



2025 SEMI-ANNUAL REPORT

REAL ESTATE

SPLIT CORP.

 MIDDLEFIELD
SPLIT SHARE FUNDS

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.

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.

Shareholders 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 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 Real Estate Split Corp. for the Class A Shares are to provide holders with: (i) non-cumulative monthly cash distributions, and (ii) the opportunity for capital appreciation through exposure to the portfolio. The investment objectives of the Fund for the Preferred Shares are to: (i) provide holders with fixed cumulative preferential quarterly cash distributions, and (ii) return the original issue price of \$10.00 to holders upon maturity. The Fund invests in a diversified, actively managed portfolio of dividend-paying securities of issuers operating in the real estate or related sectors, including real estate investment trusts that are well-positioned to benefit from low interest rates, the rapid adoption of e-commerce, the growth of data infrastructure as well as attractive valuations in various areas of the real estate sector.

Results of Operations

Investment Performance

During the first half of 2025, the net assets of the Fund for Class A Shares increased from \$113.3 million at December 31, 2024 to \$119.0 million at June 30, 2025. On a per share basis, the net assets of the Fund for Class A Shares increased from \$9.88 at December 31, 2024 to \$10.11 at June 30, 2025. This increase was primarily attributable to the net gain on the investment portfolio. During the first half of 2025, the Fund recorded a net gain of \$12.7 million on its investment portfolio or \$1.08 per Class A Share.

Revenue and Expenses

Revenue for the six-month period ended June 30, 2025 amounted to \$16.6 million and was comprised primarily of unrealized gain on the Fund's portfolio investments. Expenses during the period ended June 30, 2025 were \$1.4 million, which contributed to the management expense ratio ("MER") of 8.38% for Class A shareholders. Excluding issuance costs, borrowing costs, and distributions to Preferred Shareholders, the MER was 2.49% for the period. Distributions for the period ended June 30, 2025 amounted to \$0.78 per Class A Share.

Trends

Canadian REITs have had a strong first half of the year with the TSX Capped REIT Index generating a total return of 7.6%. U.S. REITs have lagged their Canadian counterparts with a total return of 3.5% over the same period. Our global real estate strategies have been overweight Canadian REITs throughout the year given their more attractive valuations and earnings growth. Despite starting to close the valuation gap in recent months, we believe Canadian REITs offer more upside potential and expect to maintain our geographic mix in the second half of the year.

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. For further details, please see the notes to the financial statements.

Management Fees

Management fees are calculated at 0.85% 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.

Credit Facility

The Fund has a revolving demand credit facility that enables the Fund to borrow up to an amount not exceeding 5% of total assets. The credit facility provides the lender with a security interest over the assets 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.

On August 13, 2025, the Fund announced that the Board of Directors intends to approve an extension of the maturity date of the Fund for an additional 5-year term to December 31, 2030.

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE SIX MONTHS ENDED JUNE 30, 2025

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.

The Fund's Net Assets per Class A Share⁽¹⁾

	June 30 2025⁽⁵⁾	December 31 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020 ⁽⁴⁾
Net Assets, Beginning of Period	\$ 9.88	\$ 11.69	\$ 12.63	\$ 19.26	\$ 13.48	\$ 13.75*
Total Revenue	0.32	0.77	0.85	0.81	0.70	0.15
Total Expenses	(0.13)	(0.32)	(0.32)	(0.34)	(0.46)	(0.09)
Realized Gains (Losses) for the Period	(0.06)	(0.08)	(1.02)	(0.20)	1.05	0.07
Unrealized Gains (Losses) for the Period	1.14	(0.69)	1.69	(4.17)	5.59	(0.19)
Transaction Costs on Purchase and Sale of Investments	-	(0.01)	(0.02)	(0.01)	(0.04)	(0.04)
Preferred Share Distributions	(0.26)	(0.56)	(0.55)	(0.57)	(0.57)	(0.06)
TOTAL INCREASE (DECREASE) FROM OPERATIONS⁽²⁾	1.01	(0.25)	0.62	(5.07)	7.13	(0.17)
DISTRIBUTIONS:						
From Net Investment Income	-	-	-	-	0.22	0.06
From Capital Gains	-	-	-	-	0.94	0.03
Return of Capital	0.78	1.56	1.56	1.56	0.19	0.01
TOTAL DISTRIBUTIONS⁽³⁾	0.78	1.56	1.56	1.56	1.35	0.10
Net Assets, End of Period	\$ 10.11	\$ 9.88	\$ 11.69	\$ 12.63	\$ 19.26	\$ 13.48

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

⁽²⁾ Net Assets per Class A Share are based on the actual number of Class A shares outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of Class A shares outstanding over the financial period. This schedule is not a reconciliation of Net Asset Value since it does not reflect shareholder transactions as shown on the Statements of Changes in Net Assets Attributable to Holders of Redeemable Class A Shares and accordingly columns may not add.

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

⁽⁴⁾ For the period November 19, 2020 (date of commencement of operations) to December 31, 2020.

⁽⁵⁾ For the six-month period ended June 30, 2025.

*Initial issue price, net of agents' fees and initial issue costs.

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

FOR THE SIX MONTHS ENDED JUNE 30, 2025

Ratios and Supplemental Data

	June 30 2025 ⁽⁷⁾	December 31 2024	December 31 2023	December 31 2022	December 31 2021	December 31 2020 ⁽⁶⁾
Total Assets (000s) ⁽¹⁾	\$ 240,439	\$ 231,441	\$ 150,246	\$ 121,094	\$ 78,558	\$ 38,428
Total Net Asset Value (000s) – including Preferred Shares ⁽¹⁾	\$ 237,179	\$ 228,077	\$ 148,242	\$ 119,077	\$ 77,275	\$ 37,902
Number of Class A Shares Outstanding	11,775,005	11,474,305	6,848,872	5,262,212	2,640,887	1,613,887
Management Expense Ratio (“MER”) – Class A Shares ⁽²⁾	8.38%	10.94%	9.94%	11.58%	9.96%	18.25%
MER (excluding Preferred Share distributions, interest expense and issuance costs) – Class A Shares ⁽²⁾	2.49%	2.36%	2.49%	2.21%	2.45%	8.56%
Trading Expense Ratio ⁽³⁾	0.02%	0.11%	0.17%	0.10%	0.24%	2.61%
Portfolio Turnover Rate ⁽⁴⁾	2.08%	8.32%	26.69%	9.69%	42.15%	20.31%
Net Asset Value per Unit ⁽⁵⁾	\$ 20.24	\$ 20.01	\$ 21.82	\$ 22.76	\$ 29.39	\$ 23.54
Net Asset Value per Preferred Share	\$ 10.13	\$ 10.13	\$ 10.13	\$ 10.13	\$ 10.13	\$ 10.06
Net Asset Value per Class A Share	\$ 10.11	\$ 9.88	\$ 11.69	\$ 12.63	\$ 19.26	\$ 13.48

(1) The Total Asset Value and Net Asset Value includes the value of Preferred Shares. The amount of Total Assets and Net Assets reported in the December 31, 2021 Annual Management Report of Fund Performance excluded the value of Preferred Shares.

(2) The MER for Class A Shares is based on total expenses (including distributions on Preferred Shares, but excluding distributions on Class A Shares, commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average Net Asset Value of the Fund for Class A Shares during the period. The MER for Class A Shares excluding Preferred Share distributions, 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 of the Fund for Class A Shares. Issuance costs are one-time costs incurred at inception, and the inclusion of Preferred Share distributions and interest expense does not consider the additional revenues that have been generated from the investment of the leverage in income-generating assets.

(3) 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.

(4) 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.

(5) A Unit includes one Class A Share and one Preferred Share. Net Asset Value per Unit is determined by the Net Asset Value of the Fund, for which the Preferred Shares are not treated as liabilities.

(6) As at December 31, 2020 or for the period November 19, 2020 (date of commencement of operations) to December 31, 2020.

(7) As at June 30, 2025 or for the six-month period ended June 30, 2025, as applicable.

INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

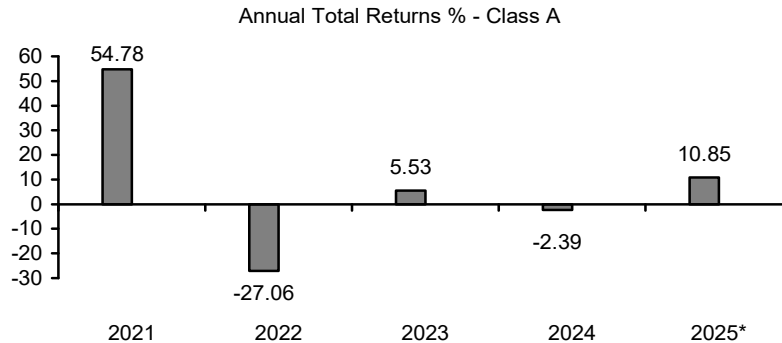
FOR THE SIX MONTHS ENDED JUNE 30, 2025

Past Performance

The performance information shown, which is based on Net Asset Value, diluted where applicable, 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 return for 2020 is not presented since it relates to a partial period. 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 Canadian Apartment Properties Real Estate Investment Trust	8.0
2 Riocan Real Estate Investment Trust	7.3
3 Granite Real Estate Investment Trust	7.0
4 First Capital Real Estate Investment Trust	6.1
5 Chartwell Retirement Residences	6.1
6 Boardwalk Real Estate Investment Trust	5.9
7 Choice Properties Real Estate Investment Trust	5.3
8 InterRent Real Estate Investment Trust	5.3
9 Killam Apartment Real Estate Investment Trust	5.0
10 Dream Industrial Real Estate Investment Trust	4.7
11 Minto Apartment Real Estate Investment Trust	4.2
12 Blackstone Core+ Real Estate LP	3.8
13 Sienna Senior Living Inc.	3.5
14 SmartCentres Real Estate Investment Trust	3.1
15 Primaris Real Estate Investment Trust	2.9
16 Colliers International Group Inc.	2.6
17 Blackstone Inc.	2.6
18 Flagship Communities Real Estate Investment Trust	2.5
19 Brookfield Corp.	2.5
20 CT Real Estate Investment Trust	2.5
21 SBA Communications Corp.	2.3
22 Essex Property Trust Inc.	2.3
23 Crombie Real Estate Investment Trust	2.2
24 H&R Real Estate Investment Trust	2.1

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

*The Fund has only 24 holdings.

ASSET CLASS	% OF NET ASSET VALUE
Real Estate	94.7
Financials	5.1
Cash and Short-Term Investments	1.2
Other Assets (Liabilities)	(1.0)
	100.0

TOTAL NET ASSET VALUE⁽¹⁾ \$ 237,179,289

TOTAL ASSETS⁽¹⁾ \$ 240,439,258

⁽¹⁾ Net Asset Value and Total Assets of the Fund include the value of the Preferred Shares. The Total Net Asset Value and Total Assets reported in the December 31, 2021 Annual Management Report of Fund Performance excluded the value of Preferred Shares.

The Summary of Investment Portfolio may change over time due to ongoing portfolio transactions.
Please visit www.middlefield.com for the most recent quarter-end Summary of Investment Portfolio.



INTERIM FINANCIAL REPORT

NOTICE

The accompanying unaudited financial statements of Real Estate Split Corp. 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 (In Canadian Dollars)	June 30 2025	December 31 2024
ASSETS		
Current Assets		
Investments at Fair Value through Profit or Loss	\$ 236,683,720	\$ 219,324,595
Cash	2,888,387	11,185,508
Income and Interest Receivable	807,171	773,484
Accounts Receivable	59,980	157,882
Total Assets	240,439,258	231,441,469
LIABILITIES		
Current Liabilities		
Accounts Payable and Accrued Liabilities (Note 8)	178,551	366,784
Distributions Payable to Redeemable Shareholders (Note 12)	3,081,418	2,997,676
Preferred Shares (Note 7)	118,146,050	114,744,050
Total Liabilities (Excluding Net Assets Attributable to Holders of Redeemable Class A Shares)	121,406,019	118,108,510
Net Assets Attributable to Holders of Redeemable Class A Shares	\$ 119,033,239	\$ 113,332,959
 Redeemable Shares Outstanding (Note 7)		
Preferred Shares	11,814,605	11,474,405
Class A Shares	11,775,005	11,474,305
 Net Assets Attributable to Holders of Redeemable Shares per Share		
Preferred Shares	\$ 10.13	\$ 10.13
Class A Shares	\$ 10.11	\$ 9.88

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

Approved by the Board of Directors:



Director: Dean Orrico



Director: Craig Rogers

INTERIM FINANCIAL REPORT

UNAUDITED

Statements of Comprehensive Income

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)

	2025	2024
REVENUE (LOSS)		
Income from Investments	\$ 3,818,539	\$ 2,973,323
Interest Income for Distribution Purposes	113,164	89,794
Foreign Exchange Gain (Loss) on Cash	25,740	68,996
Other Changes in Fair Value of Financial Assets and Financial Liabilities at Fair Value through Profit or Loss		
Net Realized Gain (Loss) from Investment Transactions excluding Derivatives	(727,082)	(1,733,626)
Change in Net Unrealized Gain (Loss) on Investments excluding Derivatives	13,512,977	(8,314,593)
Change in Net Unrealized Gain (Loss) on Foreign Currency Transactions	(138,794)	2,230
Total Revenue (Loss)	16,604,544	(6,913,876)
OPERATING EXPENSES (Note 8)		
Audit Fees	51,500	40,412
Custodial Fees	10,072	10,585
Fund Administration Costs	125,957	116,905
Independent Review Committee Fees and Expenses	23,983	13,363
Legal Fees	36,666	1,332
Management Fee (Note 8)	1,077,103	678,120
Transaction Costs (Note 8)	10,962	34,249
Securityholder Reporting Costs	91,159	70,426
Total Operating Expenses	1,427,402	974,392
Net Investment Profit (Loss) before Distributions on Preferred Shares	15,177,142	(7,888,268)
Distributions on Preferred Shares (Note 12)	3,098,158	1,888,838
Net Investment Profit (Loss) before Tax	12,078,984	(9,777,106)
Withholding Taxes	167,382	390,522
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Class A Shares	\$ 11,911,602	\$ (10,167,628)
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Class A Shares per Share (Note 7)	\$ 1.01	\$ (1.43)

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 Class A Shares

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)

	2025	2024
Net Assets Attributable to Holders of Redeemable Class A Shares at Beginning of Period	\$ 113,332,959	\$ 80,059,941
OPERATIONS:		
Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Class A Shares	11,911,602	(10,167,628)
DISTRIBUTIONS TO HOLDERS OF REDEEMABLE SHARES:		
Distributions to Redeemable Class A Shareholders (Note 12)	(9,179,902)	(5,610,076)
REDEEMABLE CLASS A SHARE TRANSACTIONS:		
Proceeds from Issue of Redeemable Class A Shares (Note 7)	3,340,928	8,363,022
Payment of Agents' Fee	(142,622)	(502,003)
Payment of Issue Costs	(229,752)	(196,020)
Payment of Retraction of Class A Shares	47	-
Payment of Repurchase of Preferred Shares	(21)	-
Net Increase (Decrease) from Redeemable Class A Share Transactions	2,968,580	7,664,999
Net Assets Attributable to Holders of Redeemable Class A Shares at End of Period	\$ 119,033,239	\$ 71,947,236

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

INTERIM FINANCIAL REPORT

UNAUDITED

Statements of Cash Flows

FOR THE PERIODS ENDED JUNE 30

(In Canadian Dollars)

2025

2024

CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES

Increase (Decrease) in Net Assets Attributable to Holders of Redeemable

Class A Shares \$ 11,911,602 \$ (10,167,628)

Adjustments:

Purchases of Investments (9,517,306) (19,279,281)

Proceeds from Sale of Investments 4,943,076 10,508,059

Foreign Exchange (Gain) Loss on Cash 113,054 (71,226)

Net Realized (Gain) Loss from Investment Transactions 727,082 1,733,626

Change in Net Unrealized (Gain) Loss on Investments (13,512,977) 8,314,593

(5,335,469) (8,961,857)

Increase (Decrease) in Distributions Payable to Preferred Shareholders

44,651 92,138

Net Change in Non-Cash Working Capital

(124,018) (116,561)

Net Cash from (used in) Operating Activities

(5,414,836) (8,986,280)

CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES

Proceeds from Issue of Redeemable Class A Shares 3,340,928 8,422,751

Proceeds from Issue of Redeemable Preferred Shares 3,403,000 7,020,000

Payment of Agents' Fees (142,622) (502,003)

Distributions paid to Redeemable Class A Shareholders (9,140,811) (5,516,372)

Payment of Issue Costs (229,752) (196,020)

Payment of Retraction of Class A Shares 47 -

Payment of Repurchase of Preferred Shares (21) -

Net Cash from (used in) Financing Activities (2,769,231) 9,228,356

Net Increase (Decrease) in Cash (8,184,067) 242,076

Foreign Exchange Gain (Loss) on Cash (113,054) 71,226

Cash at Beginning of Period 11,185,508 3,451,327

Cash at End of Period \$ 2,888,387 \$ 3,764,629

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
Blackstone Core+ Real Estate LP	5,430	\$ 9,786,033	\$ 9,126,004
Boardwalk Real Estate Investment Trust	200,000	10,615,134	13,998,000
Canadian Apartment Properties Real Estate Investment Trust	420,000	20,386,862	18,652,200
Chartwell Retirement Residences	775,000	7,903,382	14,407,250
Choice Properties Real Estate Investment Trust	850,000	11,997,227	12,639,500
Colliers International Group Inc.	35,000	6,770,573	6,235,950
Crombie Real Estate Investment Trust	350,000	5,246,069	5,204,500
CT Real Estate Investment Trust	370,000	5,788,539	5,875,600
Dream Industrial Real Estate Investment Trust	950,000	11,598,977	11,200,500
Essex Property Trust Inc.	14,000	4,195,994	5,413,784
First Capital Real Estate Investment Trust	800,000	13,397,164	14,520,000
Flagship Communities Real Estate Investment Trust	244,500	4,975,666	6,001,822
Granite Real Estate Investment Trust	240,000	18,411,382	16,603,200
H&R Real Estate Investment Trust	460,000	4,711,926	4,912,800
InterRent Real Estate Investment Trust	930,000	11,034,078	12,573,600
Killam Apartment Real Estate Investment Trust	610,000	10,895,456	11,962,100
Minto Apartment Real Estate Investment Trust	705,000	10,688,256	9,926,400
Primaris Real Estate Investment Trust	475,000	6,989,622	6,992,000
RioCan Real Estate Investment Trust	980,000	18,556,099	17,355,800
SBA Communications Corp.	17,000	4,693,109	5,447,460
Sienna Senior Living Inc.	430,000	6,326,354	8,191,500
SmartCentres Real Estate Investment Trust	290,000	7,205,549	7,421,100
REAL ESTATE: 93.8%		212,173,451	224,661,070
Blackstone Inc.	30,000	6,859,192	6,123,050
Brookfield Corp.	70,000	5,213,187	5,899,600
FINANCIALS: 5.0%		12,072,379	12,022,650
TRANSACTION COSTS (Note 8)		(260,609)	-
TOTAL INVESTMENTS: 98.8%		223,985,221	236,683,720
CASH: 1.2%		2,888,387	2,888,387
Total Investment Portfolio, Including Cash		\$ 226,873,608	\$ 239,572,107

NOTES TO FINANCIAL STATEMENTS



NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

1. Real Estate Split Corp.

Real Estate Split Corp. (the “Fund”) is a mutual fund corporation established under the laws of the Province of Ontario on October 7, 2020. Middlefield Limited, a company incorporated in Alberta, is the 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 November 19, 2020, when it first issued shares 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 Fund on August 22, 2025.

On August 13, 2025, the Fund announced that the Board of Directors intends to approve an extension of the maturity date of the Fund for an additional 5-year term to December 31, 2030.

2. Investment Objectives and Strategy

The investment objectives of the Fund for the Class A Shares are to provide holders with: (i) non-cumulative monthly cash distributions; and (ii) the opportunity for capital appreciation through exposure to the portfolio. The investment objectives of the Fund for the Preferred Shares are to: (i) provide holders with fixed cumulative preferential quarterly cash distributions; and (ii) return the original issue price of \$10.00 to holders upon maturity. The Fund invests in a diversified, actively managed portfolio of dividend-paying securities of issuers operating in the real estate or related sectors, including real estate investment trusts that are well-positioned to benefit from low interest rates, the rapid adoption of e-commerce, the growth of data infrastructure as well as attractive valuations in various areas of the real estate sector.

3. Basis of Presentation

These financial statements have been prepared in accordance with IFRS Accounting Standards and in accordance with International Accounting Standard 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. Due to the high quality and short-term nature 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 including investment funds managed by the Manager, 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 security holders.

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 Shares by the Fund

As required under International Accounting Standard ("IAS") 32, Financial Instruments: Presentation, shares of an entity which include a contractual obligation for the issuer to repurchase or redeem them for cash or another financial asset must be classified as financial liabilities. Under IFRS, the Fund's Preferred Shares remain as liabilities as they are not the most subordinate class of shares. The Fund's Class A Shares do not meet the criteria in IAS 32 for classification as equity. The Class A Shares contain multiple redemption features and, therefore, have been reclassified as financial liabilities.

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 the 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 Class A Shares per Share

Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Class A Shares per Share in the Statements of Comprehensive Income represents the increase (decrease) in net assets divided by the average shares outstanding during the period.

H. Taxation

The Fund qualifies as a mutual fund corporation and a financial intermediary corporation under the provisions of the *Income Tax Act* (Canada) (the "Act") and is subject to tax in respect of its net realized capital gains. This tax is refundable in certain circumstances. Also, the Fund is generally subject to tax of 38 1/3% under Part IV of the Act on taxable dividends received from Canadian corporations in the period. This tax is fully refundable upon payment of sufficient dividends.

The Fund may incur 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 investment 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 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 value of the Fund's financial instruments is 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.

As at June 30, 2025

Description	Level 1	Level 2	Level 3	Total
Equities	\$ 227,557,716	\$ -	\$ 9,126,004	\$ 236,683,720

As at December 31, 2024

Description	Level 1	Level 2	Level 3	Total
Equities	\$ 209,287,949	\$ -	\$ 10,036,646	\$ 219,324,595

All fair value measurements are recurring. The carrying values of cash, income and interest receivable, subscriptions receivable, accounts receivable, prepaid interest, accounts receivable – portfolio securities sold, loan payable, distributions payable, and accounts payable and accrued liabilities, approximate their fair values due to their short-term nature. Fair values of Fund's investments in common shares 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.

The Fund applies judgment in determining unobservable inputs to calculate the fair value of Level 3 financial instruments. As at June 30, 2025, the Fund held \$9,126,004 (December 31, 2024 - \$10,036,646) of Level 3 securities. The unobservable inputs used in the valuation of these financial instruments primarily include key variables, current market conditions and recent financings by the issuer, if any. These securities are affected by market activity in their relevant sectors and therefore generally fluctuate similarly. The Fund's Level 3 investment in Blackstone Core+ Real Estate LP represents 3.9% (December 31, 2024 – 4.6%) of the Fund's investment portfolio and is measured at the NAV of Blackstone Core+ Real Estate LP as at June 30, 2025. The Blackstone Core+ Real Estate LP primarily holds level 2 and level 3 investments and the inputs to the NAV require significant management judgement or estimation. The Fund submitted a redemption request for Blackstone Core+ Real Estate LP on July 20, 2022, and remains in the payment queue as per the Limited Partnership Agreement.

The reconciliation of investments measured at fair value using unobservable inputs (Level 3) for the period ended June 30, 2025 is as follows:

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

5. Fair Value Disclosure (continued)

For the 6 months ended June 30, 2025

Balance at January 1	\$ 10,036,646
Investment Purchases during the Period	-
Investment Sales during the Period	(8,473)
Realized Gain (Loss)	(418)
Unrealized Gain (Loss)	(901,751)
Balance at June 30	\$ 9,126,004
Total Change in Unrealized Gain (Loss) during the period for Assets held at June 30, 2025	\$ (901,751)

The use of reasonable possible alternative assumptions for valuing Level 3 financial instruments would not significantly affect the fair value of these instruments.

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, securityholder 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.

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	\$ 236,683,720	\$ 219,324,595

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 \$23,668,372 (December 31, 2024 - \$21,932,460) 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	\$ 2,888,387	\$ 11,185,508

Based on the above exposure at June 30, 2025, a 1% per annum increase or decrease in interest rates would result in a \$28,884 (December 31, 2024- \$111,855) increase or decrease in net assets of the Fund, with all other factors held constant.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

6. Financial Risk Management (continued)

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 exposed to liquidity risk through its annual and monthly retractions of Class A Shares and Preferred Shares. The Fund receives 20 business days notice prior to the retraction date and has up until the last business day of the month after the retraction date to settle the retraction. This enables the Manager to sell securities held by the Fund to generate cash to settle the retraction, if necessary. The Fund's obligations are due within one year. On May 4, 2021, the Fund entered into a revolving demand credit facility with a maximum principal amount of \$10 million which is secured by a general security agreement. Borrowed amounts under the credit facility are usually due within 30 to 90 days. 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 and by borrowing under its credit facility. 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 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. The Fund's investment in Blackstone Core+ Real Estate LP is subject to a 24 month period redemption lock-up from the date of the initial capital contribution; however, the Fund has the ability to sell its units of Blackstone Core+ Real Estate LP to certain other purchasers prior to the expiration of the lock-up period. Subsequent to the redemption lock-up period, the Fund can redeem part or all of its investment on a quarterly basis.

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 to Redeemable				
Shareholders	\$ 3,081,418	\$ -	\$ -	\$ 3,081,418
Accounts Payable and Accrued Liabilities	178,551	-	-	178,551
Total	\$ 3,259,969	\$ -	\$ -	\$ 3,259,969

As at December 31, 2024

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Distributions Payable to Redeemable				
Shareholders	\$ 2,997,676	\$ -	\$ -	\$ 2,997,676
Accounts Payable and Accrued Liabilities	366,784	-	-	366,784
Total	\$ 3,364,460	\$ -	\$ -	\$ 3,364,460

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.

As at June 30, 2025

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Total Exposure
U.S. Dollar	\$ 32,112,120	\$ 1,910,144	\$ 66,142	\$ 34,088,406

NOTES TO FINANCIAL STATEMENTS

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6. Financial Risk Management (continued) D. Foreign Exchange Rate Risk (continued)

As at December 31, 2024

Currency		Investments at FVTPL		Cash		Income and Interest Receivable		Total Exposure
U.S. Dollar	\$	34,688,895	\$	2,017,867	\$	23,573	\$	36,730,335

Based on the above exposure at June 30, 2025, a 10% increase or decrease in the Canadian dollar against the respective foreign currencies would result in a \$3,408,841 (December 31, 2024 - \$3,673,034) 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.

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
Real Estate	94.7	88.8
Financials	5.1	7.4
Total	99.8	96.2

7. Redeemable Shares

Units

A unit means a notional unit consisting of one Preferred Share and one Class A Share. Net Asset Value per unit is determined by (i) the aggregate value of the assets of the Fund, less (ii) the aggregate value of the liabilities of the Fund (the Preferred shares will not be treated as liabilities), including any distributions declared and not paid that are payable to shareholders.

Redeemable Class A Shares

Authorized

The Fund is authorized to issue an unlimited number of Class A Shares. The Fund pays non-cumulative monthly distributions to the holders of Class A Shares. No distributions will be paid on Class A Shares if (i) distributions payable on Preferred Shares are in arrears, or (ii) in respect of a cash distribution by the Fund, the Net Asset Value per unit would be less than \$15 after the payment of such distributions.

The Class A Shares rank subsequent to the Preferred Shares with respect to the payment of distributions and the repayment of capital out of the portfolio on the dissolution, liquidation or winding up of the Fund.

All Class A Shares outstanding on December 31, 2025 are scheduled to be redeemed by the Fund on that date, subject to extension for successive terms of up to five years as determined by the Board of Directors. The redemption price payable by the Fund for a Class A Share on that date will be equal to the greater of (i) the Net Asset Value per unit on that date minus the sum of \$10.00 and any accrued and unpaid distributions on a Preferred Share, and (ii) \$nil.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

7. Redeemable Shares (continued)

Redeemable Class A Shares (continued)

Class A Shares may be retracted at the option of the shareholders by tendering Class A Shares of the Fund at least 20 business days prior to the second last business day of a month ("Retraction Date"). Holders of Class A Shares whose Class A Shares are tendered for retraction will be entitled to receive a retraction price per Class A Share equal to 96% of the difference between (i) the Net Asset Value per unit determined as of the Retraction Date, and (ii) the cost to the Fund of the purchase of a Preferred Share for cancellation. The cost of the purchase of a Preferred Share will include the purchase price of the Preferred Share, commission and other costs, if any, related to the liquidation of any portion of the portfolio required to fund such purchase. If the Net Asset Value per unit is less than \$10, plus any accrued and unpaid distributions on a Preferred Share, the retraction price of a Class A Share will be \$nil.

A holder of a Class A Share may concurrently retract an equal number of Class A and Preferred Shares on the second last business day of November of each year, commencing in 2022 (the "Annual Retraction Date"), at a retraction price per unit equal to the Net Asset Value per unit on that date, less any costs associated with the retraction, including commissions and any other such costs related to the liquidation of any portion of the portfolio required to fund such retraction. The Class A Shares and the Preferred Shares must both be surrendered for retraction at least 20 business days prior to the Annual Retraction Date.

The Fund's Class A Shares are classified as financial liabilities on the Statements of Financial Position.

Commencing February 28, 2021, the shareholders of the Fund can acquire additional Class A shares by participating in the Distribution Reinvestment Plan (the "Plan"). The Plan enables shareholders to reinvest their monthly distributions in additional shares of the Fund thereby achieving the benefit of compounding returns. The Plan also allows participants to purchase additional Class A shares for cash.

On November 19, 2020, the Fund issued 1,613,887 Class A shares at \$15.00 per share for proceeds, net of agents fees and issue costs, of \$22.2 million. The table below presents the details of any subsequent offerings of Class A Shares the Fund has completed since its initial offering in 2020:

Date	# of Class A Shares Issued (in millions)	Price per Share	Total Net Proceeds* (in millions)
August 30, 2021	1,027,000	\$ 20.50	\$ 19.6
February 9, 2022	550,425	19.10	10.1
May 12, 2022	539,600	18.00	9.0
June 29, 2022	397,800	15.30	5.6
October 12, 2022	489,950	14.40	6.4
November 15, 2022	644,400	13.90	7.9
March 30, 2023	340,500	14.60	4.4
June 29, 2023	393,700	14.25	4.7
September 28, 2023	543,860	13.40	6.3
April 23, 2024	401,300	11.70	4.0
October 30, 2024	2,000,600	12.90	24.0

*Net of agents' fees and issue costs.

On December 6, 2024, the Fund merged with Middlefield Global Real Asset Fund ("Real Asset") with the Fund as the continuing entity. The Fund issued 1,054,761 Class A Shares at a value of \$11.7 million in exchange for the assets of Real Asset. During the period ended June 30, 2025, pursuant to the at-the-market equity program ("ATM program"), the Fund issued 300,700 Class A Shares (June 30, 2024 – 319,500) for gross proceeds of \$3,291,735 (June 30, 2024 – \$3,872,652) and agents' fees and issuance costs amounted to \$372,374 (June 30, 2024 – \$223,552). For the period ended June 30, 2025, 39,573 shares (June 30, 2024 – 22,825) were distributed under the Distribution Reinvestment Plan.

The average number of Class A Shares outstanding during the period ended June 30, 2025 was 11,742,666 (June 30, 2024 – 7,108,374). This number was used to calculate the Net Assets Attributable to Holders of Redeemable Class A Shares per Share.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

7. Redeemable Shares (continued)

Redeemable Preferred Shares

Authorized

The Fund is authorized to issue an unlimited number of Preferred Shares. Holders of Preferred Shares are entitled to receive fixed, cumulative preferential quarterly cash distributions of \$0.13125 per share. The Preferred Shares rank in priority to the Class A Shares with respect to the payment of distributions and the repayment of capital out of the portfolio on the dissolution, liquidation or winding up of the Fund.

All Preferred Shares outstanding on December 31, 2025 are scheduled to be redeemed by the Fund on that date, subject to extension for successive terms of up to five years as determined by the Board of Directors. The redemption price payable by the Fund for a Preferred Share on that date will be equal to the lesser of (i) \$10.00 plus any accrued and unpaid distributions thereon, and (ii) the Net Asset Value of the Fund on that date divided by the number of Preferred Shares then outstanding.

Preferred Shares may be retracted at the option of the shareholders by tendering Preferred Shares of the Fund at least 20 business days prior to the second last business day of a month ("Retraction Date"). Shareholders whose Preferred Shares are retracted will be entitled to receive a retraction price per share equal to 96% of the lesser of (i) the Net Asset Value per unit determined as of the relevant Retraction Date, less the cost to the Fund of the purchase of a Class A Share for cancellation, and (ii) \$10. The cost of the purchase of a Class A Share will include the purchase price of the Class A Share, commission and other costs, if any, related to the liquidation of any portion of the portfolio required to fund such purchase.

A holder of a Preferred Share may concurrently retract an equal number of Class A and Preferred Shares on the Annual Retraction Date at a retraction price per unit equal to the Net Asset Value per unit on that date, less any costs associated with the retraction, including commissions and any other such costs related to the liquidation of any portion of the portfolio required to fund such retraction. The Preferred Shares and Class A Shares must both be surrendered for retraction at least 20 business days prior to the Annual Retraction Date.

On November 19, 2020, the Fund issued 1,613,887 Preferred Shares at \$10.00 per share for proceeds of \$16.1 million. The table below presents the details of any subsequent offerings of Preferred Shares the Fund has completed since its initial offering in 2020:

Date	# of Preferred Shares Issued (in millions)	Price per Share	Total Net Proceeds* (in millions)
August 30, 2021	1,027,000	\$ 10.00	\$ 10.3
February 9, 2022	550,425	10.55	5.8
May 12, 2022	539,600	10.10	5.4
June 29, 2022	397,800	10.12	4.0
October 12, 2022	489,950	9.80	4.8
November 15, 2022	644,400	9.45	6.1
March 30, 2023	383,500	9.65	3.7
June 29, 2023	500,500	9.35	4.7
September 28, 2023	629,360	9.55	6.0
April 23, 2024	494,600	9.65	4.8
October 30, 2024	2,040,128	10.10	20.6

*Net of agents' fees and issue costs.

On December 6, 2024, the Fund merged with Middlefield Global Real Asset Fund ("Real Asset") with the Fund as the continuing entity. The Fund issued 1,054,761 Preferred Shares at a value of \$10.5 million in exchange for the assets of Real Asset. During the period ended June 30, 2025, pursuant to the ATM program, the Fund issued 340,300 Preferred Shares (June 30, 2024 – 207,400) for gross proceeds of \$3,452,263 (June 30, 2024 – \$2,042,270). During the period ended June 30, 2025, 100 Preferred Shares (June 30, 2024 – nil) were purchased for cancellation.

NOTES TO FINANCIAL STATEMENTS

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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 0.85% per annum of the NAV, calculated and paid monthly in arrears based on the average NAV of the preceding month. The Net Asset Value of the Fund is generally determined by taking the total assets of the Fund and deducting the Fund's liabilities. For the purposes of calculating the management fee, the Preferred Shares are not considered a liability of the Fund. For the period ended June 30, 2025, management fees before the absorption of expenses amounted to \$1.0 million (June 30, 2024 - \$0.6 million). At June 30, 2025, the management fees payable by the Fund was \$85,395 (December 31, 2024 - \$86,785) 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 \$10,962 (June 30, 2024 - \$34,249). Included in this amount is \$nil (June 30, 2024 - \$4,575) 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, \$5,660 (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.

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 \$70,112 (June 30, 2024 - \$45,062) throughout the period and \$12,875 (December 31, 2024 - \$24,645) 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.

9. Loan Payable

On May 4, 2021, the Fund entered into a revolving demand credit facility with a maximum principal amount of \$10 million which is secured by a general security agreement. Finance costs primarily relate to loan interest expenses if any.

10. Capital Management

The Fund's capital is its net assets attributable to holders of redeemable Class A Shares. 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 securityholders, maximize securityholder 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. Generally speaking, the Fund will reduce leverage when investments are likely to decrease in value and will increase leverage when investment appreciation is anticipated. In order to maintain or adjust its capital structure, the Fund may borrow or repay debt under its credit facility or undertake other activities deemed appropriate under the specific circumstances.

The Fund is not subject to externally imposed capital requirements. However, the Fund is subject to bank covenants in respect of leverage and is in compliance with those covenants in both 2025 and 2024. The Fund's overall strategy with respect to capital risk management remains unchanged from the year ended December 31, 2024.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2025 | UNAUDITED

11. Loss Carryforwards

At December 31, 2024, the Fund had capital losses of \$6,039,704 (December 31, 2023 - \$5,949,559) and no non-capital losses (December 31, 2023 - \$nil) available for carry forward for tax purposes. The capital losses can be carried forward indefinitely.

12. Distributions

Distributions are to be declared by the Manager on a quarterly basis on the Preferred Shares and on a monthly basis on the Class A Shares. At the discretion of the Class A Shareholders, monthly distributions may be reinvested in additional shares of the Fund under the Distribution Reinvestment Plan. For the period ended June 30, 2025, distributions amounted to \$0.78 per Class A Share (June 30, 2024 - \$0.78) and \$0.26 per Preferred Share (June 30, 2024 - \$0.26).

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
TSX-LISTED FUNDS		
• 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
MIDDLEFIELD MUTUAL FUNDS TRUST FUNDS		Fund Code
Series A Units		FE/LL/DSC
• Middlefield Healthcare Dividend Fund		MID 325/327/330
• INDEXPLUS Income Fund		MID 435/437/440
• Middlefield Global Infrastructure Fund		MID 510/519/520
Series F Units		
• Middlefield Healthcare Dividend Fund		MID 326
• INDEXPLUS Income Fund		MID 436
• Middlefield Global Infrastructure Fund		MID 501
MIDDLEFIELD MUTUAL FUNDS CORPORATE CLASS FUNDS		Fund Code
Series A Shares		FE/LL/DSC
• 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
Series F Shares		
• 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
RESOURCE FUNDS		
• MRF 2024 Resource Limited Partnership		
• Discovery 2024 Short Duration LP		
• MRF 2025 Resource Limited Partnership (commenced February 25, 2025)		
INTERNATIONAL FUNDS		
• 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

Independent Review Committee

H. Roger Garland, CPA, CA
 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
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Rose Espinoza
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Shiranee Gomez
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Victor Ngai
 Senior Vice-President

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Maya Macnab
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Maxim Kisilitsyn
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Chittish Pasbola
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 RSM Canada LLP

Legal Counsel
 Fasken Martineau DuMoulin LLP
 McCarthy Tétrault

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 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
 Middlefield Group Limited
 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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