2022 SEMI-ANNUAL REPORT

E SPLIT CORP.

MIDDLEFIELD
TSX-LISTED 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.

2022 MID-YEAR REVIEW AND OUTLOOK

Market conditions were extremely challenging for equity investors during the first half of 2022 (H1). Both the MSCI World and the S&P 500 finished the period in a bear market, down more than 20%, making it the worst start to a year since 1970. The Canadian stock market outperformed most global indices with the S&P/TSX Composite generating a total return of -9.9%.

Market volatility was driven by persistent inflation, which has reached multi-decade highs in most countries throughout the world. One of the biggest contributors to inflation has been the sudden increase in global demand. After nearly two years of pandemic-related lockdowns and restrictions, consumers started spending again. This made it challenging for providers of goods and services to ramp up capacity fast enough to meet demand and placed additional strain on global supply chains. Russia's unexpected invasion of Ukraine in late February further exacerbated inflationary forces. The attack spurred a swift response from the global community in the form of unprecedented economic sanctions in an effort to isolate Russia from the global economy. This effectively removed Russian supplies of a number of critical commodities from global markets, including oil, wheat, base metals and fertilizers. WTI crude oil and NYMEX natural gas prices both increased by nearly 50% in H1.

In response to higher-than-expected inflation, global central banks quickly pivoted to hawkish monetary policies which have led to a rapid increase in interest rates and bond yields. Both the US Federal Reserve and the Bank of Canada raised short-term borrowing rates three times in H1 by a total of 1.5% and 1.25%, respectively. US 10-year Treasury Yields rose from 1.5% at the start of the year to over 3% at the end of June while Canadian 10-Year Bond yields went from 1.4% to 3.2%. The impacts of these moves have been pervasive, including a 9.4% increase in the DXY US Dollar Index and a -14% return in Investment-Grade Credit.

Increasing interest rates have had an outsized impact on growth stocks. The Russell 1000 Value index returned -13%, significantly outperforming the Russell 1000 Growth index return of -28%. The Nasdaq Composite returned -29%, marking its worst H1 return since its inception in 1971. Defensive sectors such as utilities, consumer staples and healthcare significantly outperformed the broader market while communication services, information technology and consumer discretionary lagged. Energy, which returned 31.6%, was the only sector in the S&P 500 to post a positive return. While the market environment continues to be challenging for technology stocks, we remain highly optimistic on the long-term potential of the sector and view the current setup as attractive for patient investors. We are confident in the durability of various investment themes such as online advertising and e-commerce which are supported by structural changes in spending patterns. We are also bullish on enterprise software though we are choosing our exposures carefully. Our tech exposures are anchored by high quality industry leaders with sustainable competitive advantages.

Canadian equities performed well in H1 on a relative basis. The energy sector generated a total return of 26.3% and was the biggest positive contributor to performance. Generating unprecedented levels of cash flow, Canadian energy companies have been returning substantial amounts of excess cash to shareholders in the form of dividends and share buybacks. Utilities were the only other sector in the TSX to generate a positive return, adding 1.3%. Although the global economic outlook is uncertain, we believe Canadian equities are uniquely positioned to continue outperforming as it is a net exporter of oil and electricity.

Mint Income Fund (TSX:MID.UN) generated a total return of 2.0% in H1. The Fund invests in an actively managed portfolio primarily comprised of North American equity income securities. As at June 30th, approximately 25% of the fund's investments were allocated to the Canadian energy sector. The Fund's positive year-to-date performance builds upon its longstanding track record of generating attractive risk-adjusted returns for unit holders. Since the Fund's inception in 1997, the Fund has generated an annualized total return of 8.4%, outperforming the S&P/TSX Composite's annualized total return of 7.1% over the same period.

The S&P 500 healthcare sector generated a total return of -8.3%, outperforming the S&P 500 by 11.7% and finishing as the fourth best performing sector in the index. Defensive sub-industries such as pharmaceuticals and managed care led to the upside while more cyclical industries such as medical equipment & life science tools lagged significantly. Biopharma companies sell needs-based products which benefit from inelastic demand, and are therefore more insulated from market downturns. Middlefield Healthcare Dividend ETF (TSX:MHCD) and Middlefield Health & Wellness ETF (TSX:HWF) returned -9.3% and -10.6% in H1, respectively – in line with their benchmark, the MSCI World Healthcare Index, which returned -10.1%.

The Middlefield Family of exchange-listed funds is currently comprised of 17 funds, 16 of which trade on the Toronto Stock 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 Canadian real estate sector generated a total return of -21.7% in H1. US REITs performed marginally better, finishing H1 with a total return of -20.1%. After the recent pullback, Canadian REITs are trading at more than a 20% discount to their net asset values on average – trough valuations that compare to the depths of 2008 and 2020. While we are mindful of the macro economic challenges facing the sector today, we believe REITs are oversold and we encourage investors to opportunistically add exposure. Middlefield manages several real estate funds as well as diversified equity income strategies anchored by real estate securities. Middlefield Real Estate Dividend ETF (TSX:MREL) generated a total return of -21.4% during H1, in line with the S&P/TSX Composite real estate sector return of -21.7%. In February 2022, Middlefield Can-Global REIT Income Fund merged into MREL, adding to the fund's scale and liquidity.

We continue to believe that infrastructure will remain a highly sought-after and defensive asset class. Companies in this space provide highly visible, long-term cash flows and have business models that are inherently resilient against inflation. We are finding great risk / reward opportunities in the renewables space, following a period of sustained underperformance during the recent commodity bull market. With energy security top of mind, we expect that renewable additions will continue to accelerate as countries further distance themselves from Russia and aim to become more self-sufficient. International Clean Power Fund (TSX:CLP.UN) provides exposure to secular trends in renewables and clean power technologies. Its portfolio is comprised of primarily dividend-paying securities of global issuers typically difficult to access by Canadian retail investors. The Fund generated a total return of -15.1% in H1.

Enbridge (ENB) has long been bullish on the outlook for natural gas, starting with its acquisition of Spectra back in 2016. The outlook is more positive today now that the Russia/Ukraine conflict has placed a greater emphasis on energy security as part of the energy transition equation. ENB is well positioned to capitalize on the natural gas renaissance from expansion projects on the US Gulf Coast as well as its gas pipelines in British Columbia to support new West Coast LNG opportunities (Woodfibre LNG, Cedar LNG). This LNG buildout will benefit ENB as its footprint expands in both regions. Class A shares of E Split Corp. (TSX:ENS) generated a total return of 19.7% in H1. This compares to the 13.5% total return generated by Enbridge Inc., the Fund's sole underlying asset. E-Split's positive year-to-date performance demonstrates the significant capital gain potential embedded in the Corporation's split share structure. In addition, E-Split shares provide robust levels of income to investors. The Class A shares pay monthly distributions of $0.13 and the Corporation's Preferred Shares pay quarterly distributions of $0.13125.

Outlook

We believe we are in a cyclical bear market which is a function of rising rates and inflation combined with lower profit expectations. Given the impacts that inflation and higher interest rates will have on demand, we expect a mild slowdown in economic activity this year. Much of this is already being priced in to markets today, reflected in the S&P 500 forward earnings multiple declining from 21x to below 16x. As a result, we believe downside in broad market indices should be limited from current levels and are seeing an increasingly attractive setup for equities in the latter part of the year.

Although it may not show up in near-term inflation reports given the lagging nature of data, we believe we are at peak inflation and should start to get some data points that are incrementally less hawkish throughout H2. Sell-side earnings estimates have started to come down and we do expect a deceleration in growth over the coming quarters; however, household and corporate balance sheets remain strong which backstops our view of only a mild slowdown. Against this backdrop, we are focused on companies with high margins, strong balance sheets and stable dividends.

Dean Orrico
President and CEO
Middlefield Capital Corporation

Robert F. Lauzon
Managing Director and Chief Investment Officer
Middlefield Capital Corporation

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.

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 E Split Corp. (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 portfolio comprised primarily of common shares of Enbridge Inc., a North American oil and gas pipeline, gas processing and natural gas distribution company.

Results of Operations

Investment Performance

During the first half of 2022, the net assets of the Fund increased from $228.0 million at December 31, 2021 to $259.9 million at June 30, 2022. Net assets on a per Class A share increased from $13.33 at December 31, 2021 to $15.19 at June 30, 2022. This increase was primarily attributable to the net gain on the investment portfolio. During the first half of 2022, the Fund recorded a net gain of $39.0 million on its investment portfolio or $2.27 per Class A share.

Revenue and Expenses

In the first half of 2022, the Fund recorded revenue before expenses of $52.2 million compared to $36.4 million in the prior year period. Operating expenses during the period ended June 30, 2022 were $2.2 million, compared to $1.0 million in the prior year period, which contributed to the management expense ratio ("MER") of 4.98% for Class A shareholders. Excluding issuance costs, borrowing costs, and distributions to Preferred Shareholders, the MER was 1.58% for the period. Distributions for the period ended June 30, 2022 amounted to $0.78 per Class A share.

Trends

Class A shares of E Split Corp. (TSX:ENS) generated a total return of 19.7% in H1. This compares to the 13.5% total return generated by Enbridge Inc., the Fund's sole underlying asset. E-Split's positive year-to-date performance demonstrates the significant capital gain potential embedded in the Corporation's split share structure.

Related Party Transactions

Pursuant to a management agreement, Middlefield Limited (the "Manager") receives a management fee. For further details, please see the "Management Fees" section of this report. Middlefield Capital Corporation ("MCC" or the "Advisor"), the advisor to the Fund and a company under common control with the Manager, receives advisory fees from the Manager out of the management fee. MCC also receives brokerage commissions from the Fund in connection with securities transactions. All brokerage commissions paid by the Fund to MCC were at or below market rates. 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 from the Manager 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.

Financial Highlights

Net Assets are calculated in accordance with International Financial Reporting 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, 2022(5)	December 31, 2021	December 31, 2020	December 31, 2019	December 31, 2018 (4)
Net Assets, Beginning of Period	**$ 13.33**	$ 9.87	$ 15.95	$ 11.94	$ 13.82*
Total Revenue	**0.78**	1.59	1.54	1.52	0.73
Total Expenses	**(0.13)**	(0.24)	(0.23)	(0.34)	(0.18)
Realized Gains (Losses) for the Period	**0.01**	(0.01)	(0.38)	0.18	0.10
Unrealized Gains (Losses) for the Period	**2.26**	2.77	(3.91)	4.65	(1.73)
Transaction Costs on Purchase and Sale of Investments	**-**	(0.02)	(0.02)	(0.01)	(0.02)
Preferred Share Distributions	**(0.26)**	(0.60)	(0.06)	(0.53)	(0.26)
TOTAL INCREASE (DECREASE) FROM OPERATIONS(2)	**2.64**	5.02	(4.52)	5.45	(1.38)
DISTRIBUTIONS:					
From Net Investment Income	**0.39**	0.72	0.69	0.65	0.28
From Capital Gains	**0.01**	-	-	0.17	0.08
Return of Capital	**0.38**	0.84	0.87	0.62	0.14
TOTAL DISTRIBUTIONS(3)	**0.78**	1.56	1.56	1.44	0.50
Net Assets, End of Period	**$ 15.19**	$ 13.33	$ 9.87	$ 15.95	$ 11.94

(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 June 29, 2018 (date of commencement of operations) to December 31, 2018.

(5) For the six-month period ended June 30, 2022.

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

Ratios and Supplemental Data

	June 30, 2022[(6)]	December 31, 2021	December 31, 2020	December 31, 2019	December 31, 2018[(5)]
Total Assets (000s)	**$ 435,529**	$ 403,655	$ 118,242	$ 83,849	$ 71,985
Total Net Asset Value (000s) – including Preferred Shares	**$ 259,878**	$ 227,987	$ 116,860	$ 82,887	$ 70,087
Number of Class A Shares Outstanding	**17,103,335**	17,103,335	5,843,405	3,194,000	3,195,000
Management Expense Ratio (“MER”) – Class A Shares[(1)]	**4.98%**	14.92%	12.72%	6.02%	15.91%
MER – Class A Shares (excluding Preferred Share distributions, interest expense and issuance costs)[(1)]	**1.58%**	1.80%	2.04%	2.29%	2.61%
Trading Expense Ratio[(2)]	**0.01%**	0.15%	0.22%	0.07%	0.35%
Portfolio Turnover Rate[(3)]	**-**	0.96%	17.01%	2.73%	65.21%
Net Asset Value per Unit[(4)]	**$ 25.32**	$ 23.46	$ 20.00	$ 26.08	$ 22.07
Net Asset Value per Preferred Share	**$ 10.13**	$ 10.13	$ 10.13	$ 10.13	$ 10.13
Net Asset Value per Class A Share	**$ 15.19**	$ 13.33	$ 9.87	$ 15.95	$ 11.94

(1) 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.

(2) 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.

(3) 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.

(4) 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.

(5) For the period June 29, 2018 (date of commencement of operations) to December 31, 2018.

(6) As at June 30, 2022 or for the six-month period ended June 30, 2022, as applicable.

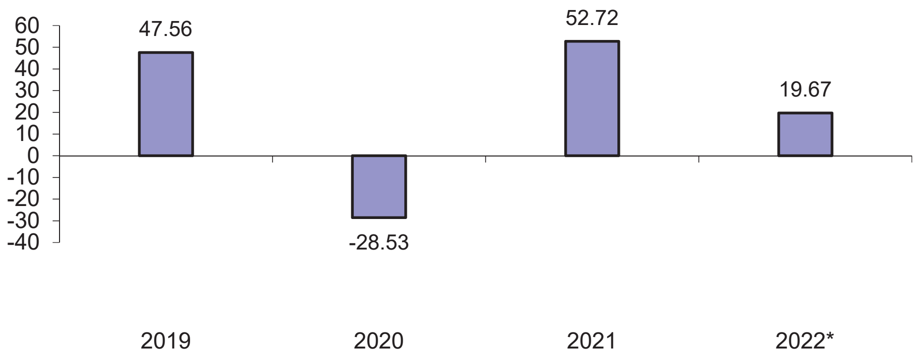
Past Performance

The performance information shown, which is based on Net Asset Value, assumes that all distributions paid by the Fund in the period shown was 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 2018 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 the financial period would have grown or decreased by the last day of the financial period.

Annual Total Returns %



*For the six-month period ended June 30, 2022.

Summary of Investment Portfolio

AS AT JUNE 30, 2022

Top Twenty-Five Holdings *

DESCRIPTION		% OF NET ASSET VALUE
1	Enbridge Inc.	98.3

"Top Twenty-Five Holdings" excludes any temporary cash investments."
*The Fund has only 1 holding.

ASSET CLASS	% OF NET ASSET VALUE
Pipelines	98.3
Cash and Short-Term Investments	2.2
Other Net Liabilities	(0.5)
	100.0
TOTAL NET ASSET VALUE(1)	$ 430,911,429
TOTAL ASSETS	$ 435,528,593

(1) Net Asset Value of the Fund includes the value of the 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.

FINANCIAL STATEMENTS

INTERIM FINANCIAL REPORT

NOTICE

The accompanying unaudited financial statements of E Split Corp. for the period ended June 30, 2022 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, 2022

Statements of Financial Position

AS AT (In Canadian Dollars)		**June 30, 2022**		December 31, 2021
ASSETS				
Current Assets				
Investments at Fair Value through Profit or Loss	**$**	**425,910,600**	$	384,656,850
Cash		**9,586,288**		18,990,615
Accounts Receivable		**31,705**		7,355
Income and Interest Receivable		**-**		479
Total Assets		**435,528,593**		403,655,299
LIABILITIES				
Current Liabilities				
Accounts Payable and Accrued Liabilities		**148,918**		166,863
Distributions Payable to Redeemable Shareholders (Note 14)		**4,468,246**		4,468,246
Preferred Shares (Note 7)		**171,033,350**		171,033,350
Total Liabilities (Excluding Net Assets Attributable to Holders of Redeemable Class A Shares)		**175,650,514**		175,668,459
Net Assets Attributable to Holders of Redeemable Class A Shares	**$**	**259,878,079**	$	227,986,840
Redeemable Shares Outstanding (Note 7)				
Preferred Shares		**17,103,335**		17,103,335
Class A Shares		**17,103,335**		17,103,335
Net Assets Attributable to Holders of Redeemable Shares per Share				
Preferred Shares	**$**	**10.13**	$	10.13
Class A Shares	**$**	**15.19**	$	13.33

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

Approved by the Board of Directors:

Director: Jeremy Brasseur

Director: Craig Rogers

Statements of Comprehensive Income

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)		2022		2021
REVENUE (LOSS)				
Income from Investments	$	13,390,200	$	5,995,302
Interest Income for Distribution Purposes		17,506		6,357
Other Changes in Fair Value of Financial Assets and Financial Liabilities at Fair Value through Profit or Loss				
Net Realized Loss from Investment Transactions excluding Derivatives		-		(10,852)
Net Realized Gain (Loss) from Derivatives Transactions		165,600		(109,208)
Change in Net Unrealized Gain on Investments excluding Derivatives		38,595,910		30,560,220
Change in Net Unrealized Gain on Derivatives Transactions		-		-
Total Revenue		52,169,216		36,441,819
OPERATING EXPENSES (Note 8)				
Audit Fees		17,982		20,010
Custodial Fees		32,887		10,618
Fund Administration Costs		98,661		93,457
Independent Review Committee Fees and Expenses		32,587		32,518
Legal Fees		11,802		-
Management Fee		1,819,707		666,680
Transaction Costs (Note 9)		9,950		69,074
Securityholder Reporting Costs		150,716		63,185
Total Operating Expenses		2,174,292		955,542
Net Investment Profit before Distributions on Preferred Shares		49,994,924		35,486,277
Distributions on Preferred Shares (Note 14)		4,489,626		2,203,106
Finance Costs (Note 11)		-		962
Increase in Net Assets Attributable to Holders of Redeemable Class A Shares	$	45,505,298	$	33,282,209
Increase in Net Assets Attributable to Holders of Redeemable Class A Shares per Share (Note 7)	$	2.66	$	4.41

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

Statements of Changes in Net Assets Attributable to Holders of Redeemable Class A Shares

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)		**2022**		2021
Net Assets Attributable to Holders of Redeemable Class A Shares at Beginning of Period	**$**	**227,986,840**	$	57,659,318
OPERATIONS:				
Increase in Net Assets Attributable to Holders of Redeemable Class A Shares		**45,505,298**		33,282,209
DISTRIBUTIONS TO HOLDERS OF REDEEMABLE SHARES:				
Distributions to Redeemable Class A Shareholders (Note 14)		**(13,340,601)**		(6,168,507)
REDEEMABLE CLASS A SHARE TRANSACTIONS:				
Proceeds from Issue of Redeemable Class A Shares (Note 7)		**-**		48,561,265
Payment of Agents' Fee		**-**		(3,291,726)
Payment of Issue Costs		**(273,458)**		(248,906)
Payment on Retraction of Class A Shares		**-**		(242,304)
Payment on Retraction of Preferred Shares		**-**		(855)
Net (Decrease) Increase from Redeemable Class A Share Transactions		**(273,458)**		44,777,474
Net Assets Attributable to Holders of Redeemable Class A Shares at End of Period	**$**	**259,878,079**	$	129,550,494

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

Statements of Cash Flows

FOR THE SIX MONTHS ENDED JUNE 30
(In Canadian Dollars)

		2022		2021
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES				
Increase in Net Assets Attributable to Holders of Redeemable Class A Shares	**$**	**45,505,298**	$	33,282,209
Adjustments:				
Purchases of Investments		**(2,810,740)**		(76,745,555)
Proceeds from Sale of Investments		**318,500**		2,345,266
Net Realized (Gain) Loss from Investment Transactions		**(165,600)**		120,060
Change in Net Unrealized Gain on Investments		**(38,595,910)**		(30,560,220)
	$	**4,251,548**	$	(71,558,240)
Increase in Distributions Payable to Preferred Shareholders		**-**		481,272
Net Change in Non-Cash Working Capital		**(41,816)**		(8,420)
Net Cash from (used in) Operating Activities		**4,209,732**		(71,085,388)
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES				
Proceeds from Issue of Redeemable Class A Shares		**-**		48,561,265
Proceeds from Issue of Redeemable Preferred Shares		**-**		36,882,300
Payment of Agents' Fees		**-**		(3,291,726)
Proceeds from Loans		**-**		499,750
Repayment of Loans		**-**		(1,000,000)
Distributions paid to Redeemable Class A Shareholders		**(13,340,601)**		(5,691,819)
Payment of Issue Costs		**(273,458)**		(248,906)
Payment of Retraction of Class A Shares		**-**		(242,304)
Payment on Retraction of Preferred Shares		**-**		(855)
Net Cash (used in) from Financing Activities		**(13,614,059)**		75,467,525
Net (Decrease) Increase in Cash		**(9,404,327)**		4,382,137
Cash at Beginning of Period		**18,990,615**		1,999,929
Cash at End of Period	**$**	**9,586,288**	$	6,382,066

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

Schedule of Investment Portfolio

AS AT JUNE 30, 2022
(In Canadian Dollars)

Description	No. of Securities		Average Cost		Fair Value
Enbridge Inc.	7,835,000	$	366,934,558	$	425,910,600
PIPELINES: 97.8%			366,934,558		425,910,600
TRANSACTION COSTS (Note 9)			(295,609)		-
TOTAL INVESTMENTS: 97.8%			366,638,949		425,910,600
CASH: 2.2%			9,586,288		9,586,288
Total Investment Portfolio, Including Cash		$	376,225,237	$	435,496,888

NOTES TO FINANCIAL STATEMENTS

1. E Split Corp.

E Split Corp. (the “Fund”) is a mutual fund corporation established under the laws of the Province of Ontario on May 17, 2018. Middlefield Limited, a company incorporated in Alberta, is the manager of the Fund (the “Manager”). Middlefield Capital Corporation (“MCC” or the “Advisor”), a company under common control with the Manager, is the advisor to the Fund. The Fund was listed on the Toronto Stock Exchange and effectively commenced operations on June 29, 2018, when it first issued shares through an initial public offering. The address of the Fund’s registered office is 1 First Canadian Place, 100 King St. West, 58th Floor, Toronto, Ontario. These financial statements, expressed in Canadian Dollars, were authorized for issuance by the board of directors of the Fund on August 22, 2022.

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 portfolio comprised primarily of common shares of Enbridge Inc., a North American oil and gas pipeline, gas processing and natural gas distribution company.

3. Basis of Presentation

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) 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 Significant 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.

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”) was chosen upon adoption. 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.

IFRS 9 uses the 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.

4. Summary of Significant Accounting Policies (continued)

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 – Net Unrealized Gain (Loss) on Investments. 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 – Net Realized Gain (Loss) from Investment Transactions.

4. Summary of Significant 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.

4. Summary of Significant 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.

K. Securities Lending
The Fund may enter into securities lending transactions. These transactions involve the temporary exchange of securities as collateral with a commitment to deliver the same securities on a future date. Income is earned from these transactions in the form of fees paid by the counterparty and, in certain circumstances, interest paid on securities held as collateral. Income earned from these transactions is recognized on an accrual basis and is included in the Statements of Comprehensive Income.

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.

The Fund’s investments at fair value as at June 30, 2022 and December 31, 2021 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, 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, 2022 and the year ended December 31, 2021.

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.

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, 2022	December 31, 2021
Investments at FVTPL	$ 425,910,600	$ 384,656,850

Based on the above exposure at June 30, 2022, a 10% increase or decrease in the prices of the Fund's investments would result in a $42,591,060 (December 31, 2021 - $38,465,685) 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, 2022	December 31, 2021
Cash	$ 9,586,288	$ 18,990,615

Based on the above exposure at June 30, 2022, a 1% per annum increase or decrease in interest rates would result in a $95,863 (December 31, 2021- $189,906) 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 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 period. On July 24, 2018, the Fund entered into a revolving demand credit facility with a maximum principal amount of $5 million which is secured by a general security agreement. Borrowed amounts under the credit facility are usually due within 30 to 60 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 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, 2022 and December 31, 2021, 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.

6. Financial Risk Management (continued)
C. Liquidity Risk (continued)

As at June 30, 2022

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Distributions Payable to Redeemable Shareholders	$ 4,468,246	$ -	$ -	$ 4,468,246
Accounts Payable and Accrued Liabilities	148,918	-	-	148,918
Total	$ 4,617,164	$ -	$ -	$ 4,617,164

As at December 31, 2021

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Distributions Payable to Redeemable Shareholders	$ 4,468,246	$ -	$ -	$ 4,468,246
Accounts Payable and Accrued Liabilities	166,863	-	-	166,863
Total	$ 4,635,109	$ -	$ -	$ 4,635,109

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 has not hedged its exposure to currency fluctuations; however, it closely monitors relevant foreign exchange currency movements.

As at June 30, 2022 and December 31, 2021, the Fund did not hold any foreign investments.

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, 2022 and December 31, 2021, the percentages of the Fund's net assets invested in each investment sector were as follows:

Sector	As a % of Net Assets June 30, 2022	December 31, 2021
Pipelines	98.3	95.9

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 June 30, 2023 are scheduled to be redeemed by the Fund on that date, subject to extension for successive terms of up to five periods 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.

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 January of each year, commencing in 2020 (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 October 31, 2018, the shareholders of the Fund can acquire additional equity shares by participating in the Distribution Reinvestment Plan (the “Plan”). The Plan enables shareholders to reinvest their monthly distributions in additional equity shares of the Fund thereby achieving the benefit of compounding returns. The Plan also allows participants to purchase additional equity shares for cash.

On June 29, 2018, the Fund issued 3.2 million Class A Shares at $15 per share for proceeds, net of agents’ fees and issue costs, of $44.2 million. On June 23, 2020, the Fund issued 1,239,025 Class A Shares at $12 per share for proceeds, net of agents’ fees and issue costs, of $13.6 million and on September 22, 2020, the Fund issued 1,499,000 Class A Shares at $11.75 per share for proceeds, net of agents’ fees and issue costs, of $16.1 million. On March 9, 2021, the Fund issued 1,453,330 Class A Shares at $12.50 per share for proceeds, net of agents’ fees and issue costs, of $16.7 million; on April 27, 2021, the Fund issued 2,234,900 Class A Shares at $13.60 per share for proceeds, net of agents’ fees and issue costs, of $28.2 million; on August 11, 2021, the Fund issued 2,580,700 Class A Shares at $14.50 per share for proceeds, net of agents’ fees and issue costs, of $34.7 million; on November 9, 2021, the Fund issued 2,506,100 Class A Shares at $15.50 per share for proceeds, net of agents’ fees and issue costs, of $36.5 million and on December 20, 2021, the Fund issued 2,506,300 Class A Shares at $15.00 per share for proceeds, net of agents’ fees and issue costs, of $35.1 million. During the period ended June 30, 2022, pursuant to the monthly retraction option, nil Class A Shares (2021 – nil) were purchased for cancellation. During the period ended June 30, 2022, pursuant to the annual retraction option, nil Class A Shares (2021 – 21,400) were retracted. For the period ended June 30, 2022, 38,649 shares (2021 – 10,472) were distributed under the Plan.

7. Redeemable Shares (continued)

The average number of Class A Shares outstanding during the period ended June 30, 2022 was 17,103,335 (2021 – 7,543,970). This number was used to calculate the Net Assets Attributable to Holders of Redeemable Class A Shares per share.

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 June 30, 2023 are scheduled to be redeemed by the Fund on that date, subject to extension for successive terms of up to five periods 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 June 29, 2018, the Fund issued 3.2 million Preferred Shares at $10.00 per share for proceeds of $32.0 million. On June 23, 2020, the Fund issued 1,239,025 Preferred Shares at $10 per share for proceeds of $12.4 million. and on September 22, 2020, the Fund issued 1,499,000 Preferred Shares at $10.00 per share for proceeds of $15.0 million. On March 9, 2021, the Fund issued 1,453,330 Preferred Shares at $10 per share for proceeds of $14.5 million; on April 27, 2021, the Fund issued 2,234,900 Preferred Shares at $10 per share for proceeds of $22.3 million; on August 11, 2021, the Fund issued 2,580,700 Preferred Shares at $10 per share for proceeds of $25.8 million; on November 9, 2021, the Fund issued 2,506,100 Preferred Shares at $10.15 per share for proceeds of $25.4 million and on December 20, 2021, the Fund issued 2,506,300 Preferred Shares at $10.15 per share for proceeds of $25.4 million. During the period ended June 30, 2022, pursuant to the monthly retraction option, nil Preferred Shares (2021 – nil) were retracted. During the period ended June 30, 2022, pursuant to the annual retraction option, nil Preferred Shares (2021 – 21,400) were retracted.

8. Management Fee and Operating Expenses

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. 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. The Manager is reimbursed for reasonable costs related to maintaining the Fund and preparation and distribution of financial statements and other documents to securityholders. The Fund is responsible for the payment of all expenses relating to the operation of the Fund and the carrying on of its business. For the period ended June 30, 2022, management fees before the absorption of expenses amounted to $1.8 million (2021 - $0.7 million). The Fund is responsible for the payment of all expenses relating to the operation of the Fund and the carrying on of its business.

9. Transaction Costs

Brokerage commissions and other transaction costs paid in connection with securities transactions during the period ended June 30, 2022 amounted to $9,950 (2021 - $69,074). Included in this amount is $1,750 (2021 - $27,425) in brokerage commissions that were paid to MCC. All brokerage commissions paid by the Fund to MCC were at or below market rates. Brokerage commissions and other transaction costs are expensed and recorded in the Statements of Comprehensive Income. Agency fees paid to MCC amounted to $6,100 in 2022 (2021 - $14,057).

10. Securities Lending

The Fund has entered into a securities lending program with its custodian, RBC Investor Services Trust, in order to earn additional revenue. The aggregate market value of all securities loaned by the Fund will not exceed 50% of the fair value of the assets of the Fund. The Fund will receive collateral of at least 105% of the fair value of the securities on loan. Collateral held is generally comprised of cash and securities of, or guaranteed by, the Government of Canada or a province thereof, or the United States government or its agencies. Securities lending income reported in the Statements of Comprehensive Income is net of a securities lending charge which the Fund's custodian, RBC Investor Services Trust, is entitled to receive.

During the period ended June 30, 2022 and the year ended December 31, 2021, the Fund did not earn any securities lending income.

As at June 30, 2022 and December 31, 2021, the Fund had no outstanding securities loaned and hence no collateral held.

11. Loan Payable
On July 24. 2018, the Fund entered into a revolving demand credit facility with a maximum principal amount of $5 million which is secured by a general security agreement. As at June 30, 2022, loans outstanding included bankers' acceptances with a face value of $nil (December 31, 2021 – $nil). The minimum and maximum loans outstanding during the period ended June 30, 2022 were $nil and $nil (December 31, 2021 - $nil and $500,000), respectively. Finance costs primarily relate to loan interest expenses.

12. 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.

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 2022 and 2021. The Fund's overall strategy with respect to capital risk management remains unchanged from the year ended December 31, 2021.

13. Loss Carryforwards
At December 31, 2021, the Fund had no capital losses (December 31, 2020 - $nil) and had non-capital losses of $7,828,181 (December 31, 2020 - $3,376,965) available for carry forward for tax purposes. The expiry dates of the non-capital losses are as follows:

Expiry Date		Amount
December 31, 2039	$	1,576,857
December 31, 2040		1,800,108
December 31, 2039		4,451,216
	$	7,828,181

14. 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, 2022, distributions amounted to $0.78 per Class A Share (2021 - $0.78) and $0.26 per Preferred Share (2021 - $0.26).

15. The outbreak of the novel coronavirus (COVID-19) has led to governments around the world enacting emergency measures that resulted in business disruptions, volatility in markets and a global economic slowdown. The Manager uses judgment in assessing the impact from such events on assumptions and estimates applied in reporting the assets and liabilities in the Fund's financial statements at June 30, 2022. The duration and full extent of impact of the COVID-19 pandemic are unknown at the reporting date and it is therefore not possible to reliably estimate the entire impact on the financial results and position of the Fund in future periods.

MIDDLEFIELD FUNDS FAMILY |

EXCHANGE - TRADED FUNDS (ETFs)	TSX Stock Symbol
• Middlefield Healthcare Dividend ETF (formerly Healthcare & Life Sciences ETF)	MHCD
• Middlefield Health & Wellness ETF	HWF
• Middlefield Innovation Dividend ETF (formerly Global Innovation Dividend Fund)	MINN
• Middlefield Sustainable Global Dividend ETF (formerly Global Dividend Growers Income Fund)	MDIV
• Middlefield Sustainable Infrastructure Dividend ETF (formerly Sustainable Infrastructure Dividend Fund)	MINF
• Middlefield Real Estate Dividend ETF (formerly Middlefield REIT INDEXPLUS ETF)	MREL
• Middlefield U.S. Equity Dividend ETF (formerly Middlefield American Core Dividend ETF)	MUSA

TSX-LISTED FUNDS	
• E Split Corp.	ENS | ENS.PR.A
• International Clean Power Dividend Fund	CLP.UN
• Middlefield Global Real Asset Fund	RA.UN
• MINT Income Fund	MID.UN
• Real Estate Split Corp. (formerly Real Estate & E-Commerce Split Corp.)	RS | RS.PR.A
• Sustainable Agriculture & Wellness Dividend Fund	AGR.UN
• Sustainable Innovation & Health Dividend Fund	SIH.UN
• Sustainable Real Estate Dividend Fund	MSRE.UN
• Workplace Technology Dividend Fund	WORK.UN

MIDDLEFIELD MUTUAL FUNDS TRUST FUNDS Series A Units	Fund Code FE/LL/DSC
• Middlefield Healthcare Dividend Fund (formerly Global 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 (formerly Global Healthcare Dividend Fund)	MID 326
• INDEXPLUS Income Fund	MID 436
• Middlefield Global Infrastructure Fund	MID 501

MIDDLEFIELD MUTUAL FUNDS CORPORATE CLASS FUNDS Series A Shares	Fund Code 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 Global Energy Transition Class (commenced May 31, 2022)	MID 265
• Middlefield Real Estate Dividend Class (formerly Middlefield Global Real Estate Class)	MID 600/649/650
• Middlefield High Interest Income Class	MID 400/424/425
• Middlefield Income Plus Class	MID 800/849/850
• Middlefield Innovation Dividend Class (commenced May 31, 2022)	MID 925
• Middlefield U.S. Equity Dividend Class (formerly Middlefield U.S. Dividend Growers 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 Global Energy Transition Class (commenced May 31, 2022)	MID 266
• Middlefield Real Estate Dividend Class (formerly Middlefield Global Real Estate Class)	MID 601
• Middlefield Income Plus Class	MID 801
• Middlefield Innovation Dividend Class (commenced May 31, 2022)	MID 926
• Middlefield U.S. Equity Dividend Class (formerly Middlefield U.S. Dividend Growers Class)	MID 701

RESOURCE FUNDS

- Discovery 2021 Short Duration LP
- MRF 2021 Resource Limited Partnership
- MRF 2022 Resource Limited Partnership

INTERNATIONAL FUNDS	
• Middlefield Canadian Income PCC	London UK Stock Exchange (LSE) Symbol:MCT

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