620	403,697
Bank of New York Mellon Corp. (The)	11,930	806,346	766,958
Intercontinental Exchange Inc.	5,448	150,719	560,521
JPMorgan Chase & Co.	8,147	518,551	1,086,235
New York Community Bancorp Inc.	31,199	446,595	400,975
State Street Corp.	4,003	448,237	344,822
TD Ameritrade Holding Corp.	6,433	234,876	430,172
U.S. Bancorp	12,949	882,045	808,239
Wells Fargo & Co.	20,556	1,013,886	1,293,714
Western Alliance Bancorp	5,285	398,608	285,049
Worldpay Inc.	8,956	250,319	934,900
		7,166,754	9,244,076
Health Care - 12.36%:			
Alexion Pharmaceuticals Inc.	1,206	208,634	160,367
Anthem Inc.	2,739	420,205	982,479
Cardinal Health Inc.	5,632	553,276	343,072
Centene Corp.	2,855	459,590	449,596
Cigna Corp.	1,534	371,182	397,884
Cooper Cos. Inc. (The)	1,014	320,691	352,462
Edwards Lifesciences Corp.	2,867	347,318	599,775
Encompass Health Corp.	8,449	264,049	711,996
Exact Sciences Corp.	5,506	370,584	474,518
HCA Healthcare Inc.	2,983	238,363	507,032
Humana Inc.	1,282	111,818	501,614
Johnson & Johnson	3,345	312,570	589,578
Ligand Pharmaceuticals Inc., Class 'B'	1,055	157,832	195,533
Merck & Co. Inc.	4,382	239,475	457,309
Pfizer Inc.	22,817	663,268	1,360,285
PRA Health Sciences Inc.	4,015	415,569	504,280
Teleflex Inc.	1,422	424,073	502,012
Universal Health Services Inc., Class 'B'	2,785	287,694	443,365
		6,166,191	9,533,157

INTEGRA U.S. VALUE GROWTH FUND
Schedule of Investments (continued)

December 31, 2018

	Number of shares	Average cost	Fair value
Industrials - 8.25%:			
Ametek Inc.	5,168	159,366	477,858
General Dynamics Corp.	1,848	244,801	396,798
General Electric Co.	56,921	1,392,986	588,512
HD Supply Holdings Inc.	8,268	326,188	423,692
Hexcel Corp.	4,836	329,096	378,731
Hubbell Inc.	3,269	438,970	443,533
Kansas City Southern Industries Inc.	2,744	221,652	357,723
KAR Auction Services Inc.	4,248	326,372	276,868
Masco Corp.	6,421	321,109	256,429
Parker Hannifin Corp.	1,766	348,486	359,726
Rexnord Corp.	10,733	320,569	336,427
Roper Technologies Inc.	1,783	185,752	649,035
TransUnion	5,949	334,406	461,508
United Technologies Corp.	6,581	901,829	957,078
		5,851,582	6,363,918
Information Technology - 21.47%:			
Alliance Data Systems Corp.	2,109	235,196	432,301
Amphenol Corp., Class 'A'	4,242	147,989	469,408
ANSYS Inc.	2,441	137,892	476,550
Autodesk Inc.	4,166	603,430	731,781
Broadcom Inc.	1,220	408,156	423,701
Citrix Systems Inc.	1,882	141,223	263,367
Cognizant Technology Solutions Corp., Class 'A'	9,212	311,976	798,689
EPAM Systems Inc.	5,291	217,282	838,340
Euronet Worldwide Inc.	6,101	642,445	853,107
Fidelity National Information Services Inc.	5,308	349,867	743,453
Fiserv Inc.	13,460	270,691	1,351,016
FleetCor Technologies Inc.	1,713	351,584	434,513
Global Payments Inc.	4,860	367,491	684,555
Microchip Technology Inc.	6,946	273,412	682,294
Microsoft Corp.	8,233	373,685	1,142,117
MSCI Inc., Class 'A'	1,562	173,174	314,524
Oracle Corp.	19,787	989,495	1,220,183
PTC Inc.	7,184	413,039	813,407
QUALCOMM Inc.	14,570	1,210,204	1,132,492
Red Hat Inc.	2,849	355,300	683,444
Skyworks Solutions Inc.	4,265	146,811	390,401
Texas Instruments Inc.	6,620	385,013	854,431
WEX Inc.	2,133	168,652	408,030
Xilinx Inc.	3,537	340,572	411,442
		9,014,579	16,553,546

INTEGRA U.S. VALUE GROWTH FUND

Schedule of Investments (continued)

December 31, 2018

	Number of shares	Average cost	Fair value
Materials - 5.34%:			
Air Products and Chemicals Inc.	6,498	1,225,047	1,420,439
Ashland Global Holdings Inc.	2,774	204,859	268,848
Berry Global Group Inc.	7,365	158,003	478,110
Crown Holdings Inc.	6,270	295,307	355,988
DowDuPont Inc.	15,271	1,223,484	1,115,439
FMC Corp.	4,737	271,703	478,506
		3,378,403	4,117,330
Real Estate - 1.94%			
Equinix Inc.	1,072	159,769	516,196
Jones Lang LaSalle Inc.	1,707	206,431	295,158
SBA Communications Corp.	3,094	182,702	684,113
		548,902	1,495,467
Telecommunication Services - 1.87%:			
Comcast Corp., Class 'A'	31,012	1,418,852	1,442,228
Utilities - 2.04%			
Dominion Energy Inc.	9,159	849,333	893,919
Exelon Corp.	11,040	546,759	680,037
		1,396,092	1,573,956
Total United States Equities - 90.36%		49,344,157	69,679,554
International Equities - 7.88%:			
France - 1.13%:			
Sanofi SA, ADR	14,702	754,557	871,673
Ireland - 3.83%:			
Jazz Pharmaceuticals PLC	2,080	426,647	352,153
Johnson Controls International PLC	25,515	1,456,325	1,033,255
Medtronic PLC	11,125	743,299	1,382,094
Pentair PLC	3,543	281,441	182,819
		2,907,712	2,950,321
Switzerland - 0.56%:			
TE Connectivity Ltd.	4,195	303,628	433,324

INTEGRA U.S. VALUE GROWTH FUND

Schedule of Investments (continued)

December 31, 2018

	Number of shares	Average cost	Fair value
United Kingdom - 2.36%:			
Aptiv PLC	4,306	392,363	362,101
BP PLC, ADR	19,703	904,046	1,020,441
IHS Markit Ltd.	6,718	327,891	440,146
		1,624,300	1,822,688
Total International Equities - 7.88%		5,590,197	6,078,006
Total equities - 98.24%		54,934,354	75,757,560
Transaction costs		(27,319)	–
Total investment portfolio - 98.24%		$ 54,907,035	75,757,560
Other assets, net of liabilities - 1.76%			1,359,190
Net assets attributable to holders of redeemable units - 100.00%			$ 77,116,750

See accompanying notes to financial statements.

INTEGRA U.S. VALUE GROWTH FUND

Risk Disclosures

Years ended December 31, 2018 and 2017

1. Financial instruments risk:

Investment activities of the Integra U.S. Value Growth Fund (the "Fund") expose the Fund to some financial instrument risks. The Fund's overall risk management program seeks to minimize the potentially adverse effect of risk on the Fund's financial performance in a manner consistent with the Fund's investment objectives and long-term investment time horizon.

2. Risk management:

The Fund's objective is to achieve long-term investment returns through a portfolio of U.S. equities, which are sufficiently diversified to minimize investment risk. To achieve this objective, the Fund invests in equities of medium to large capitalized companies based in the United States. The Fund invests primarily in American companies with a minimum market capitalization of U.S. $1 billion. The Fund may hold up to an aggregate of 20% in cash or cash equivalents.

The Fund combines the expertise of two sub-advisory firms, a "bottom-up value" manager and a "bottom-up growth" manager. Integra Capital Limited (the "Trustee" and "Manager") has retained the services of Barrow, Hanley, Mewhinney & Strauss ("Barrow") and CIBC Private Wealth Management (formerly Atlantic Trust Company NA) ("CIBC"), (the "Sub-Advisors"), as described below.

Each portfolio manager is authorized to keep a percentage of the assets it manages in cash or cash equivalents as an ongoing strategy. In addition, the Fund may invest in American Depository Receipts trading on recognized U.S. stock exchanges.

Barrow's expertise is in managing equity portfolios through a value-oriented research intensive process of individual stock selection. The team selects stocks based on the belief that the equity markets are inefficient and that short-term earnings disappointments or changes in market perception create opportunities to invest in high quality or improving companies at attractive prices.

CIBC is a "bottom-up growth" portfolio manager that uses fundamental research to identify U.S. mid-cap growth companies with strong market positions, track records of consistent growth and free cash flow returns on a dollar of capital investment.

The Fund may enter into securities lending transactions. Securities lending transactions will be used in conjunction with the Fund's other investment strategies in a manner considered most appropriate by Integra Capital Limited to achieve the Fund's investment objectives and to enhance the Fund's returns.

2. Risk management (continued):

To assist with managing risk, the Manager also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy and securities regulations.

The Fund invests in a range of investment strategies that exposes it to various types of risks, as follows:

(a) Credit risk:

Credit risk on financial instruments is the risk of a loss occurring as a result of the default of an issuer on its obligation to an investment fund. Credit risk is managed by dealing with issuers that are believed to be creditworthy and by regular monitoring of credit exposures. Additionally, credit risk is reduced by diversification of issuer, industry and geography.

The carrying amount of the Fund's assets on the statements of financial position represents the maximum exposures to credit risk relating to financial assets and liabilities.

The Fund's activities may give rise to settlement risk. Settlement risk is the risk of loss due to the failure of an entity to honour its obligations to deliver cash, securities or other assets as contractually agreed. For the majority of transactions, the Fund mitigates this risk by conducting settlements through a broker to ensure that a trade is settled only when both parties have fulfilled their contractual settlement obligations.

As at December 31, 2018 and 2017, the Fund had no significant investments in debt instruments and/or derivatives.

(b) Counterparty credit risk:

Counterparty credit risk primarily emanates from the use of over-the-counter derivatives. This risk is minimized by selecting counterparties who have a minimum of "A" credit rating. Ongoing monitoring of credit events/rating developments occurs to ensure the sustainable credit quality of the counterparty. Various factors are considered in the assessment process including fundamental components of the counterparty's profile (such as capital adequacy, asset quality, profitability and liquidity) and credit ratings assigned to the counterparty.

2. Risk management (continued):

(c) Currency risk:

Changes in the value of the Canadian dollar compared to foreign currencies will affect the value, in Canadian dollars, of any foreign securities and account balances held in the Fund. From time to time, the Fund may manage currency risk through foreign currency hedging strategies.

Currency risk arises on financial instruments denominated in foreign currencies. Fluctuations in foreign exchange rates impact the valuation of assets and liabilities denominated in foreign currencies.

The tables below indicate the currencies to which the Fund had exposure directly on its trading monetary and non-monetary assets and liabilities as well as the underlying principal amount of foreign exchange contracts:

2018	Currency risk-exposed holdings*	Foreign exchange contracts	Net exposure	% of net assets
U.S. dollar	$ 77,939,840	$ –	$ 77,839,840	101.07

*Amounts reflect the carrying value of monetary and non-monetary items.

2017	Currency risk-exposed holdings*	Foreign exchange contracts	Net exposure	% of net assets
U.S. dollar	$ 81,091,879	$ –	$ 81,091,879	100.22

*Amounts reflect the carrying value of monetary and non-monetary items.

As at December 31, 2018, had the Canadian dollar strengthened or weakened by 5% in relation to all currencies, with all other variables held constant, net assets attributable to holders of redeemable units would have decreased or increased, respectively, by $3,896,992 (2017 - $4,054,594). In practice, the actual trading results may differ from this sensitivity analysis and the difference could be material.

2. Risk management (continued):

(d) Derivatives:

The Fund may utilize foreign exchange forward contract hedging in the management of currency risk associated with its investment in foreign securities. The objective is to protect the Fund from the possibility of capital losses on foreign-currency-denominated investments due to increases in the value of the Canadian dollar. However, credit and market risks associated with foreign exchange forward contracts potentially expose the Fund to losses.

In order to minimize the possibility of losses arising from credit risk, the Fund deals only with large financial institutions with a minimum of "A" credit rating.

Currency risk relates to the possibility that foreign exchange forward contracts change in value due to fluctuations in currency prices. The foreign exchange forward contracts are marked to market daily and the resulting unrealized gains or losses are recognized in the statements of financial position.

The result of employing foreign exchange forward contracts is that the foreign exchange gains and losses in the securities portfolio move substantially in opposite directions from the gains and losses in the hedging portfolio.

As at December 31, 2018 and 2017, the Fund did not hold any foreign exchange forward contracts.

(e) Interest rate risk:

Changes in market interest rates expose fixed-income securities, such as bonds, to interest rate risk. Funds that hold income investments are exposed to this risk since changes in prevailing market interest rates will affect the value of fixed-income securities.

Cash and cash equivalents comprise deposits with banks and highly liquid financial assets with maturities of three months or less, as a result, there is no significant risk of changes in their fair value and not subject to interest rate risk.

The majority of the Fund's financial assets and liabilities are non-interest bearing. Accordingly, the Fund is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates.

2. Risk management (continued):

(f) Liquidity risk:

Liquidity risk is the possibility that investments of the Fund cannot be readily converted into cash when required. The Fund may be subject to liquidity constraints because of insufficient volume in the markets for the securities of the Fund or the securities may be subject to legal or contractual restrictions on their resale. In addition, holders of redeemable units may redeem their units on each valuation date. Liquidity risk is managed by investing in securities that are traded in active markets and can be readily disposed, and by retaining sufficient cash and cash equivalent positions to maintain liquidity.

These liabilities are all current and are due within 90 days, with the exception of net assets attributable to holders of redeemable units which are due upon request by the unitholder (note 3).

(g) Other market risk:

Other market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate as a result of changes in market prices, other than those arising from interest rate risk or currency risk, whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All securities present a risk of loss of capital.

The Sub-Advisors moderate this risk through a careful selection of investment strategies and selection of securities and other financial instruments within the parameters of the investment strategy developed by the Manager of the Fund.

The impact on net assets attributable to holders of redeemable units of the Fund as at December 31, 2018, due to a 5% increase or decrease in the Fund's benchmark (Russell 1000 Index), with all other variables held constant, would have been $3,784,890 (2017 - $3,915,529). This calculation is based on the ex-ante tracking error of the Fund, over the past 36 months. In practice, the actual trading results may differ from this sensitivity analysis and the difference could be material.

2. Risk management (continued):

(h) Concentration risk:

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, product type, industry sector or counterparty type. The following is a summary of the Fund's concentration risk:

	As a % of net assets	
	2018	2017
Common shares		
United States Equities:		
Consumer Discretionary	12.23	13.53
Consumer Staples	5.95	6.77
Energy	6.92	6.01
Financials	11.99	9.83
Health Care	12.36	10.47
Industrials	8.25	9.48
Information Technology	21.47	21.44
Materials	5.34	5.19
Real Estate	1.94	2.29
Telecommunication Services	1.87	0.99
Utilities	2.04	–
Total United States Equities	90.36	86.00
International Equities:		
Bermuda	–	0.70
France	1.13	0.61
Ireland	3.83	3.72
Israel	–	0.60
Netherlands	–	1.13
Singapore	–	0.44
Switzerland	0.56	0.73
United Kingdom	2.36	2.45
Total International Equities	7.88	10.38
Total investment portfolio	98.24	96.38
Other assets, net of liabilities	1.76	3.62
Net assets attributable to holders of redeemable units	100.00	100.00

3. Capital risk management:

The capital of the Fund is represented by issued redeemable units with no par value. The units of the Fund are entitled to distributions, if any, and any redemptions are based on the Fund's net asset value ("NAV") per unit. The Fund has no restrictions or specific capital requirements on the subscriptions and redemptions of units. The relevant movements are shown on the statements of changes in net assets attributable to holders of redeemable units. The Fund endeavours to invest its subscriptions received in appropriate investments while maintaining sufficient liquidity to meet redemptions.

4. Fair value measurements:

The Fund measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

- Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

- Level 3 - inputs for the asset or liability not based on observable market data (unobservable inputs).

If inputs of different levels are used to measure an asset's or liability's fair value, the classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement and changes in valuation methods may result in transfers into or out of an investment's assigned level.

The tables below summarize the inputs used in valuing the Fund's financial assets and liabilities carried at fair values:

2018	Level 1	Level 2	Level 3	Total
Financial assets:				
Equities	$ 75,757,560	$ –	$ –	$ 75,757,560

4. Fair value measurements (continued):

2017	Level 1	Level 2	Level 3	Total
Financial assets:				
Equities	$ 77,985,035	$ –	$ –	$ 77,985,035

All fair value measurements above are recurring. Fair values are classified as Level 1 when the related security or derivative is actively traded and a quoted price is available. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified into Level 2, unless the measurement of its fair value requires the use of significant unobservable inputs, in which case it is classified as Level 3.

The Fund's equity positions are classified as Level 1 when the security is actively traded and a reliable price is observable.

For the years ended December 31, 2018 and 2017, no investments were transferred from any level as a result of the securities no longer being traded in an active market and no investments were transferred from any level as a result of the securities now being traded in an active market.

1. Establishment of the Fund:

The Integra U.S. Value Growth Fund is an open-ended investment unincorporated trust created under the laws of the Province of Ontario by a Declaration of Trust. The address of the Fund's registered office is Suite 200, 2020 Winston Park Drive, Oakville, Ontario. The Fund was established on July 2, 1998 and commenced operations on September 15, 1998.

Integra Capital Limited is the Manager and Trustee of the Fund and is the corporate entity registered with the Canadian regulatory authorities. The Fund's assets are custodied at the Canadian Imperial Bank of Commerce. The Manager is registered in every province as a portfolio manager and exempt market dealer and is registered in the Provinces of Newfoundland and Labrador, Ontario and Quebec as an investment fund manager. In the Province of Ontario, the Manager is additionally registered as a commodity trading manager.

On February 1, 2019, the previously announced sale of Integra Capital Limited, the Manager of the Fund, to Willis International Limited, a Willis Towers Watson company, was completed.

2. Basis of preparation:

(a) Basis of accounting:

The financial statements have been prepared in compliance with International Financial Reporting Standards ("IFRS").

These financial statements were authorized for issue by the Manager on March 27, 2019.

(b) Basis of measurement:

These financial statements have been prepared on a historical cost basis, except for financial assets and financial liabilities at fair value through profit or loss ("FVTPL") which are presented at fair value.

(c) Functional and presentation currency:

These financial statements are presented in Canadian dollar, which is the Fund's functional currency.

3. Significant accounting policies:

(a) IFRS 9, Financial Instruments, transition:

Effective January 1, 2018, the Fund adopted the IFRS 9 Financial Instruments reporting standard. The new standard introduced a model for classification and measurement of financial assets and liabilities including those carried at amortized cost; fair value, with changes in fair value recognized in FVTPL; or fair value through other comprehensive income (“FVOCI”) based on the entity’s business model for managing financial assets and the contractual cash flow characteristics of these financial assets.

The Fund is comprised of a portfolio of financial assets that is managed and whose performance is evaluated on a fair value basis that is primarily focused on fair value information and uses that information to assess the assets’ performance in accordance with the Fund’s investment strategy. For such a portfolio the collection of contractual cash flows is only incidental to achieving the Fund’s investment objectives. The assessment and decision on the business model approach used is an accounting judgement. Upon transition to IFRS 9, the Fund' financial assets and financial liabilities previously classified as FVTPL or held-for-trading under International Accounting Standard ("IAS"), Financial Instruments Recognition and Measurement ("IAS 39"), are now classified and measured as FVTPL and there were no changes in the measurement attributes. Any assets previously classified as loans and receivables under IAS 39 are now recorded at amortized cost under IFRS 9. The classification and measurement of liabilities under the new standard remains generally unchanged. The adoption of IFRS 9 has been applied retrospectively and did not result in any changes in net assets.

IFRS 9 replaces the “incurred loss” model in IAS 39 with an expected credit loss ("ECL") model. The new impairment model applies to financial assets measured at amortized cost and debt investments at FVOCI, but not investment in equity instruments. The Fund has determined that the application of IFRS 9’s impairment requirements at January 1, 2018 does not result in any impairment of cash and cash equivalents, balances due from brokers or any other receivables.

3. Significant accounting policies (continued):

(b) Financial instruments:

(i) Recognition, initial measurement and classification:

Upon initial recognition, financial instruments are measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. All financial assets and liabilities are recognized in the statements of financial position when a Fund becomes a party to the contractual requirements of the instrument. Financial instruments are derecognized when the right to receive cash flows from the instrument has expired or a Fund has transferred substantially all risks and rewards of ownership. Financial assets and financial liabilities at FVTPL are initially recognized on the trade date.

(ii) Fair value measurement:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Fund has access at that date. The fair value of a liability reflects its non-performance risk.

When available, the Fund measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis. The Fund measures instruments quoted in an active market at last sale or close price, where the close price falls within the day's bid-ask spread. In circumstances where the close price is not within the day's bid-ask spread, the Manager determines the point within bid-ask spread that is most representative of fair value based on specific facts and circumstances. Investments held include equities, listed warrants, options, short-term notes, treasury bills, bonds, asset-backed securities and other debt instruments.

Investments held that are not traded in an active market are valued based on the results of valuation techniques using observable market inputs where possible, on such basis and in such manner established by the Manager. Investments in other pooled funds are valued at the NAV per unit reported by each pooled fund. See risk disclosures for more information about the Fund's fair value measurements.

3. Significant accounting policies (continued):

The fair value of a forward contract is the gain or loss that would be realized if, on the valuation date, the positions were closed out. The forward contract is valued using an interpolation of the foreign exchange rate based on the length of the forward contract. The change in fair value on forward contracts is reflected in the statements of comprehensive income as change in unrealized appreciation (depreciation) on derivatives. When the forward contracts are closed out, any gains or losses realized are included in net realized gain (loss) on derivatives.

The fair values of foreign currency denominated investments and other foreign currency denominated assets and liabilities are translated into Canadian dollars at exchange rates prevailing on the reporting dates.

The fair values of other financial assets and liabilities approximate their carrying values due to the short-term nature of these instruments.

(iii) Offsetting:

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis for gains and losses from financial instruments at FVTPL and foreign exchange gains and losses.

(c) Cash and cash equivalents:

Cash and cash equivalents consist of cash on deposit and short-term, interest-bearing notes with a term to maturity of less than three months from the date of purchase.

(d) Investment transactions and income recognition:

The Fund follows the accrual method of recording investment income and expenses. Security transactions are recorded on the trade date. Dividends are accrued as of the ex-dividend date. Stock dividends are recorded in income based on the fair value of the security on the ex-dividend date.

3. Significant accounting policies (continued):

The interest for distribution purposes shown on the statements of comprehensive income represents the coupon interest received by the Fund accounted for on an accrual basis. The Fund does not amortize premiums paid or discounts received on the purchase of fixed income securities except for zero coupon bonds which are amortized on a straight-line basis.

Realized gain (loss) on sale of investments and unrealized depreciation in investments are determined on an average cost basis. Average cost does not include amortization of premiums or discounts on fixed income securities with the exception of zero coupon bonds.

The Fund generally incurs withholding taxes imposed by certain countries on investment income and capital gains. Such income and gains are recorded on a gross basis and the related withholding taxes are shown as a separate expense in the statements of comprehensive income.

(e) Cost of investments:

The cost of investments represents the amount paid for each security and is determined on an average cost basis excluding commissions and other transaction costs.

(f) Transaction costs:

Commissions and other transaction costs are incremental costs that are directly attributable to the acquisition, issue, or disposal of an investment, which include fees and commissions paid to agents, advisors, levies by regulatory agencies and securities exchanges, and transfer taxes and duties. Commissions and transaction costs are included as expenses in the statements of comprehensive income.

(g) Securities lending transactions:

The Fund is permitted to enter into securities lending transactions. These transactions involve the temporary exchange of securities for collateral with a commitment to re-deliver the same securities at a future date. Income is earned from these transactions in the form of fees paid by the counterparty. Income earned from these transactions is recognized on an accrual basis and included in the statements of comprehensive income.

3. Significant accounting policies (continued):

(h) Foreign currency translation:

The fair values of foreign currency denominated investments are translated into Canadian dollars, using the prevailing rate of exchange on each valuation date. Income, expenses and investment transactions in foreign currencies are translated into Canadian dollars at the rate of exchange prevailing on the respective dates of such transactions. Foreign exchange gains and losses are presented as net realized gain (loss) on foreign exchange, except for those arising from financial instruments at FVTPL which are recognized as a component within net realized gain on sale of investments and change in net unrealized depreciation in the statements of comprehensive income.

(i) Income taxes:

The Fund presently qualifies as a mutual fund trust under the provisions of the Income Tax Act (Canada), and accordingly, is not taxed on that portion of its taxable income, which is paid or payable to unitholders at the end of the taxation year. The Fund has elected for a December 15 taxation year end. The Fund pays out sufficient net income and net realized capital gains so that it will not be subject to income taxes. Accordingly, no provision for income taxes has been made in these financial statements.

Capital losses and non-capital losses incurred by the Funds cannot be allocated to unitholders but capital losses may be carried forward indefinitely to reduce future realized capital gains and non-capital losses may be carried forward for 20 taxation years to reduce future net income for tax purposes. As at December 31, 2018, the Fund had non-capital losses of nil (2017 - nil) and net capital losses carry forward of nil (2017 - nil).

Certain dividend and interest income received by the Fund are subject to withholding tax imposed in the country of origin.

(j) Redeemable units:

For each Fund unit sold, the Fund receives an amount equal to the NAV per unit at the date of sale, which amount is included in net assets attributable to holders of redeemable units. Units are redeemable at the option of unitholders at their NAV on the redemption date. For each unit redeemed, net assets attributable to holders of redeemable units are reduced by the NAV of the unit at the date of redemption. The redeemable shares are measured at the redemption amounts and are considered a residual amount of the net assets attributable to holders of redeemable units.

3. Significant accounting policies (continued):

The capital of the Fund is represented by issued redeemable units with no par value. The units of the Fund are entitled to distributions, if any, and any redemptions are based on the Fund's net assets attributable to holders of redeemable units per unit. The Fund has no restrictions or specific capital requirements on the subscriptions and redemptions of the units. The relevant movements are shown on the statements of changes in net assets attributable to holders of redeemable units. The Fund endeavours to invest its subscriptions received in appropriate investments while maintaining sufficient liquidity to meet redemptions.

Redeemable unit transactions during the year were as follows:

	2018		2017	
	Number of Fund units	Amount	Number of Fund units	Amount
Redeemable units issued	399,222	$ 6,950,737	427,399	$ 6,874,662
Redeemable units redeemed	(758,061)	(13,108,694)	(2,009,675)	(31,662,784)
Redeemable units issued on reinvestments	363,832	6,192,042	205,358	3,214,421

The number of issued and outstanding units as at December 31, 2018 is 4,873,474 (2017 - 4,868,481).

Net assets attributable to holders of redeemable units is calculated for each unit of the Fund by taking the proportionate share of the Fund's net assets attributable to holders of redeemable units and dividing by the number of units outstanding on the valuation date.

The increase in net assets attributable to holders of redeemable units per unit in the statements of comprehensive income represents the change in net assets attributable to holders of redeemable units divided by the weighted average number of units outstanding during the reporting year. Income, expenses other than management fees, and realized and unrealized capital gains (losses) are distributed in proportion to the amount invested in them.

The weighted average number of units outstanding for the year ended December 31, 2018 is 4,844,834 (2017 - 4,704,506).

3. Significant accounting policies (continued):

The Fund's units are classified as a liability under IAS 32, Financial Instruments - Presentation, as there is a requirement to make cash distributions to unitholders, if requested. The units are measured at the redemption amount and are considered a residual amount.

As at December 31, 2018 and 2017, there is no difference between net assets attributable to holders of redeemable units and NAV attributable to holders of redeemable units.

(k) Receivable or payable for securities sold or purchased:

In accordance with the Fund's policy of trade date accounting for regular way sale and purchase transactions, sales/purchase transactions awaiting settlement represent amounts receivable/payable for securities sold/purchased, but not yet settled as at the reporting date.

(l) Future accounting changes:

A number of new and amendment standards are effective for annual periods beginning after January 1, 2018 and earlier application is permitted; however, the Fund has not early adopted these new or amended standards in preparing these financial statements. Of the standards that are not yet effective, none is expected to have a material impact on the Fund’s financial statements in the period of initial application.

4. Critical accounting estimates and judgments:

In preparing these financial statements, the Manager has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively. The most significant accounting judgment and estimate that the Fund has made in preparing the financial statements is determining the fair value measurement of derivatives and investments not quoted in an active market, if any. The Manager of the Fund has also made significant accounting judgment regarding the business model of the Fund in determining the classification and measurement of financial instruments. See note 3 for more information on the fair value measurement of the Fund's financial instruments.

5. Brokerage commissions:

Brokerage commissions on portfolio transactions may also include research services provided to the Sub-Advisors.

The value of the research services paid to certain brokers for the years ended December 31, 2018 and 2017 was nil.

6. Securities lending:

The Fund lends portfolio securities from time to time in order to earn additional income. The Fund has entered into a securities lending program with Bank of New York Mellon. The aggregate market value of all securities cannot exceed 50% of the net assets attributable to holders of redeemable units of the Fund. The Fund receives collateral in the form of debt obligations of the Government of Canada and any other Sovereign States and Canadian provincial governments, against the loaned securities. The Fund maintains a minimum collateral requirement of 102% for North American equities and 105% for Non-North American equities of the market value of the loaned securities during the period of the loan. As at December 31, 2018, certain securities shown in the statements of financial position with a market value of $5,610,814 (2017 - $6,812,129) had been loaned as part of the securities lending program. The counterparty has pledged securities with a market value of $5,899,363 (2017 - $7,163,266) as collateral for such loans. Under the terms of the program, the Fund may instruct that securities be returned within three days.

6. Securities lending (continued):

The table below shows a reconciliation of the gross amount generated from the securities lending transactions of the Fund to the revenue from the securities lending disclosed in the statements of comprehensive income:

	2018		2017	
	Amount	% of gross securities lending revenue	Amount	% of gross securities lending revenue
Gross securities lending revenue	$ 9,477	100.0	$ 13,895	100.0
Withholding taxes	(13)	(0.1)	(11)	–
Agent fees - Bank of New York Mellon Corp. (The)	(3,658)	(38.6)	(5,178)	(37.3)
Securities lending revenue	$ 5,806	61.3	$ 8,706	62.7

7. Related party transactions and fund expenses:

The Manager administers and regulates the day-to-day operations of the Fund. In return for the services provided, the Manager receives management fees from the Fund's holders of redeemable units, based on the NAV of the Fund. These management fees are paid either by a redemption of units or the unitholder, if an institution, may be invoiced and payment will be delivered to the Manager.

Integra Capital Limited may allocate various operating costs to the Fund. These expenses include a portion of the expenses related to trust accounting, fund accounting and administration functions that are performed by the Manager on behalf of the Fund. These costs are reported in the operating expenses of the Fund reported in the statements of comprehensive income.

The Fund is responsible for its operating expenses relating to the carrying on of its business, including custodial services, legal, Independent Review Committee ("IRC") fees, audit fees, transfer agency services relating to the issue and redemption of units, and the cost of financial and other reports in compliance with all applicable laws, regulations and policies. The Manager pays for such expenses on behalf of the Fund, except for certain expenses such as interest and taxes, and is then reimbursed by the Fund.

7. Related party transactions and fund expenses (continued):

The Manager, at its discretion, may agree to waive or absorb certain expenses associated with the Fund. Expenses waived or absorbed by the Manager in the amount of nil (2017 - nil) are shown in the statements of comprehensive income. Such absorption or waiver, where applicable, may be terminated by the Manager at any time without notice.

The IRC for the Fund consists of three industry professionals, none of whom have an interest in the Fund Manager or have an interest in the Fund outside of their roles as members of the IRC. The fees paid to the IRC are disclosed in the statements of comprehensive income in the amount of $7,501 (2017 - $7,501).

Employees of the Manager may hold interests in the Fund via the company's group retirement plan or through a broker. However, the employees' interests cumulatively represent less than 5% of the Fund's outstanding units.