

2025 SEMI-ANNUAL REPORT

# MIDDLEFIELD U.S. EQUITY DIVIDEND ETF

 MIDDLEFIELD  
ETFs



## MIDDLEFIELD CORPORATE PROFILE

The Middlefield Group was established in 1979 and is a Specialty Investment Manager which creates investment products designed to balance risk and return to meet the demanding requirements of Financial Advisors and their clients. These financial products include Exchange-Traded Funds, Mutual Funds, Private and Public Resource Funds, Split Share Corporations, Venture Capital Assets, TSX Publicly Traded Funds and Real Estate Investment Funds and Partnerships.

Middlefield's investment team comprises portfolio managers, analysts and traders. While all of our investment products are designed and managed by Middlefield professionals, some involve strategic partnerships with other "best-in-class" firms that bring unique value to our product offerings. In 2014, we entered into an exclusive arrangement with SSR, LLC, based in Stamford, Connecticut. They provide specialized research into sectors of the economy such as Healthcare and Innovation Technology. SSR is an independent investment firm whose analysts have been highly ranked and are recognized as leaders in their respective fields. Their fundamental company level research is often non-consensus and provides guidance on overall portfolio construction and security selection.

Looking ahead, Middlefield remains committed to managing and developing new and unique investment products to assist Financial Advisors in helping clients achieve their investment objectives.

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### A NOTE ON FORWARD LOOKING STATEMENTS

This document may contain forward looking statements, including statements regarding: the Fund, its strategies, goals and objectives; prospects; future performance or condition; possible future actions to be taken by the Fund; and the performance of investments, securities, issuers or industries in which the Fund may from time to time invest. Forward looking statements include statements that are predictive in nature, that depend upon or refer to future results, events, circumstances, expectations and performance, or that include words such as "expects", "anticipates", "intends", "plans", "believes", "estimates" or negative versions thereof and other similar wording. Forward looking statements are not historical facts, but reflect the Fund's current beliefs as of the date of this document regarding future results, events, circumstances, expectations or performance and are inherently subject to, among other things, risks, uncertainties and assumptions about the Fund and economic factors. Forward looking statements are not guarantees of future performance, and actual results, events, circumstances, expectations or performance could differ materially from those expressed or implied in any forward looking statements contained in this document. Factors which could cause actual results, events, circumstances, expectations or performance to differ materially from those expressed or implied in forward looking statements include, but are not limited to: general economic, political, market and business factors and conditions; commodity price fluctuations; interest and foreign exchange rate fluctuations; global equity and capital markets; the financial condition of each issuer in which the Fund invests; the effects of competition in the industries or geographic areas in which the Fund may invest; statutory and regulatory developments; unexpected judicial or regulatory proceedings; and catastrophic events. Readers are cautioned that the foregoing list of factors is not exhaustive and to avoid placing undue reliance on forward looking statements due to the inherent uncertainty of such statements. The Fund does not undertake, and specifically disclaims, any obligation to update or revise any forward looking statements, whether as a result of new information, future developments, or otherwise.



## 2025 MID-YEAR REVIEW AND OUTLOOK

By the end of June, equity markets had returned to levels prior to April's tariff fluctuations. The S&P 500, TSX Composite, and MSCI World Index all reached new highs at the close of the first half of 2025. Year-to-date, the TSX Composite led with a total return of 10.2%, compared to returns of 6.2% for the S&P 500 and 9.8% for the MSCI World.

The outlook for the U.S. economy shifted positively toward the quarter's end. According to Polymarket, the probability of a U.S. recession this year decreased from 65% in May to 22% in July. Labour market indicators, steady economic growth forecasts, and improved consumer sentiment contributed to these outlooks. However, stronger data may delay Federal Reserve rate cuts and could result in higher long-term bond yields. Rate cuts are not expected until September, and there is ongoing monitoring of the impact of U.S. Treasury fiscal imbalances on bond yields.

Global capital markets activity increased, as evidenced by a nearly 20% year-over-year rise in M&A deal value to \$1.8 trillion during the first half of 2025. Noteworthy IPOs included Circle, CoreWeave, and Chime, which together now represent \$130 billion in public market capitalization. In Canada, net equity issuance by both private and public corporations totaled \$85 billion in Q1, reversing a trend of more retirements than issuances for twelve consecutive quarters. This resurgence in capital markets activity is anticipated to persist. Financial sector performance is closely linked to these trends, particularly for firms with capital markets and trading divisions.

In real estate, Canadian REITs achieved a 7.6% total return for the TSX Capped REIT Index in the first half of the year, outperforming U.S. REITs, which returned 3.5%. Overweight positions in Canadian REITs contributed to a 6.95% total return for the **Middlefield Real Estate Dividend ETF (TSX: MREL)** for the six months ending June 30, 2025. Despite recent narrowing in valuation differences, Canadian REITs are still considered to have greater upside potential, so current geographic allocations are expected to be maintained through the remainder of the year.

The healthcare sector experienced mixed results: it outperformed the S&P 500 by more than 10% in Q1 but underperformed by 18% in Q2 due to policy-related uncertainty and changes in risk tolerance. Healthcare's year-to-date return is -1.1%, and it currently trades at a forward P/E multiple 5.9x lower than the S&P 500, which is among the widest discounts observed over the past thirty years.

Canada is accelerating its infrastructure development, including major energy and trade projects, as outlined in Bill C-5 ("One Canadian Economy Act"). The legislation, passed in late June, seeks to eliminate interprovincial barriers and streamline project approvals. This change is particularly significant for energy and midstream companies with projects awaiting regulatory clearance.

## MIDDLEFIELD EXCHANGE LISTED FUNDS |

The Middlefield Family of exchange-listed funds is currently comprised of 12 funds, 10 of which trade on the Toronto Stock Exchange, one of which trades on the Cboe Canada Exchange, and one of which is based in Jersey, Channel Islands and trades on the London Stock Exchange. The fund mandates differ by asset mix including both Canadian and International equity securities.

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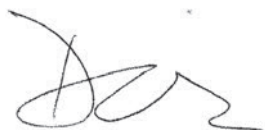
The technology sector saw a significant rally, surpassing pre-Liberation Day highs, and is shifting focus from valuation recovery to earnings growth. The Nasdaq 100 reflected strong gains, with forward P/E ratios above the 5- and 10-year averages. Information Technology is projected to contribute the highest year-over-year revenue and earnings growth in the S&P 500 for Q2 and the full year of 2025. Capital investment in AI infrastructure, such as OpenAI's Stargate project, is driving demand across the supply chain, benefiting semiconductor manufacturers, custom chip designers, memory providers, data center REITs, and related industrial sectors.

In the resources sector, Canada's LNG Canada facility shipped its inaugural cargo to Asia on June 30th, marking a new phase in Canadian energy exports. LNG Canada is expected to drive an increase in natural gas exports over the next decade. Oil prices demonstrated volatility in June due to geopolitical events including Israeli strikes on Iranian targets and subsequent ceasefire negotiations. Markets also tracked OPEC+ plans for output adjustments. Following de-escalation, oil prices stabilized in the mid-\$60 range.

Gold equities outperformed gold itself in June, with the S&P/TSX Gold Index returning 3.3%, while gold's price increased by 0.4%. Gold remained within a narrow price band despite recent economic and political factors influencing demand. Some analysts forecast further increases in gold prices based on trends such as central bank accumulation and global shifts in reserves. China has notably expanded its gold reserves over the past seven months, though its holdings remain below the global average, suggesting potential for additional purchases. Both BRICS+ countries and others are participating in increasing gold acquisitions.

### Outlook

Although equities have been on a remarkable run since their April 8th lows, we continue to see a clear path higher for stocks, supported by the ongoing expansion in market leadership. While the Magnificent Seven drove returns for much of the last two years, their earnings growth is expected to moderate. On the other hand, profits are expected to accelerate in other areas through 2025 and into 2026. This broadening of earnings growth across multiple sectors and companies provides a much healthier and more durable foundation for the market to build upon, suggesting the current bull market has further to run. We believe active management is crucial in this environment and remain focused on companies with clear catalysts, reasonable valuations, and strong underlying business fundamentals to drive earnings growth.



**Dean Orrico**  
President and CEO  
Middlefield Limited



**Robert F. Lauzon**  
Managing Director and Chief Investment Officer  
Middlefield Limited



# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

## FOR THE SIX MONTHS ENDED JUNE 30, 2025

This interim management report of fund performance contains financial highlights but does not contain the annual financial statements of the investment fund. This report should be read in conjunction with the complete interim financial report of the investment fund that follows this report. The interim financial report has not been reviewed by the investment fund's external auditors.

Unitholders may contact us by calling 1-888-890-1868, by writing to us at Middlefield Group at one of the addresses on the back cover or by visiting our website at [www.middlefield.com](http://www.middlefield.com) to request a copy of the investment fund's annual financial statements, proxy voting policies and procedures, proxy voting disclosure record or quarterly portfolio disclosure.

### Management's Discussion of Fund Performance

#### Investment Objectives and Strategies

The investment objectives of Middlefield U.S. Equity Dividend ETF (the "Fund") are to provide holders with: (i) stable monthly cash distributions; and (ii) long-term total return through capital appreciation of the Fund's investment portfolio. The Fund invests in a diversified, actively managed portfolio comprised primarily of dividend-paying securities with a focus on the U.S. consumer, financials, industrials and information technology sectors that are expected by the Advisor (as defined below) to benefit from growth in the U.S. economy.

#### Results of Operations

##### Investment Performance

During the first half of 2025, the net assets of the Fund decreased to \$44.0 million at June 30, 2025 from \$49.5 million at December 31, 2024. On a per unit basis, the net assets of the Fund decreased from \$22.64 at December 31, 2024 to \$20.81 at June 30, 2025. The Fund recorded a net loss on its investment portfolio of approximately \$3.3 million or \$1.53 per unit during the period.

##### Revenue and Expenses

Loss before expenses for the period ended June 30, 2025 amounted to \$3.1 million, down from a revenue of \$9.9 million for the same period in 2024, primarily as a result of unrealized loss on the Fund's portfolio investments. Operating expenses totaled \$0.3 million in the first half of 2025, unchanged from the same period in 2024. The operating expenses contributed to the management expense ratio ("MER") of 1.24% in the first six months of 2025, down from 1.49% for the same period in 2024. As a result, loss after tax amounted to \$3.4 million or \$1.59 per unit, down from a profit of \$9.6 million or \$4.13 per unit in the prior year period. Distributions for the six months ended June 30, 2025 amounted to \$0.27 per unit.

#### Trends

The outlook for the U.S. economy improved dramatically as the quarter ended. According to Polymarket, the odds of a U.S. recession this year have fallen from 65% in May to just 22% in July. Solid labour data, stable growth forecasts and rebounding consumer sentiment form a constructive backdrop. The one drawback of such strong data is that it likely extends the timeline for rate cuts from the Federal Reserve and puts upward pressure on the long-end of the curve. We do not expect rate cuts until September and remain vigilant of rising bond yields in response to fiscal imbalances of the U.S. Treasury.

#### Related Party Transactions

Pursuant to a management agreement, Middlefield Limited (the "Manager" and the "Advisor") receives a management fee. For further details, please see the "Management Fees" section of this report. Middlefield Limited also acts as the advisor to the Fund who receives advisory fees out of the management fee from the Fund. As at June 30, 2025, the Fund held an investment in another investment fund managed by the Manager. All management fees charged by the underlying investment fund held by the Fund were rebated to the Fund. For further details, please see the notes to the financial statements.

#### Management Fees

Management fees are calculated at 0.75% per annum of the net asset value of the Fund and are split between the Manager and the Advisor. The Manager receives fees for the general administration of the Fund, including maintaining the accounting records, executing securities trades, monitoring compliance with regulatory requirements, and negotiating contractual agreements, among other things. The Advisor receives fees for providing investment advice in respect of the portfolio in accordance with the investment objectives and strategies of the Fund.

#### Recent Developments

Effective April 1, 2025, Middlefield Limited replaced Middlefield Capital Corporation ("MCC") as the advisor to the Fund. As the Manager and MCC are affiliates which are both owned by the same parent company, the same personnel are responsible for the day-to-day advisory services to the Fund.

#### Financial Highlights

Net Assets are calculated in accordance with IFRS Accounting Standards ("IFRS").

"Net Asset Value" is calculated in accordance with section 14.2 of National Instrument 81-106 "Investment Fund Continuous Disclosure" ("NI 81-106") and is used for transactional pricing purposes.

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the indicated periods. Ratios and Supplemental Data are derived from the Fund's Net Asset Value.

# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE SIX MONTHS ENDED JUNE 30, 2025

The Fund's Net Assets per Unit<sup>(1)</sup>

	June 30 2025 <sup>(5)</sup>	December 31 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020
Net Assets, Beginning of Period	\$ 22.64	\$ 15.75	\$ 13.50	\$ 17.76	\$ 14.66	\$ 13.16
<b>INCREASE (DECREASE) FROM OPERATIONS:</b>						
Total Revenue	0.08	0.25	0.29	0.22	0.17	0.18
Total Expenses (excluding distributions)	(0.13)	(0.25)	(0.21)	(0.23)	(0.34)	(0.28)
Realized Gains (Losses) for the Period	1.18	2.47	0.36	0.27	1.58	3.39
Unrealized Gains (Losses) for the Period	(2.71)	5.00	2.38	(1.20)	2.25	(1.73)
Transaction Costs on Purchase and Sale of Investments	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.02)
<b>TOTAL INCREASE (DECREASE) FROM OPERATIONS<sup>(2)</sup></b>	<b>(1.56)</b>	<b>7.44</b>	<b>2.80</b>	<b>(3.71)</b>	<b>3.65</b>	<b>2.05</b>
<b>DISTRIBUTIONS:</b>						
From Net Investment Income <sup>(3)</sup>	-	-	0.08	-	-	-
From Capital Gains <sup>(3)</sup>	0.27	0.55	0.35	0.25	0.55	0.55
Return of Capital <sup>(3)</sup>	-	-	0.12	0.30	-	-
From Capital Gains <sup>(4)</sup>	-	0.80	-	-	-	-
Unit Consolidation <sup>(4)</sup>	-	(0.80)	-	-	-	-
<b>TOTAL DISTRIBUTIONS<sup>(3)</sup></b>	<b>0.27</b>	<b>0.55</b>	<b>0.55</b>	<b>0.55</b>	<b>0.55</b>	<b>0.55</b>
Net Assets, End of Period	\$ 20.81	\$ 22.64	\$ 15.75	\$ 13.50	\$ 17.76	\$ 14.66

<sup>(1)</sup> This information is derived from the Fund's audited annual financial statements and unaudited interim financial report.

<sup>(2)</sup> Net Assets and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the financial period. This schedule is not a reconciliation of Net Assets since it does not reflect unitholder transactions as shown on the Statements of Changes in Net Assets Attributable to Holders of Redeemable Units and accordingly columns may not add.

<sup>(3)</sup> Distributions were paid in cash/reinvested in additional units of the Fund, or both.

<sup>(4)</sup> On December 31, 2024, special unit distributions amounting to \$0.80 per unit were paid and immediately thereafter the outstanding units of the fund were consolidated.

<sup>(5)</sup> For the six-month period ended June 30, 2025.

# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE SIX MONTHS ENDED JUNE 30, 2025

## Ratios and Supplemental Data

	June 30, 2025 <sup>(4)</sup>	December 31, 2024	December 31, 2023	December 31, 2022	December 31, 2021	December 31, 2020
Total Assets (000s)	\$ 44,223	\$ 49,788	\$ 37,466	\$ 35,180	\$ 15,439	\$ 12,001
Total Net Asset Value (000s)	\$ 43,964	\$ 49,511	\$ 37,217	\$ 34,925	\$ 15,318	\$ 11,911
Number of Units Outstanding	2,112,302	2,187,302	2,362,302	2,587,302	862,302	812,302
Management Expense Ratio ("MER") <sup>(1)</sup>	1.24%	1.25%	1.42%	1.55%	2.02%	1.95%
MER (excluding interest expense and issuance costs) <sup>(1)</sup>	1.24%	1.25%	1.42%	1.55%	2.02%	1.95%
Trading Expense Ratio <sup>(2)</sup>	0.10%	0.04%	0.07%	0.10%	0.04%	0.18%
Portfolio Turnover Rate <sup>(3)</sup>	38.88%	41.73%	55.79%	76.33%	45.18%	75.59%
Net Asset Value per Unit	\$ 20.81	\$ 22.64	\$ 15.75	\$ 13.50	\$ 17.76	\$ 14.66

<sup>(1)</sup> The MER is based on total expenses (excluding distributions, commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average Net Asset Value during the period. The MER excluding interest expense and issuance costs has been presented separately as it expresses only the ongoing management and administrative expenses of the Fund as a percentage of average Net Asset Value. Issuance costs are one-time costs incurred at inception, and the inclusion of interest expense does not consider the additional revenues that have been generated from the investment of the leverage in income-generating assets. Where a Fund invests in securities of another investment fund managed by the Manager, the total expenses include the pro-rata share of the expenses of the underlying Fund.

<sup>(2)</sup> The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average Net Asset Value during the period. Where a Fund invests in securities of another investment fund managed by the Manager, the total commissions and other portfolio transaction costs include the pro-rata share of these costs from the underlying Fund.

<sup>(3)</sup> The Fund's portfolio turnover rate indicates how actively the Fund's portfolio investments are managed. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher the Fund's portfolio turnover rate in a period, the greater the trading costs payable by the Fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

<sup>(4)</sup> As at June 30, 2025 or for the six-month period ended June 30, 2025, as applicable.



# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

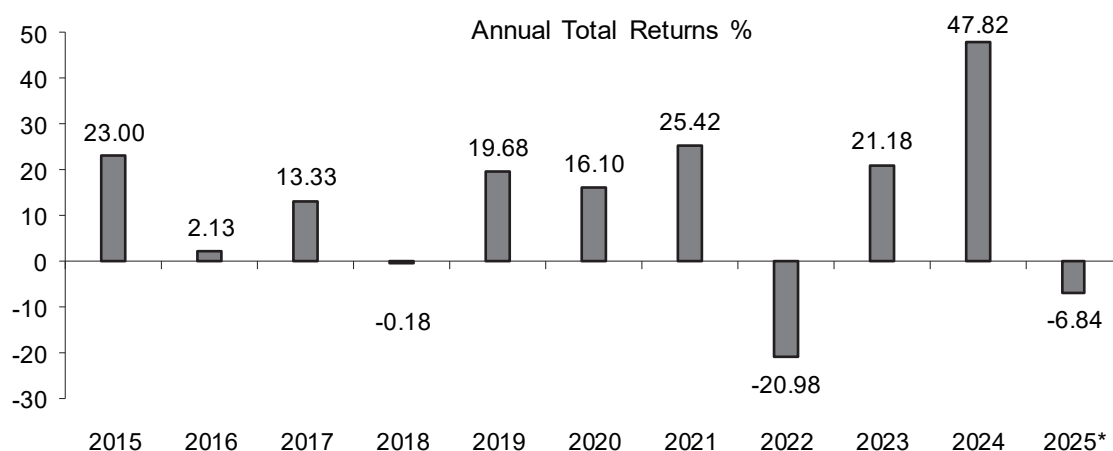
FOR THE SIX MONTHS ENDED JUNE 30, 2025

## Past Performance

The performance information shown, which is based on Net Asset Value, assumes that all distributions paid by the Fund in the periods shown were reinvested in additional securities of the Fund. The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance. How the Fund has performed in the past does not necessarily indicate how it will perform in the future.

## Year-By-Year Returns

The bar chart shows how the Fund's performance has varied from year to year for each of the years shown. The chart indicates, in percentage terms, how much an investment made the first day of each financial period would have grown or decreased by the last day of the financial period.



\*For the six-month period ended June 30, 2025.

# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE SIX MONTHS ENDED JUNE 30, 2025

## Summary of Investment Portfolio

AS AT JUNE 30, 2025

Top Twenty-Five Holdings

DESCRIPTION	% OF NET ASSET VALUE
1 Middlefield Healthcare Dividend ETF	7.1
2 NVIDIA Corporation	6.6
3 Amazon.com Inc.	5.8
4 Microsoft Corp.	5.3
5 Sony Group Corp.	4.8
6 Blackstone Property Partners L.P.	4.8
7 Take-Two Interactive Software Inc.	4.6
8 Broadcom Inc.	4.3
9 Motorola Solutions Inc.	4.1
10 Alphabet Inc.	3.9
11 Visa Inc.	3.9
12 Apple Inc.	3.7
13 The Southern Co.	3.5
14 Costco Wholesale Corp.	3.5
15 Eaton Corp. PLC	3.3
16 Palo Alto Networks Inc.	3.1
17 Taiwan Semiconductor Manufacturing Co., Ltd.	2.7
18 Lockheed Martin Corp.	2.6
19 Meta Platforms Inc.	2.3
20 McDonald's Corp.	1.8
21 PPL Corp.	1.8
22 Exxon Mobil Corp.	1.7
23 Republic Services Inc.	1.5
24 Stryker Corp.	1.5
25 Booking Holdings Inc.	1.4

"Top Twenty-Five Holdings" excludes any temporary cash investments.

ASSET CLASS	% OF NET ASSET VALUE
Technology	30.8
Consumer Discretionary	13.8
Communication Services	11.8
Financials	11.7
Healthcare	8.6
Industrials	7.4
Utilities	5.3
Consumer Staples	3.5
Energy	2.9
Real Estate	1.4
Gold	0.5
Cash and Short-Term Investments	2.5
Other Assets (Liabilities)	(0.2)
	100.0
TOTAL NET ASSET VALUE	\$ 43,964,423
TOTAL ASSETS	\$ 44,223,206

The Summary of Investment Portfolio may change over time due to ongoing portfolio transactions. The Prospectus of any investment funds owned by the Fund can be found online at [www.sedarplus.ca](http://www.sedarplus.ca). Please visit [www.middlefield.com](http://www.middlefield.com) for the most recent quarter-end Summary of Investment Portfolio.



## INTERIM FINANCIAL REPORT

### NOTICE

The accompanying unaudited financial statements of Middlefield U.S. Equity Dividend ETF for the period ended June 30, 2025 have been prepared by management and have not been reviewed by the external auditors of the Fund.



Jeremy Brasseur  
Director  
Middlefield Limited



Craig Rogers  
Director  
Middlefield Limited

August 22, 2025

**INTERIM  
FINANCIAL  
REPORT**



# INTERIM FINANCIAL REPORT

UNAUDITED

## Statements of Financial Position

AS AT	June 30	December 31
(In Canadian Dollars)	2025	2024

### ASSETS

#### Current Assets

Investments at Fair Value through Profit or Loss	\$ 42,972,511	\$ 49,205,793
Cash	1,093,108	383,774
Accounts Receivable from Broker	96,495	82,499
Income and Interest Receivable	61,092	74,216
Accounts Receivable	-	41,906
<b>Total Assets</b>	<b>44,223,206</b>	<b>49,788,188</b>

### LIABILITIES

#### Current Liabilities

Accounts Payable and Accrued Liabilities (Note 8)	161,976	176,486
Distributions Payable (Note 11)	96,807	100,244
<b>Total Liabilities (excluding Net Assets Attributable to Holders of Redeemable Units)</b>	<b>258,783</b>	<b>276,730</b>
<b>Net Assets Attributable to Holders of Redeemable Units</b>	<b>\$ 43,964,423</b>	<b>\$ 49,511,458</b>
<b>Redeemable Units Outstanding (Note 7)</b>	<b>2,112,302</b>	<b>2,187,302</b>
<b>Net Assets Attributable to Holders of Redeemable Units per Unit</b>	<b>\$ 20.81</b>	<b>\$ 22.64</b>

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

Approved by the Board of Directors of Middlefield Limited, as Manager:

Director:  Jeremy Brasseur

Director:  Craig Rogers

# INTERIM FINANCIAL REPORT

UNAUDITED

## Statements of Comprehensive Income

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)

	2025	2024
<b>REVENUE (LOSS)</b>		
Income from Investments	\$ 161,385	\$ 268,034
Interest Income for Distribution Purposes	17,184	16,038
Foreign Exchange Gain (Loss) on Cash	(53,682)	15,846
<b>Other Changes in Fair Value of Financial Assets and Financial Liabilities at Fair Value through Profit or Loss</b>		
Net Realized Gain (Loss) from Investment Transactions excluding Derivatives	3,383,648	3,634,630
Net Realized Gain (Loss) from Derivatives Transactions	(787,571)	2,866
Change in Net Unrealized Gain (Loss) on Investments excluding Derivatives	(5,816,944)	5,942,498
Change in Net Unrealized Gain (Loss) on Foreign Currency Transactions	(4,831)	290
<b>Total Revenue (Loss)</b>	<b>(3,100,811)</b>	<b>9,880,202</b>
<b>OPERATING EXPENSES (Note 8)</b>		
Audit Fees	13,578	16,970
Custodial Fees	2,386	2,554
Fund Administration Costs	60,752	71,800
Independent Review Committee Fees and Expenses	3,959	4,059
Legal Fees	1,417	6,030
Management Fee (Note 8)	165,916	176,429
Transaction Costs (Note 8)	22,191	9,425
Unitholder Reporting Costs	14,430	13,883
<b>Total Expenses</b>	<b>284,629</b>	<b>301,150</b>
Withholding Taxes	24,234	27,804
<b>Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units</b>	<b>\$ (3,409,674)</b>	<b>\$ 9,551,248</b>
<b>Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit (Note 7)</b>	<b>\$ (1.59)</b>	<b>\$ 4.13</b>

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



# INTERIM FINANCIAL REPORT

UNAUDITED

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

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)	2025	2024
Net Assets Attributable to Holders of Redeemable Units		
at Beginning of Period	\$ 49,511,458	\$ 37,217,499
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	(3,409,674)	9,551,248
Distributions to Unitholders	(588,861)	(632,400)
Payment on Redemption of Trust Units	(1,548,500)	(2,308,313)
<b>Net Assets Attributable to Holders of Redeemable Units</b>		
<b>at End of Period</b>	<b>\$ 43,964,423</b>	<b>\$ 43,828,034</b>

## Statements of Cash Flows

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)	2025	2024
<b>CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES</b>		
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units	\$ (3,409,674)	\$ 9,551,248
Adjustments:		
Purchases of Investments	(28,855,063)	(9,555,840)
Proceeds from Sale of Investments	31,853,482	12,160,934
Foreign Exchange (Gain) Loss	58,513	(16,136)
Net Realized (Gain) Loss from Investment Transactions	(2,596,077)	(3,637,496)
Change in Net Unrealized (Gain) Loss on Investments	5,816,944	(5,942,498)
	2,868,125	2,560,212
Net Change in Non-Cash Working Capital	40,520	55,972
Net Cash from (used in) Operating Activities	2,908,645	2,616,184
<b>CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES</b>		
Payment on Redemption of Trust Units	(1,548,500)	(2,308,313)
Distributions Paid to Unitholders	(592,298)	(638,128)
Net Cash from (used in) Financing Activities	(2,140,798)	(2,946,441)
Net Increase (Decrease) in Cash	767,847	(330,257)
Foreign Exchange Gain (Loss) on Cash	(58,513)	16,136
Cash at Beginning of Period	383,774	776,815
Cash at End of Period	\$ 1,093,108	\$ 462,694

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

# INTERIM FINANCIAL REPORT

UNAUDITED

## Schedule of Investment Portfolio\*\*

AS AT JUNE 30, 2025

(In Canadian Dollars)

Description	No. of Securities	Average Cost	Fair Value
Apple Inc.	5,790	\$ 1,141,773	\$ 1,620,935
Broadcom Inc.	5,000	330,996	1,880,620
Check Point Software Technologies Ltd.	1,490	411,144	449,824
Microsoft Corp.	3,460	1,156,676	2,348,355
Motorola Solutions Inc.	3,140	1,092,643	1,801,471
NVIDIA Corporation	13,500	528,527	2,910,291
Palo Alto Networks Inc.	4,880	667,966	1,362,647
Taiwan Semiconductor Manufacturing Co., Ltd.	3,860	795,670	1,192,915
<b>TECHNOLOGY: 30.7%</b>		6,125,395	13,567,058
Amazon.com Inc.	8,450	1,292,474	2,529,569
Booking Holdings Inc.	80	398,284	631,953
McDonald's Corp.	1,980	670,439	789,358
Sony Group Corp.	59,140	2,022,374	2,100,528
<b>CONSUMER DISCRETIONARY: 13.7%</b>		4,383,571	6,051,408
Alphabet Inc.	7,240	1,056,160	1,740,971
Meta Platforms Inc.	990	661,383	997,052
T-Mobile US Inc.	1,300	403,664	422,637
Take-Two Interactive Software Inc.	6,140	1,869,512	2,034,602
<b>COMMUNICATION SERVICES: 11.8%</b>		3,990,719	5,195,262
Blackstone Property Partners L.P.	10,270	1,184,136	2,096,124
Cboe Global Markets, Inc.	990	306,809	315,033
First Horizon Corp.	15,640	427,558	452,424
JPMorgan Chase & Co.	1,470	512,226	581,505
Visa Inc.	3,530	976,408	1,710,162
<b>FINANCIALS: 11.7%</b>		3,407,137	5,155,248
Middlefield Healthcare Dividend ETF*	290,000	2,593,207	3,114,600
Stryker Corp.	1,210	547,577	653,202
<b>HEALTHCARE: 8.6%</b>		3,140,784	3,767,802
Eaton Corp PLC	2,980	823,108	1,451,595
Lockheed Martin Corp.	1,780	1,142,248	1,124,878
Republic Services Inc.	1,980	351,606	666,268
<b>INDUSTRIALS: 7.4%</b>		2,316,962	3,242,741
PPL Corp.	16,710	747,308	772,718
The Southern Co.	12,360	1,559,642	1,548,731
<b>UTILITIES: 5.3%</b>		2,306,950	2,321,449
Costco Wholesale Corp.	1,140	721,913	1,539,880
<b>CONSUMER STAPLES: 3.5%</b>		721,913	1,539,880
Cheniere Energy Inc.	1,570	484,745	521,684
Exxon Mobil Corp.	5,180	727,919	761,941
<b>ENERGY: 2.9%</b>		1,212,664	1,283,625
Welltower Inc.	2,960	422,936	620,902
<b>REAL ESTATE: 1.4%</b>		422,936	620,902
Agnico Eagle Mines Ltd.	1,400	234,938	227,136
<b>GOLD: 0.5%</b>		234,938	227,136
<b>TRANSACTION COSTS (Note 8)</b>		(12,037)	-
<b>TOTAL INVESTMENTS: 97.5%</b>		28,251,932	42,972,511
<b>CASH: 2.5%</b>		1,093,108	1,093,108
<b>Total Investment Portfolio, Including Cash</b>		<b>\$ 29,345,040</b>	<b>\$ 44,065,619</b>

\*At June 30, 2025, the Fund held 2.2% of the net assets of Middlefield Healthcare Dividend ETF (the "Underlying Fund"). Middlefield Limited is the trustee and the manager for both the Fund and the Underlying Fund.

\*\*66.7% of the Fund's net assets were held by Middlefield U.S. Equity Dividend Class (the "Top Fund") as at June 30, 2025. Middlefield Limited acts as the manager for both the Fund and the Top Fund.

# NOTES TO FINANCIAL STATEMENTS



# NOTES TO FINANCIAL STATEMENTS

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## 1. Middlefield U.S. Equity Dividend ETF

Middlefield U.S. Equity Dividend ETF (the “Fund”) is an exchange-traded fund (“ETF”) established under the laws of the Province of Alberta on November 28, 2013. The Fund converted from a closed-end investment fund into an ETF on June 11, 2019. The Fund’s units were re-designated as units of the ETF on a 1:1 basis, and the Toronto Stock Exchange symbol changed from ACZ.UN to ACZ. The investment strategies of the Fund remain substantially similar before and after the conversion. On February 15, 2022, the name of the Fund was changed to Middlefield U.S. Equity Dividend ETF and the Toronto Stock Exchange Ticker symbol was changed from ACZ to MUSA.

Middlefield Limited, a company incorporated in Alberta is the trustee, manager and advisor of the Fund (the “Manager” and the “Advisor”). Effective April 1, 2025, Middlefield Limited became the Advisor of the Fund. Prior to April 1, 2025, Middlefield Capital Corporation was the Advisor of the Fund. The Fund was listed on the Toronto Stock Exchange and effectively commenced operations on December 19, 2013, when it first issued units through an initial public offering. The address of the Fund’s registered office is The Well, 8 Spadina Ave., Suite 3100, Toronto, Ontario. These financial statements, expressed in Canadian Dollars, were authorized for issuance by the board of directors of the Manager on August 22, 2025.

## 2. Investment Objectives and Strategy

The Fund’s investment objectives are to: (i) provide unitholders with stable monthly cash distributions and (ii) enhance long-term total return through capital appreciation of the Fund’s investment portfolio. The Fund invests in a diversified, actively managed portfolio comprised primarily of dividend-paying securities with a focus on the U.S. consumer, financials, industrials and information technology sectors that are expected by the Advisor to benefit from growth in the U.S. economy.

## 3. Basis of Presentation

These financial statements have been prepared in accordance with IFRS Accounting Standards and in accordance with International Financial Reporting Standards 34 Interim Financial Reporting (“IAS 34”) as published by the International Accounting Standards Board (“IASB”) and as required by Canadian securities legislation and the Canadian Accounting Standards Board.

## 4. Summary of Material Accounting Policies

### A. Basis of Accounting

#### IFRS 9 Financial Instruments (“IFRS 9”)

The Fund classifies and measures financial instruments in accordance with IFRS 9 which requires assets to be carried at amortized cost or fair value, with changes in fair value recognized in profit and loss or other comprehensive income, based on the entity’s business model for managing financial assets and the contractual cash flow characteristics of the financial assets. The Fund’s financial assets and liabilities are classified at fair value through profit or loss (“FVTPL”) and amortized cost.

#### IFRS 18 *Presentation and Disclosure in Financial Statements* (“IFRS 18”)

IFRS 18 replaces IAS 1, *Presentation of Financial Statements* (“IAS 1”), carrying forward many of the requirements in IAS 1 unchanged and complementing them with new requirements, including specified categories and defined subtotals in the statement of comprehensive income. IFRS 18 is required to be applied retrospectively for annual reporting periods beginning on or after January 1, 2027, with earlier application permitted. The Fund is currently assessing the impact of adoption of this standard.

#### Classification, Measurement, Impairment and Hedge Accounting

The Fund classifies its investments in debt and equity securities based on its business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. These financial assets are managed and their performance is evaluated on a fair value basis. The Fund also manages these financial assets with the objective of realizing cash flows through sales. Further, an option to irrevocably designate any equity securities at fair value through other comprehensive income (“FVOCI”) has not been taken. Consequently, these financial assets are mandatorily measured at FVTPL.

Financial assets or financial liabilities held for trading are those acquired principally for the purpose of selling or repurchasing in the near future or on initial recognition they are a part of a portfolio of identified financial instruments that the Fund manages together and has a recent actual pattern of short term profit taking. All derivatives and short positions are included in this category and mandatorily measured at FVTPL. The financial assets and liabilities measured at amortized cost include cash collateral posted on derivative positions, accrued income, due to and from brokers and other short term receivables and payables.

# NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

## 4. Summary of Material Accounting Policies (continued)

### A. Basis of Accounting (continued)

IFRS 9 uses the expected credit loss model ("ECL"), as the new impairment model for financial assets carried at amortized cost. The Fund's financial assets measured at amortized cost consist of trade receivables with no financing component and which have maturities of less than 12 months, as such, it has chosen to apply the simplified ECL approach, whereby any loss allowance is recognized based on the lifetime of ECLs. Given the short-term nature and high credit quality of the trade receivables, there are no expected credit losses associated with them and they are not considered impaired at the reporting dates.

The Fund does not apply general hedge accounting to any of its derivatives positions.

### B. Financial Instruments

The Fund's financial instruments may include: short-term investments, fixed income, equities, structured products, derivatives (collectively referred to as "investments"), cash, accounts receivable – portfolio securities sold, income and interest receivable, accounts receivable, subscriptions receivable, prepaid interest, prepaid expenses, loan payable, accounts payable – portfolio securities purchased, accounts payable and accrued liabilities, redemptions payable and distributions payable. The Fund recognizes financial instruments at fair value upon initial recognition, plus transaction costs in the case of financial instruments measured at amortized cost. Regular way purchases and sales of financial assets are recognized at their trade date. The Fund's investments and derivative assets and liabilities are measured at fair value. 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, discounted, when appropriate, at the contract's effective interest rate. The Fund's accounting policies for measuring the fair value of its investments and derivatives are identical to those used in measuring its net asset value ("NAV") for transactions with unitholders.

The Fund only offsets financial assets and financial liabilities if the Fund has a legally enforceable right to offset recognized amounts and either intends to settle on a net basis or to realize the asset and settle the liability simultaneously.

### C. Fair Value Measurement

The Fund's own credit risk and the credit risk of the counterparty are taken into account in determining the fair value of financial assets and financial liabilities, including derivative instruments. Investments and futures contracts are valued at fair value using the policies described below.

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. The fair value of financial assets and liabilities traded in active markets are based on quoted market prices at the close of trading on the reporting date. The Fund uses the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances.

The fair value of financial assets and liabilities that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. The Fund uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Valuation techniques used include the use of comparable recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants making the maximum use of market inputs and relying as little as possible on entity specific inputs.

### D. Classification of Redeemable Units by the Fund

Under International Accounting Standard ("IAS") 32, *Financial Instruments: Presentation*, the Fund classifies its redeemable units as liabilities. The Fund's redeemable units do not meet the criteria in IAS 32 for classification as equity as the Fund has more than one contractual obligation to its unitholders.

### E. Derivative Transactions

The Fund may use derivatives, such as forward currency contracts to hedge against losses caused by changes in exchange rates. The value of forward currency contracts is the gain or loss that would be realized, if on the valuation date, the positions were to be closed out. The change in value of forward currency contracts is included in the Statements of Comprehensive Income. Realized gains and losses from derivative instruments that are specific economic hedges are accounted for in the same manner as the underlying investments being hedged and are included in the Statements of Comprehensive Income.

# NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

## 4. Summary of Material Accounting Policies (continued)

### F. Investment Transactions and Income Recognition

Investment transactions are accounted for as of the trade date and any realized gains or losses from such transactions are calculated 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 change in the difference between fair value and average cost of the investments is recorded as unrealized gain (loss) on investments. Income from investments is recognized on the ex-dividend or ex-distribution date. Interest income for distribution purposes shown on the Statements of Comprehensive Income represents interest from bank deposits received by the Fund, and, if the Fund holds fixed income investments, coupon interest 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. The interest income for distribution purposes is the tax basis of calculating the interest received and which is subject to tax. Income distributions received are treated consistently with dividends and interest and recorded in income in the Statements of Comprehensive Income.

### G. Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per Unit

Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units per unit in the Statements of Comprehensive Income represents the increase (decrease) in net assets divided by the average units outstanding during the period.

### H. Taxation

The Fund qualifies as a mutual fund trust under the provisions of the *Income Tax Act* (Canada). Under the terms of the Declaration of Trust, any taxable income of the Fund is distributable monthly to unitholders of record date. The Fund is not subject to tax on the income distributed to unitholders. Accordingly, no provision for income taxes is required.

The Fund currently 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 separately in the Statements of Comprehensive Income.

Distributions received from investments in trust units that are treated as a return of capital for tax purposes are used to reduce the average cost of the underlying investments on the Schedule of Investment Portfolio.

### I. Foreign Currency Translation

Foreign currency amounts are translated into Canadian dollars as follows: fair value of investments, forward currency contracts and other assets and liabilities, at the closing rate of exchange on each business day; income and expenses, and purchases, sales and settlements of investments, at the rate of exchange prevailing on the respective dates of such transactions.

### J. Critical Accounting Estimates and Judgments

The preparation of financial statements requires management to use judgment in applying its accounting policies and to make estimates and assumptions about the future. The following discusses the most significant accounting judgments and estimates that the Fund has made in preparing the financial statements:

#### Determination of Functional Currency

'Functional currency' is the currency of the primary economic environment in which the Fund operates. If indicators of the primary economic environment are mixed, then management uses its judgment to determine the functional currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. The majority of the Fund's investments and transactions are denominated in Canadian dollars. Investor subscriptions and redemptions are also received and paid in Canadian dollars. Accordingly, management has determined that the functional currency of the Fund is Canadian dollars.

#### Fair Value Measurement of Derivatives and Securities Not Quoted in an Active Market

The Fund may hold financial instruments that are not quoted in active markets, including derivatives. Fair values of such instruments are determined using valuation techniques and may be determined using reputable pricing sources (such as pricing agencies) or indicative prices from market makers. Broker quotes as obtained from the pricing sources may be indicative and not executable or binding. Where no market data is available, the Fund may value positions using its own models, which are usually based on valuation methods and techniques generally recognized as standard within the industry. The models used to determine fair values are validated and periodically reviewed by experienced personnel of the Manager, independent of the party that created them. The models used for private equity securities are based mainly on earnings multiples adjusted for a lack of marketability as appropriate.



# NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

## 4. Summary of Material Accounting Policies (continued)

### J. Critical Accounting Estimates and Judgments (continued)

#### Fair Value Measurement of Derivatives and Securities Not Quoted in an Active Market (continued)

Models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations require the Manager to make estimates. Changes in assumptions about these factors could affect the reported fair values of financial instruments. The Fund considers observable data to be market data that is readily available, regularly distributed and updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market. Refer to Note 5 for further information about the fair value measurement of the Fund's financial instruments.

## 5. Fair Value Disclosure

The Fund classifies fair value measurements within a hierarchy which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The fair values of the Fund's financial instruments are classified into levels using the following fair value hierarchy:

Level 1	Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that are accessible at the measurement date.
Level 2	Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active.
Level 3	Inputs that are unobservable and where there is little, if any, market activity. Inputs into the determination of fair value require significant management judgment or estimation.

The Fund's investments at fair value as at June 30, 2025 and December 31, 2024 trade in active markets and are therefore classified as Level 1.

All fair value measurements are recurring. The carrying values of cash, income and interest receivable, accounts receivable, prepaid interest, loan payable, distributions payable and accounts payable and accrued liabilities, approximate their fair values due to their short-term nature. Fair values of the Fund's investments are classified as Level 1 when the related security 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.

No transfers between levels have occurred during the period ended June 30, 2025 or the year ended December 31, 2024.

## 6. Financial Risk Management

In the normal course of business, the Fund is exposed to a variety of financial risks: price risk, interest rate risk, liquidity risk, foreign exchange rate risk, credit risk and concentration risk. The Fund's primary risk management objective is to protect earnings and cash flow and, ultimately, unitholder value. Risk management strategies, as discussed below, are designed and implemented to ensure the Fund's risks and related exposures are consistent with its objectives and risk tolerance.

Most of the Fund's risks are derived from its investments. The value of the investments within the Fund's portfolio can fluctuate on a daily basis as a result of changes in interest rates, economic conditions, commodity prices, the market and company news related to specific securities held by the Fund. The investments are made in accordance with the Fund's risk management policies. The policies establish investment objectives, strategies, criteria and restrictions. The objectives of these policies are to identify and mitigate investment risk through a disciplined investment process and the appropriate structuring of each transaction.

# NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

## 6. Financial Risk Management (continued)

### A. Price Risk

Price risk is the risk that changes in the prices of the Fund's investments will affect the Fund's income or the value of its financial instruments. The Fund's price risk is driven primarily by volatility in commodity and equity prices. Rising commodity and equity prices may increase the price of an investment while declining commodity and equity prices may have the opposite effect. The Fund mitigates price risk by making investing decisions based upon various factors, including comprehensive fundamental analysis prepared by industry experts to forecast future commodity and equity price movements. The Fund's market positions are monitored on a daily basis by the portfolio manager and regular financial reviews of publicly available information related to the Fund's investments are performed to ensure that any risks are within established levels of risk tolerance. The Fund is exposed to price risk through the following financial instrument:

	June 30, 2025	December 31, 2024
Investments at FVTPL	\$ 42,972,511	\$ 49,205,793

Based on the above exposure at June 30, 2025, a 10% increase or decrease in the prices of the Fund's investments would result in a \$4,297,251 (December 31, 2024 - \$4,920,579) increase or decrease in net assets of the Fund, with all other factors held constant.

### B. Interest Rate Risk

Interest rate risk describes the Fund's exposure to changes in the general level of interest rates. Interest rate risk arises when the Fund invests in interest-bearing financial assets such as cash and utilizes financial liabilities such as loan payable. In respect of cash balances and loan payable, the Fund's interest income and expense are positively correlated to interest rates in that rising interest rates increase both interest income and expense while the reverse is true in a declining interest rate environment. The Fund has not hedged its exposure to interest rate movements. The Fund seeks to mitigate this risk through active management, which involves analysis of economic indicators to forecast Canadian and global interest rates. The Fund is exposed to interest rate risk through the following financial instrument:

	June 30, 2025	December 31, 2024
Cash	\$ 1,093,108	\$ 383,774

Based on the above exposure at June 30, 2025, a 1% per annum increase or decrease in interest rates would result in a \$10,931 (December 31, 2024 - \$3,838) increase or decrease in net assets of the Fund, with all other factors held constant.

### C. Liquidity Risk

Liquidity risk is defined as the risk that the Fund may not be able to settle or meet its obligations when due. The Fund is subject to the potential daily net redemptions of units. Liquidity risk is managed by investing the majority of the Fund's assets in investments that are traded in an active market and can be readily sold. The Fund's other obligations are due within one year. The Fund retains sufficient cash to maintain liquidity and comply with liquidity requirements as outlined by securities legislation and its investment policies.

The Fund may invest in securities that are not traded on a public stock exchange or that may be illiquid. As a result, the Fund may not be able to dispose of these investments in a timely manner. The Fund mitigates this risk through active management, which includes detailed analysis of such entities to ensure they are financially sound and would be attractive to potential investors if a sale is necessary. The Fund's investment policies and securities legislation limit the amount invested in illiquid securities and these limits are monitored. At June 30, 2025 or December 31, 2024, the Fund did not hold any illiquid securities.

The tables below present the Fund's financial liabilities based on the remaining period to the contractual maturity date. The amounts in the tables reflect the contractual undiscounted cash flows.

As at June 30, 2025

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Distributions Payable	\$ 96,807	\$ -	\$ -	\$ 96,807
Accounts Payable and Accrued Liabilities	161,976	-	-	161,976
Net Assets Attributable to Holders of Redeemable Units	43,964,423	-	-	43,964,423
Total	\$ 44,223,206	\$ -	\$ -	\$ 44,223,206

# NOTES TO FINANCIAL STATEMENTS

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## 6. Financial Risk Management (continued)

### C. Liquidity Risk (continued)

As at December 31, 2024

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Distributions Payable	\$ 100,244	\$ -	\$ -	\$ 100,244
Accounts Payable and Accrued Liabilities	176,486	-	-	176,486
Net Assets Attributable to Holders of Redeemable Units	49,511,458	-	-	49,511,458
Total	\$ 49,788,188	\$ -	\$ -	\$ 49,788,188

The Manager does not expect that the contractual maturity disclosed above will be representative of the actual cash outflows, as holders of these instruments typically retain them for a longer period.

### D. Foreign Exchange Rate Risk

Foreign exchange rate risk describes the impact on the underlying value of financial instruments due to foreign exchange rate movements. The Canadian dollar is the Fund's functional and reporting currency. Foreign investments, commodities, cash, receivables and payables denominated in foreign currencies are affected by changes in the value of the Canadian dollar compared to foreign currencies. As a result, financial assets may depreciate/appreciate in the short-term due to the strengthening/weakening of the Canadian dollar against other currencies, and the reverse would be true for financial liabilities. The Fund's exposure to foreign exchange rate risk relates primarily to its investment in securities, which are denominated in U.S. dollars. The Fund has not hedged its exposure to currency fluctuations; however, it closely monitors relevant foreign exchange currency movements. The Fund is exposed to foreign exchange rate risk through the following financial instrument:

As at June 30, 2025

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Total Exposure
U.S. Dollar	\$ 39,630,775	\$ 799,825	\$ 38,357	\$ 40,468,957

As at December 31, 2024

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Total Exposure
U.S. Dollar	\$ 44,712,975	\$ 105,275	\$ 39,345	\$ 44,857,595

Based on the above exposure at June 30, 2025, a 10% increase or decrease in the Canadian dollar against the U.S. dollars would result in a \$4,046,896 (December 31, 2024 - \$4,485,760) decrease or increase in net assets of the Fund, with all other factors held constant.

### E. Credit Risk

Credit risk represents the financial loss that the Fund would experience if a counterparty to a financial instrument failed to meet its obligations to the Fund. The Fund is exposed to credit risk on its debt instruments, derivative assets, cash and cash equivalents and other short term trade receivables. The Fund measures credit risk and lifetime ECLs related to the trade receivables using historical analysis and forward looking information in determining the ECL. The carrying amounts of financial assets represent the maximum credit exposure. All transactions executed by the Fund in listed securities are settled upon delivery using approved brokers. The risk of default is considered minimal as delivery of securities sold is only made once the broker has received payment. Payment is made on a purchase only once the broker has received the securities. The trade will fail if either party fails to meet its obligations. There is no significant credit risk related to the Fund's receivables.

The Fund has established various internal controls to help mitigate credit risk, including prior approval of all investments by the Advisor whose mandate includes conducting financial and other assessments of these investments on a regular basis. The Fund has also implemented policies which ensure that investments can only be made with counterparties that have a minimum acceptable credit rating.

# NOTES TO FINANCIAL STATEMENTS

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## 6. Financial Risk Management (continued)

### F. Concentration Risk

The Fund is exposed to the possible risk inherent in the concentration of the investment portfolio in a small number of industries or investment sectors. The Manager moderates this risk through careful selection of securities in several investment sectors. At June 30, 2025 and December 31, 2024, the percentages of the Fund's net assets invested in each investment sector were as follows:

Sector	As a % of Net Assets	
	June 30, 2025	December 31, 2024
Technology	30.8	36.0
Consumer Discretionary	13.8	8.9
Communication Services	11.8	8.2
Financials	11.7	14.0
Healthcare	8.6	9.0
Industrials	7.4	8.2
Utilities	5.3	4.1
Consumer Staples	3.5	5.1
Energy	2.9	4.1
Real Estate	1.4	1.8
Gold	0.5	-
Total	97.7	99.4

## 7. Redeemable Units

### Authorized

The Fund is authorized to issue an unlimited number of transferable, redeemable units, each of which represents an equal, undivided interest in the net assets of the Fund. All units have equal rights and privileges. Unitholders may sell units on the TSX; in addition, unitholders may: (a) redeem units of the Fund for cash at a redemption price per unit equal to the lesser of: (i) 95% of the closing price for the applicable units on the TSX; and (ii) the net asset value per unit, on the effective day of redemption less any costs associated with the redemption; or (b) exchange a prescribed number of units (PNU) or a multiple PNU of the fund for Baskets of Securities and/or cash at an exchange price equal to the net asset value of that number of units less any costs associated with the redemption as determined by the Manager in its sole discretion. Unitholders of the Fund can acquire additional units by participating in the Distribution Reinvestment Plan (the "Plan"). The Plan enables unitholders to reinvest their monthly distributions in additional units of the Fund thereby achieving the benefit of compounding returns. The Plan also allows participants to purchase additional units for cash.

The Fund issued 5 million units at \$10.00 per unit in 2013. During the six months ended June 30, 2025, the Fund redeemed 75,000 units (June 30, 2024 – 125,000 units) and issued nil units (June 30, 2024 – nil). For the six months ended June 30, 2025, 382 units (June 30, 2024 – 473 units) were distributed under the Plan.

The average number of units outstanding during the six months ended June 30, 2025 was 2,150,562 (June 30, 2024 – 2,314,775). This number was used to calculate the Net Assets Attributable to Holders of Redeemable Units per Unit.

## 8. Related Party Transactions

### A. Management Fee

The Manager provides investment and administrative services to the Fund. In consideration for such services, the Manager receives a management fee equal to 0.75% per annum of the NAV, calculated and paid monthly in arrears based on the average NAV of the preceding month. For the period ended June 30, 2025, management fees before the absorption of expenses amounted to \$0.2 million (June 30, 2024 - \$0.1 million). At June 30, 2025, the management fees payable by the Fund was \$121,280 (December 31, 2024 - \$112,299) and is included in Accounts Payable and Accrued Liabilities.

### B. Transaction Costs

Brokerage commissions and other transaction costs paid in connection with securities transactions during the period ended June 30, 2025 amounted to \$22,191 (June 30, 2024 – \$9,425). Included in this amount is \$nil (June 30, 2024 – \$1,939) in brokerage commissions that were paid to Middlefield Capital Corporation ("MCC"), a company under common control with the Manager. All brokerage commissions paid by the Fund to MCC were at or below market rates. During the period ended June 30, 2025, \$5,293 (June 30, 2024 – \$nil) soft dollar commissions were allocated to brokers that provided or paid for, in addition to transaction execution, investment research or other investment-decision making services. Brokerage commissions and other transaction costs are expensed and recorded in the Statements of Comprehensive Income.

# NOTES TO FINANCIAL STATEMENTS

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## 8. Related Party Transactions (continued)

### C. Other Expenses

The Fund is responsible for the payment of all expenses relating to the operation of the Fund and the carrying on of its business, including, among other things, audit and legal fees and expenses, custodian and transfer agency fees, and costs relating to securityholder reporting. Certain services in the normal course of business may be provided by the Manager or an affiliate of the Manager in accordance with National Instrument 81-107 – *Independent Review Committee for Investment Funds*. Examples of these services include the preparation and filing of tax returns, the preparation and filing of financial statements and related reports, acting as transfer agent and registrar for the funds, and maintaining and updating the Fund's website. In aggregate, these fees amounted to \$16,500 (June 30, 2024 - \$16,463) throughout the period and \$7,250 (December 31, 2024 - \$11,430) is included in Accounts Payable and Accrued Liabilities as at June 30, 2025. In addition, the Fund would be responsible for reimbursing the Manager for any reasonable out of pocket expenses incurred on the Fund's behalf.

### D. Distribution Receivable from Underlying Investments

As disclosed in the Schedule of Investment Portfolio, the Fund invests in investment funds managed by the Manager. Distributions receivable from the investment in these Funds, if any, would be included in the amount of Income and Interest Receivable shown on the Statements of Financial Position. As at June 30, 2025 distributions receivable from investments managed by the Manager amounted to \$14,500 (December 31, 2024 - \$14,500).

## 9. Capital Management

The Fund's capital is its net assets attributable to holders of redeemable units. The Fund's objective when managing capital is to safeguard the Fund's ability to continue as a going concern in order to provide returns for unitholders, maximize unitholder value and maintain financial strength. The Fund manages and adjusts its capital in response to general economic conditions, the risk characteristics of the underlying assets and working capital requirements.

The Fund is not subject to any externally imposed capital requirements. The Fund's overall strategy with respect to capital risk management remains unchanged from the year ended December 31, 2024.

## 10. Loss Carryforwards

At December 31, 2024, the Fund had capital losses of \$627,597 (December 31, 2023 – \$687,853) and non-capital losses of \$nil (December 31, 2023 – \$392,265) available for carry forward for tax purposes. The capital losses can be carried forward indefinitely.

## 11. Distributions

The Fund pays monthly distributions to unitholders in accordance with its investment objectives. Distributions of the Fund, at the discretion of the unitholder, are reinvested in additional units of the Fund under the Distribution Reinvestment Plan, without sales charge. For the six months ended June 30, 2025, distributions amounted to \$0.27 per unit (June 30, 2024 – \$0.27).

Another investment fund managed by the Manager has invested in the Fund. The distributions payable to this investment fund amounted to \$64,574 (December 31, 2024 - \$66,706) as at June 30, 2025 and was included in the amount of Distribution Payable shown on the Statements of Financial Position.

# MIDDLEFIELD FUNDS FAMILY |

EXCHANGE - TRADED FUNDS (ETFs)	TSX Stock Symbol
• Middlefield Healthcare Dividend ETF	MHCD
• Middlefield Innovation Dividend ETF	CBOE Canada: MINN
• Middlefield Global Dividend Growers ETF (formerly Middlefield Sustainable Global Dividend ETF)	MDIV
• Middlefield Global Infrastructure Dividend ETF (formerly Middlefield Sustainable Infrastructure Dividend ETF)	MINF
• Middlefield Real Estate Dividend ETF	MREL
• Middlefield U.S. Equity Dividend ETF	MUSA
<b>TSX-LISTED FUNDS</b>	
• E Split Corp.	ENS   ENS.PR.A
• MINT Income Fund	MID.UN
• Real Estate Split Corp.	RS   RS.PR.A
• Sustainable Innovation & Health Dividend Fund	SIH.UN
• Infrastructure Dividend Split Corp.	IS   IS.PR.A
<b>MIDDLEFIELD MUTUAL FUNDS TRUST FUNDS</b>	<b>Fund Code</b>
<b>Series A Units</b>	<b>FE/LL/DSC</b>
• Middlefield Healthcare Dividend Fund	MID 325/327/330
• INDEXPLUS Income Fund	MID 435/437/440
• Middlefield Global Infrastructure Fund	MID 510/519/520
<b>Series F Units</b>	
• Middlefield Healthcare Dividend Fund	MID 326
• INDEXPLUS Income Fund	MID 436
• Middlefield Global Infrastructure Fund	MID 501
<b>MIDDLEFIELD MUTUAL FUNDS CORPORATE CLASS FUNDS</b>	<b>Fund Code</b>
<b>Series A Shares</b>	<b>FE/LL/DSC</b>
• Middlefield Canadian Dividend Growers Class	MID 148/449/450
• Middlefield Global Agriculture Class	MID 161/163/166
• Middlefield Global Dividend Growers Class	MID 181/183/186
• Middlefield Real Estate Dividend Class	MID 600/649/650
• Middlefield ActivEnergy Dividend Class	MID 265
• Middlefield Innovation Dividend Class	MID 925
• Middlefield High Interest Income Class	MID 400/424/425
• Middlefield Income Plus Class	MID 800/849/850
• Middlefield U.S. Equity Dividend Class	MID 710/719/720
<b>Series F Shares</b>	
• Middlefield Canadian Dividend Growers Class	MID 149
• Middlefield Global Agriculture Class	MID 162
• Middlefield Global Dividend Growers Class	MID 182
• Middlefield Real Estate Dividend Class	MID 601
• Middlefield ActivEnergy Dividend Class	MID 266
• Middlefield Innovation Dividend Class	MID 926
• Middlefield Income Plus Class	MID 801
• Middlefield U.S. Equity Dividend Class	MID 701
<b>RESOURCE FUNDS</b>	
• MRF 2024 Resource Limited Partnership	
• Discovery 2024 Short Duration LP	
• MRF 2025 Resource Limited Partnership (commenced February 25, 2025)	
<b>INTERNATIONAL FUNDS</b>	
• Middlefield Canadian Income PCC	London UK Stock Exchange (LSE) Symbol: MCT



**Dean Orrico**  
President and Chief Executive Officer

**Jeremy T. Brasseur**  
Executive Chairman

**Robert F. Lauzon, CFA**  
Chief Investment Officer

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Former Vice-Chairman  
Four Seasons Hotels Inc.

**Christine Helsdon Tekker, MBA, LLM, ICD.D**  
Senior Vice President, Lending  
Infrastructure Ontario

**Edward V. Jackson (Chairman)**  
Former Managing Director  
RBC Capital Markets

**Abby Sears, MHSc, BSc**  
Healthcare Administrator

**Advisors**  
SSR Health LLC  
Paul Sagawa LLC

### Middlefield Group

**Stephen Erlichman**  
Chair, ESG  
(Environmental, Social, Governance)

**Craig Rogers, CPA, CGA, CFA**  
Chief Operating Officer and Chief  
Compliance Officer

**Mark Aboud**  
Chief Experience Officer

**Dennis da Silva**  
Senior Portfolio Manager

**Nancy Tham**  
Managing Director, Sales

**Shane Obata**  
Portfolio Manager

**Robert Moffat**  
Portfolio Manager

**Stacy Crestohl**  
Director, Operations

**Rose Espinoza**  
Director, International

**Catherine Rebuldela, CPA, CGA**  
Director, Operations

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Senior Vice-President

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Senior Vice-President

**Nicole S. Brasseur**  
President, Human Resources

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**Auditor**  
Deloitte LLP, Chartered Professional Accountants  
RSM Canada LLP

**Legal Counsel**  
Fasken Martineau DuMoulin LLP  
McCarthy Tétrault

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Bank of Montreal  
Canadian Imperial Bank of Commerce  
Royal Bank of Canada  
The Bank of Nova Scotia  
The Toronto-Dominion Bank

**Custodian**  
RBC Investor Treasury Services

**Transfer Agents**  
RBC Investor Service Trust  
TSX Trust Company

**Affiliates**  
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Middlefield Capital Corporation  
Middlefield Financial Services Limited  
MFL Management Limited  
MF Properties Limited  
Middlefield International Limited  
Middlefield Limited  
Middlefield Resource Corporation



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