2023 SEMI-ANNUAL REPORT

INTERNATIONAL CLEAN POWER
DIVIDEND FUND

MIDDLEFIELD
CLOSED-END 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.

2023 Mid-Year Review and Outlook

Equity market returns were widely dispersed during the first half of 2023 (H1). The sharp recovery in technology stocks has been the biggest driver of relative performance, leading to the best first half of a year for the Nasdaq 100 in history (with data going back to 1985). The hype around artificial intelligence (AI) has fueled this rally and resulted in narrow market leadership. The "magnificent seven" – Apple, Microsoft, Google, Amazon, Meta, Tesla and Nvidia – did most of the heavy lifting, returning ~58% in H1. While market leadership has been narrow, we believe it is well deserved by some of the best companies in the world that will benefit from the AI cycle. Conversely, many core sectors of the market, including energy, utilities, financials and real estate, lagged in H1.

The underlying fundamentals for equities have improved in recent months. The most notable change to the economic landscape has been a significant drop in inflation. In Canada, the year-over-year rate of inflation was 2.8% in June 2023, well below 6.3% at the end of 2022 and its peak of 8.1% a year prior. Falling inflation has contributed to lowered expectations of a recession and boosted consumer confidence. In the US, the University of Michigan's monthly Consumer Sentiment Index hit 72.6 in July 2023, the highest reading since September 2021 and the biggest one-month gain since 2006. The labour market has also proven to be extremely resilient, with the unemployment rate near all-time lows in both countries. Real hourly earnings are increasing for the first time in two years which further supports consumer demand. Although most economists have been forecasting a recession since 2022, the broad strength of the consumer and the tightness of the labour market may be enough to support a soft landing – an outcome that we believe is becoming increasingly likely.

Despite inflation trending lower in H1, it remains above most central banks' long-term targets and monetary policy remains in restrictive territory. Services inflation, which is influenced by the rate of unemployment and wages, represents a bigger risk to overall inflation statistics and increases the likelihood of rates staying higher-for-longer. While economic data steadily improved throughout H1, real yields have risen which should temper further multiple expansion on the broad market and growth stocks in particular.

We are bullish on several areas of the Canadian stock market as Canadian equities are attractively valued on a relative basis. As at June 30 2023, the TSX Composite traded at a blended forward price to earnings multiple of 13.2x – more than a six turn discount to the S&P 500 multiple of 19.4x. In addition to attractive valuations, the total payout yield (dividends plus share buybacks) for the TSX is more attractive than the S&P 500, meaning investors are receiving more free cash flow from their investments in Canada. Companies in the TSX paid out a record $170 billion in total shareholder returns over the past twelve months, representing a payout yield of 5.5 per cent. $100 billion of this figure comes from dividend payments, supported by strong earnings and free cash flow growth.

We believe outperformance can be achieved in H2 through exposure to cyclical value sectors such as financials, resources, industrials and real estate. We expect these groups to outperform secular growth industries as the market prices in a soft landing in the economy and market breadth expands. We believe the economy has been going through a rolling recession over the past 18 months, i.e., various sectors are already in a recession while the economy continues to expand as a whole. Looking forward over the next twelve months, our view is that a rolling expansion is likely to take place in sectors that have already experienced earnings declines and share price depreciation.

Real estate had an excellent start to 2023 but was negatively impacted by macro headwinds that surfaced late in Q1. The collapse of several regional banks in the US sparked fears of a credit crunch in commercial real estate, particularly for office assets. We believe the operating environment for office REITs has become more challenging due to ongoing credit issues and uncertain work from home trends. That said, fundamentals across the rest of the sector remain very healthy. REITs continue to act as an effective hedge against inflation as companies can raise rents on expiring leases, particularly in undersupplied asset classes such as industrial, multi-family and retail. REITs have historically outperformed the TSX twelve to twenty-four months after the first Bank of Canada rate hike, which occurred in March 2022. The TSX Capped REIT Index generated a total return of 0.7% in H1, trailing the TSX Composite return of 5.8%. We are optimistic that sentiment is starting to bottom, and the sector is positioned for a catch-up trade in H2. *Middlefield Real Estate ETF* (TSX:MREL) and *Sustainable Real Estate Dividend Fund* (TSX:MSRE.UN) generated total returns of 2.6% and 4.2%, respectively, outperforming the benchmark.

After a year of strong performance in 2022, defensive sectors underperformed in H1 as the market began pricing in a soft landing. Healthcare finished as the third worst performing sector in the S&P 500 and had its worst first half in three decades relative to the broader market. Healthcare equipment companies were a bright spot within the sector, generating a total return of 13.1%. After three years of macro headwinds, including COVID-19 disruptions, supply chain bottlenecks and labour shortages, the operating environment for MedTech companies has improved. Healthcare facilities are now experiencing elevated utilization as patients return to hospitals and outpatient clinics to receive elective procedures that were deferred during the pandemic. We believe these conditions should persist for the remainder of 2023 and into 2024 as the system works through backlogs, especially for orthopedic and cardio procedures. Low unemployment represents an additional tailwind for MedTech companies as more patients are covered by health insurance. *Middlefield Healthcare Dividend ETF* finished H1 with a ~10% overweight weighting to MedTech companies relative to the benchmark.

We believe that infrastructure will be a highly sought-after asset class under a variety of economic backdrops. Revenues from infrastructure assets are typically guaranteed by long-term contracts that provide high cash flow visibility, even under challenging economic conditions. Infrastructure assets are benefiting from a broad range of secular tailwinds, including decarbonization targets, government support packages and shifting demographics. Our infrastructure strategies, which include *Middlefield Sustainable Infrastructure Dividend ETF* (TSX:MINF), *International Clean Power Dividend Fund* (TSX:CLP.UN) and *Global Real Asset Fund* (TSX:RA.UN) invest across multiple different sectors and industries. Regulated utilities, energy infrastructure, renewable power producers and data infrastructure companies represent core exposures within these funds. Notwithstanding higher interest rates, which makes project financing more expensive, we maintain an optimistic long-term view of companies that own, operate or supply infrastructure projects around the world.

Information technology was the top performing sector in the S&P 500 in H1, generating a total return of 42.8%. In our view, tech's impressive performance was justifiable given the two main headwinds that impacted the sector in 2022 – inflation and higher rates – have been easing. Looking forward, we remain optimistic on the tech sector and innovative companies broadly given fundamental growth underpinnings. The outlook for generative AI is promising and should support continued investment in semiconductors and cloud computing. After five consecutive quarters of weak EPS growth, tech earnings are poised to outpace the broader market in H2 and into 2024. *Middlefield Innovation Dividend ETF* generated a total return of 26.1% in H1, outperforming its benchmark, the NASDAQ Technology Dividend Index, which returned 24.3%.

Dividend stocks underperformed the broader market in H1 which was primarily a function of market rotation into growth from value. Despite the short-term underperformance, we remain confident in the long-term potential for dividend growth stocks, which have outperformed the market over the long run. Within the investment universe of dividend stocks, we continue to see plenty of attractive opportunities across key sectors including technology, healthcare, financials and real estate. *Middlefield Sustainable Global Dividend ETF* generated a total return of 10% in H1, outperforming its benchmark, MSCI World Dividend Growers Quality Select Index, which returned 7.5%. The Fund invests in an actively managed portfolio primarily comprised of global equity income securities with an emphasis on companies that are progressing on ESG initiatives and have grown their dividends over time.

Outlook

Our market outlook is sanguine for the second half of 2023. Recession risks are receding and investor sentiment has started to improve. A huge amount of capital that made its way into money market funds during Q4'22/Q1'23 is now starting to flow back into equities. We have noted a growing list of individual stocks that are starting to break out of recent trends, which supports our view that market breadth is poised to improve. Tech stocks have led the market so far this year, but valuations are beginning to look stretched, requiring a more selective approach to security selection going forward. We believe a rotation out of expensive growth stocks into more reasonably priced value names is likely over the coming months, which bodes well for many of our attractively priced dividend-paying core holdings. In sectoral terms, we are bullish on REITs, Financials, Energy and select areas of Healthcare.

Our focus remains on high-quality, dividend paying companies. We believe central banks are likely to maintain hawkish monetary policy for longer than the market is hoping for, which puts a ceiling on how much multiple expansion can take place going forward. As a result, dividend income should represent a larger portion of total returns in H2 and will be highly coveted by investors. We remain cognizant of the lag effects that higher interest rates have on the consumer and are closely watching economic indicators to gauge the overall health of the economy. We do not expect a recession to manifest in H2 and we currently favour cyclical exposure. If recession risks start to rise later in the year, we would tactically shift our funds' asset allocation towards defensive sectors such as healthcare, utilities and consumer staples.

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.

Unitholders may contact us by calling 1-888-890-1868, by writing to us at Middlefield Group at one of the addresses on the back cover or by visiting our website at www.middlefield.com 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 International Clean Power Dividend Fund (the "Fund") are to provide holders of units with: (i) stable monthly cash distributions; and (ii) enhanced long-term total return through capital appreciation of the Fund's investment portfolio. The Fund utilizes an investment strategy comprised primarily of dividend paying securities of international issuers focused on, involved in, or that derive a significant portion of their revenue from renewable power and related sectors. In addition, the Advisor considers and incorporates environmental, social and governance ("ESG") criteria in the investment process to help screen and evaluate potential issuers.

Results of Operations
Investment Performance
During the first half of 2023, the total equity of the Fund decreased from $149.9 million at December 31, 2022 to $124.6 million at June 30, 2023. On a per unit basis, the total equity of the Fund decreased from $7.87 at December 31, 2022 to $7.41 at June 30, 2023. During the first half of 2023, the Fund recorded a net loss of $5.0 million on its investment portfolio or $0.27 per unit during the period.

Revenue and Expenses
Loss before expenses for the six-month period ended June 30, 2023 amounted to $2.1 million, up from a loss of $24.7 million in the first half of 2022 as a result of a change in unrealized gain on the Fund's portfolio investments. Operating expenses during the period ended June 30, 2023 amounted to $1.4 million, similar to prior year period. The operating expenses contributed to the management expense ratio ("MER") of 1.85% in the first half of 2023, down from 2.03% in 2022. Excluding issuance and borrowing costs, the MER was 1.65% in the first half of 2023, up from 1.63% in 2022. As a result, loss after tax amounted to $3.9 million or $0.21 per unit, up from a loss of $26.6 million or $1.37 in the prior year period. Distributions for the six-month period ended June 30, 2023 amounted to $0.25 per unit.

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 1.25% per annum of the net asset value of the Fund's publicly listed portfolio 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 25% of total assets. As at June 30, 2023, the Fund had a loan payable in the amount of nil representing approximately 0% of total assets and 0% of total equity. The minimum and maximum amounts borrowed during the period ended June 30, 2023 were $nil and $13 million, respectively. The loan proceeds were used primarily to purchase securities for the investment portfolio. The credit facility provides the lender with a security interest over the assets of the Fund.

Trends
Revenues from infrastructure assets are typically guaranteed by long-term contracts that provide high cash flow visibility, even under challenging economic conditions. Infrastructure assets are benefiting from a broad range of secular tailwinds, including decarbonization targets, government support packages and shifting demographics.

ESG

1) Meeting Objectives

Each of our sustainable funds is evaluated on an ongoing basis in terms of meeting our ESG objectives. Here are some key considerations and questions:

We first analyze companies on an absolute basis - e.g. Has the company's ESG profile improved over time?

- We do this through fundamental analysis - e.g. Reviewing public documents and researching ESG policies & practices
- We also incorporate third-party research from companies such as Glass Lewis and data from reputable providers such as Sustainalytics, S&P, Bloomberg and Refinitiv
- The aforementioned steps help to inform us about how to best vote proxies in accordance with our ESG policy

We then analyze them on a relative basis - e.g. How does the company's ESG profile compare to those of its peers?

- In addition to integration, we rely on quantitative screening to ensure we avoid companies that operate in ethically-contentious industries and highlight ESG leaders across geographies, sectors and themes
- We also consider ESG rate of change because smaller / less established companies may not have the resources to accurately convey their ESG capabilities.
- After we decide to invest in a company, we continue to monitor its progression while keeping track of any ESG controversies that may arise.

All of the above are meant to help us achieve high and improving portfolio-level ESG metrics which are then compared to relevant benchmarks.

2) Portfolio Activity

Enphase Energy

During the period, the portfolio manager increased the exposure to Enphase in the International Clean Power Fund. Enphase is a pioneer in residential solar technology and energy storage services, playing a key role in balancing supply and demand levels. Enphase has helped offset potentially 20.8 million metric tons of CO_2 as of 2022 through its microinverters.

3) Proxy Voting

NextEra Energy

In May 2023, the portfolio manager voted against NextEra’s management on proposals regarding executive compensation and ratification of auditor. The portfolio manager found the large gap between the company’s executive pay and that of its peers unjustifiable. Moreover, the portfolio manager questioned the independence and quality of the auditor, that had served NextEra Energy for 73 years.

4) Engagement

NextEra Energy

In 2023, the portfolio manager met with the company’s management team and head of Investor Relations to review the company's business and environmental, social, and governance (ESG) initiatives. During the meeting, the portfolio manager discussed with management its proactive approach towards phasing out its coal operations, implementing measures to reduce carbon emissions, and making substantial investments in clean technologies such as hydrogen, in addition to expanding its wind and solar assets. The manager believes that NextEra Energy will lead the energy transition in North America.

5) Unconventional Names

Enphase Energy

At first glance, Enphase Energy appears to be a technology company that manufactures microinverters and batteries, which may not immediately seem like an ESG enabler to the average investor. But after looking closer, it becomes evident that the company plays a crucial role in supporting renewable energy infrastructure, especially solar energy. Enphase's inverter solutions contribute to balancing the demand and supply of energy and its microinverters optimize energy generated by rooftop solar panels, resulting in energy conservation. Over the years, Enphase has also reduced its carbon footprint through sustainable business practices.

Resent Developments

On March 27, 2023, the Fund received approval from the Toronto Stock Exchange to make a normal course issuer bid for its units. The notice of intent (the “Notice”) enables the Fund to purchase up to 1,876,923 units, being 10% of the public float of the units, during the 12 month period from March 29, 2023 to March 28, 2024. Unitholders may obtain a copy of the Notice, without charge, by contacting the Fund.

As at June 20, 2023, the Fund terminated the securities lending agreement with RBC Investor Services Trust and exited the securities lending program. There were no securities loaned or collateral held at the time of termination of the agreement.

On July 24, 2023, TSX Trust Company became the transfer agent & registrar for the Fund.

Financial Highlights

Total Equity is 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 period. Ratios and Supplemental Data are derived from the Fund's Net Asset Value.

The Fund's Total Equity per Unit[1]

	June 30, 2023[5]	December 31, 2022	December 31, 2021[3]
Total Equity, Beginning of Period	**$ 7.87**	$ 9.12	$ 9.53*
INCREASE (DECREASE) FROM OPERATIONS:			
Total Revenue	**0.16**	0.18	0.16
Total Expenses	**(0.09)**	(0.18)	(0.16)
Realized Losses for the Period	**(1.00)**	(0.05)	(0.52)
Unrealized Gains (Losses) for the Period	**0.73**	(0.71)	0.48
Transaction Costs on Purchase and Sale of Investments	**(0.01)**	(0.01)	(0.02)
TOTAL DECREASE FROM OPERATIONS[2]	**(0.21)**	(0.75)	(0.08)
DISTRIBUTIONS:			
From Net Investment Income	**0.08**	0.01	-
From Capital Gains	**-**	-	-
Return of Capital	**0.17**	0.49	0.33
TOTAL DISTRIBUTIONS[4]	**0.25**	0.50	0.33
Total Equity, End of Period	**$ 7.41**	$ 7.87	$ 9.12

(1) This information is derived from the Fund's audited annual financial statements and unaudited interim financial report.
(2) Total Equity and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the financial period. This schedule is not a reconciliation of Total Equity since it does not reflect unitholder transactions as shown on the Statements of Changes in Equity and accordingly columns may not add.
(3) For the period March 18, 2021 (date of commencement of operations) to December 31, 2021.
(4) Distributions were paid in cash/reinvested in additional units of the Fund, or both.
(5) For the six-month period ended June 30, 2023, as applicable.

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

Ratios and Supplemental Data

	June 30, 2022[5]	December 31, 2022	December 31, 2021[4]
Total Assets (000s)	**$ 125,577**	$ 161,011	$ 228,599
Total Net Asset Value (000s)	**$ 124,602**	$ 149,939	$ 177,227
Number of Units Outstanding	**16,825,804**	19,060,634	19,422,900
Management Expense Ratio ("MER")[1]	**1.85%**	2.03%	7.19%
MER (excluding interest expense and issuance costs)[1]	**1.65%**	1.63%	1.70%
Trading Expense Ratio[2]	**0.34%**	0.18%	0.29%
Portfolio Turnover Rate[3]	**50.95%**	62.35%	14.77%
Net Asset Value per Unit	**$ 7.41**	$ 7.87	$ 9.12

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

(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) For the period March 18, 2021 (date of commencement of operations) to December 31, 2021.

(5) As at June 30, 2023 or for the six-month period ended June 30, 2023, as applicable.

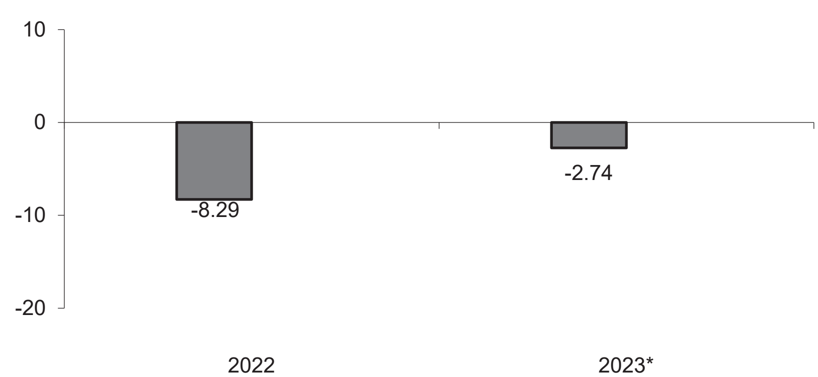
Past Performance

The performance information shown, which is based on Net Asset Value, diluted where applicable, assumes that all distributions paid by the Fund in the years 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 year shown. The return for 2021 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.

Annual Total Returns %



*For the six-month period ended June 30, 2023.

Summary of Investment Portfolio

AS AT JUNE 30, 2023

Top Twenty-Five Holdings

DESCRIPTION		% OF NET ASSET VALUE
1	Enel SpA	5.3
2	AltaGas Ltd.	5.2
3	Centrica PLC	5.0
4	SSE PLC	5.0
5	RWE AG	4.9
6	National Grid PLC	4.8
7	Samsung Electronics Co., Ltd.	4.3
8	Prysmian SpA	4.2
9	IBERDROLA SA	4.2
10	AES Corp.	4.1
11	Drax Group PLC	3.9
12	Enphase Energy Inc.	3.9
13	EDP - Energias de Portugal SA	3.9
14	Schneider Electric SE	3.9
15	Analog Devices Inc.	3.7
16	Capital Power Corp.	3.4
17	Fujikura Ltd.	3.1
18	Brookfield Renewable Corp.	3.0
19	New Linde PLC	2.8
20	Engie SA	2.6
21	Whitecap Resources Inc.	2.6
22	Republic Services Inc.	2.3
23	Mercedes-Benz Group AG	2.1
24	Siemens AG	2.1
25	Vinci SA	2.0

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

ASSET CLASS	% OF NET ASSET VALUE
Utilities	58.3
Industrials	20.4
Technology	15.4
Consumer Discretionary	2.9
Energy	2.6
Cash and Short-Term Investments	0.8
Other Net Liabilities	(0.4)
	100.0

TOTAL NET ASSET VALUE	$ 124,602,358
TOTAL ASSETS	$ 125,577,299

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 International Clean Power Dividend Fund for the period ended June 30, 2023 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 21, 2023

Statements of Financial Position

AS AT (In Canadian Dollars)		**June 30, 2023**		December 31, 2022
ASSETS				
Current Assets				
Investments at Fair Value through Profit or Loss	**$**	**124,128,171**	$	150,025,743
Cash		**1,004,743**		10,713,247
Income and Interest Receivable		**433,791**		249,458
Prepaid Interest		**-**		21,771
Accounts Receivable		**10,594**		1,240
Total Assets		**125,577,299**		161,011,459
LIABILITIES				
Current Liabilities				
Accounts Payable and Accrued Liabilities		**272,626**		276,631
Distributions Payable (Note 13)		**702,315**		795,478
Loan Payable (Note 10)		**-**		10,000,000
Total Liabilities		**974,941**		11,072,109
Net Assets	**$**	**124,602,358**	$	149,939,350
EQUITY				
Unitholders' Capital (Note 7)	**$**	**168,234,420**	$	190,582,720
Deficit		**(43,632,062)**		(40,643,370)
Total Equity	**$**	**124,602,358**	$	149,939,350
Units Issued and Outstanding		**16,825,804**		19,060,634
Total Equity per Unit	**$**	**7.41**	$	7.87

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

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

Director: Jeremy Brasseur

Director: Craig Rogers

Statements of Comprehensive Income

FOR THE SIX MONTHS ENDED JUNE 30 (In Canadian Dollars)	2023	2022
REVENUE		
Income from Investments	**$ 2,655,411**	$ 2,029,980
Interest Income for Distribution Purposes	**303,923**	12,083
Foreign Exchange Loss on Cash	**(233,861)**	(12,840)
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	**(17,920,691)**	(4,679,993)
Net Realized Gain from Derivatives Transactions	**45**	1,931,319
Change in Net Unrealized Gain (Loss) on Investments	**13,122,482**	(23,936,007)
Change in Net Unrealized Loss on Foreign Currency Transactions	**(1,804)**	(3,989)
Total Loss	**(2,074,495)**	(24,659,447)
OPERATING EXPENSES (Note 8)		
Audit Fees	**14,528**	18,583
Custodial Fees	**7,761**	10,749
Fund Administration Costs	**57,365**	70,147
Independent Review Committee Fees and Expenses	**-**	39,687
Legal Fees	**4,179**	4,368
Management Fee	**1,016,877**	1,081,824
Transaction Costs (Note 8)	**233,479**	159,885
Unitholder Reporting Costs	**47,011**	52,735
Total Operating Expenses	**1,381,200**	1,437,978
Operating Loss	**(3,455,695)**	(26,097,425)
Finance Costs (Note 10)	**139,269**	260,074
Loss before Tax	**(3,594,964)**	(26,357,499)
Withholding Taxes	**269,389**	252,969
Loss after Tax	**$ (3,864,353)**	$ (26,610,468)
Loss after Tax per Unit (Note 7)	**$ (0.21)**	$ (1.37)

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

Statements of Changes in Equity

(In Canadian Dollars)		Unitholders' Capital		Deficit		Total
Balance at January 1, 2022	$	194,229,000	$	(17,002,181)	$	177,226,819
Loss after Tax		-		(26,610,468)		(26,610,468)
Distributions to Unitholders		-		(4,852,742)		(4,852,742)
Repurchase of Trust Units		(2,072,000)		460,757		(1,611,243)
Proceeds from Issue of Trust Units		1,830,166		(301,158)		1,529,008
Balance at June 30, 2022	$	193,987,166	$	(48,305,792)	$	145,681,374
Balance at January 1, 2023	**$**	**190,582,720**	**$**	**(40,643,370)**	**$**	**149,939,350**
Loss after Tax		**-**		**(3,864,353)**		**(3,864,353)**
Distributions to Unitholders		**-**		**(4,402,872)**		**(4,402,872)**
Repurchase of Trust Units		**(2,406,000)**		**669,269**		**(1,736,731)**
Payment on Redemption of Trust Units		**(19,942,300)**		**4,609,264**		**(15,333,036)**
Balance at June 30, 2023	**$**	**168,234,420**	**$**	**(43,632,062)**	**$**	**124,602,358**

Statements of Cash Flows

FOR THE SIX MONTHS ENDED JUNE 30

(In Canadian Dollars)		**2023**		2022
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES				
Loss after Tax	**$**	**(3,864,353)**	$	(26,610,468)
Adjustments:				
Purchases of Investments		**(66,755,815)**		(138,950,600)
Proceeds from Sale of Investments		**87,855,223**		172,019,779
Foreign Exchange Loss		**235,665**		16,829
Net Realized Loss from Investment Transactions		**17,920,646**		2,748,674
Change in Net Unrealized (Gain) Loss on Investments		**(13,122,482)**		23,936,007
		22,268,884		33,160,221
Net Change in Non-Cash Working Capital		**(58,031)**		(38,050)
Net Cash from Operating Activities		**22,210,853**		33,122,171
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES				
Proceeds from Issue of Trust Units		**-**		1,529,008
Distributions Paid to Unitholders		**(4,496,893)**		(4,856,214)
Proceeds from Loans		**22,882,968**		64,760,596
Repayment of Loans		**(33,000,000)**		(95,000,000)
Repurchase of Trust Units		**(1,736,731)**		(1,611,243)
Payment on Redemption of Trust Units		**(15,333,036)**		-
Net Cash used in Financing Activities		**(31,683,692)**		(35,177,853)
Net Decrease in Cash		**(9,472,839)**		(2,055,682)
Foreign Exchange Loss		**(235,665)**		(16,829)
Cash at Beginning of Period		**10,713,247**		15,452,945
Cash at End of Period	**$**	**1,004,743**	$	13,380,434

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

Schedule of Investment Portfolio

AS AT JUNE 30, 2023
(In Canadian Dollars)

Description	No. of Securities	Average Cost	Fair Value
AES Corp.	185,000	$ 5,570,685	$ 5,074,697
Algonquin Power & Utilities Corp.	200,000	2,096,620	2,190,000
AltaGas Ltd.	275,000	6,353,206	6,544,999
Brookfield Renewable Corp.	90,000	4,025,049	3,761,100
Capital Power Corp.	100,000	4,354,370	4,210,000
Centrica PLC	3,000,000	4,068,165	6,255,678
Drax Group PLC	500,000	3,889,091	4,878,705
EDP - Energias de Portugal SA	750,000	5,436,456	4,846,324
Enel SpA	750,000	5,940,045	6,678,312
Engie SA	150,000	3,160,282	3,297,579
IBERDROLA SA	300,000	4,825,586	5,175,475
National Grid PLC	340,000	5,491,083	5,951,516
NextEra Energy Inc.	15,000	1,473,650	1,472,768
RWE AG	105,000	5,076,517	6,043,613
SSE PLC	200,000	4,973,285	6,194,273
UTILITIES: 57.9%		66,734,090	72,575,039
Fujikura Ltd.	350,000	3,768,665	3,853,179
New Linde PLC	7,000	2,479,789	3,529,826
Prysmian SpA	95,000	4,251,743	5,249,968
Republic Services Inc.	14,000	2,593,031	2,837,532
Schneider Electric SE	20,000	4,576,827	4,806,190
Siemens AG	12,000	2,590,855	2,642,567
Vinci SA	16,000	2,619,220	2,457,203
INDUSTRIALS: 20.3%		22,880,130	25,376,465
Analog Devices Inc.	18,000	4,459,880	4,640,052
Enphase Energy Inc.	22,000	5,451,154	4,875,562
First Solar Inc.	9,000	2,630,273	2,263,815
Samsung Electronics Co., Ltd.	2,900	4,882,848	5,318,637
SolarEdge Technologies Inc.	6,000	1,810,976	2,136,109
TECHNOLOGY: 15.4%		19,235,131	19,234,175
Mercedes-Benz Group AG	25,000	2,532,698	2,658,837
Tesla Inc.	3,000	656,276	1,039,155
CONSUMER DISCRETIONARY: 3.0%		3,188,974	3,697,992
Whitecap Resources Inc.	350,000	3,510,234	3,244,500
ENERGY: 2.6%		3,510,234	3,244,500
TRANSACTION COSTS (Note 8)		(261,850)	-
TOTAL INVESTMENTS: 99.2%		115,286,709	124,128,171
CASH: 0.8%		1,004,743	1,004,743
Total Investment Portfolio, Including Cash		$ 116,291,452	$ 125,132,914

NOTES TO FINANCIAL STATEMENTS

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023 I UNAUDITED

1. International Clean Power Dividend Fund

International Clean Power Dividend Fund (the "Fund") is a closed-ended investment trust established under the laws of the Province of Alberta on February 11, 2021. Middlefield Limited, a company incorporated in Alberta, is both the manager and trustee of the Fund (the "Manager") and Middlefield Capital Corporation ("MCC"), a company under common control with the Manager, is the advisor to the Fund (the "Advisor"). The Fund was listed on the Toronto Stock Exchange and effectively commenced operations on March 18, 2021 when it first issued units through an initial public offering. The address of the Fund's registered office is The Well, 8 Spadina Ave., Suite 3100, Toronto, Ontario. These financial statements, expressed in Canadian Dollars, were authorized for issuance by the board of directors of the Manager on August 21, 2023.

2. Investment Objectives and Strategy

The investment objectives of International Clean Power Dividend Fund (the "Fund") are to provide holders of units with: (i) stable monthly cash distributions; and (ii) enhanced long-term total return through capital appreciation of the Fund's investment portfolio. The Fund utilizes an investment strategy comprised primarily of dividend paying securities of international issuers focused on, involved in, or that derive a significant portion of their revenue from renewable power and related sectors. In addition, the Advisor considers and incorporates environmental, social and governance ("ESG") criteria in the investment process to help screen and evaluate potential issuers.

3. Basis of Presentation

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

4. Summary of 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 the liabilities are classified at fair value through profit and 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 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.

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 unitholders.

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

C. Fair Value Measurement

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets is 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. Investments in other investment fund are valued based on the number of units held and their closing NAV per unit as provided by the investment funds' manager or general partner.

D. Unitholders' Capital

The Fund's units are classified as equity as the Fund has full discretion with respect to the extent and timing of the repurchase of the units and in the determination of whether distributions will be made in cash or units. Incremental costs directly attributable to the issue or redemption of units are recognized directly in equity as a deduction from the proceeds or part of the acquisition cost. Where the Fund repurchases its own units, the consideration paid, including any directly attributable incremental costs is deducted from equity attributable to the Fund's equity holders until the units are cancelled, re-issued or disposed of. Where such units are subsequently sold or reissued, any consideration received is included in equity attributable to the Fund's equity holders.

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. Profit or Loss after Tax per Unit

Profit or loss after tax per unit in the Statement of Comprehensive Income represents the profit or loss after tax divided by the average units outstanding during the period.

H. Taxation

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

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

Distributions received from 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.

As at June 30, 2023

Description	Level 1	Level 2	Level 3	Total
Equities	$ 115,714,552	$ 8,413,619	$ -	$ 124,128,171

As at December 31, 2022

Description	Level 1	Level 2	Level 3	Total
Equities	$ 150,025,743	$ -	$ -	$ 150,025,743

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, 2023 and the year December 31, 2022.

6. Financial Risk Management

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

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

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, 2023	December 31, 2022
Investments at FVTPL	$ 124,128,171	$ 150,025,743

Based on the above exposure at June 30, 2023, a 10% increase or decrease in the prices of the Fund's investments would result in a $12,412,817 (December 31, 2022 - $15,002,574) increase or decrease in total equity 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 instruments:

	June 30, 2023	December 31, 2022
Cash	$ 1,004,743	$ 10,713,247
Loan Payable	-	(10,000,000)
Net Exposure	$ 1,004,743	$ 713,247

Based on the above exposure at June 30, 2023, a 1% per annum increase or decrease in interest rates would result in a $10,047 (December 31, 2022 - $7,132) increase or decrease in total equity 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 redemptions. The Fund receives 45 business days notice prior to the redemption date and has up to 15 business days after the redemption date to settle the redemption. This enables the Manager to sell securities held by the Fund to generate cash to settle the redemption, if necessary. The Fund's obligations are due within one year. The Fund has a revolving demand credit facility in the amount of $65 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. 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. As at June 30, 2023 and December 31, 2022, the Fund did not hold any illiquid securities.

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

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

As at June 30, 2023

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Loan Payable	$ -	$ -	$ -	$ -
Distributions Payable	702,315	-	-	702,315
Accounts Payable and Accrued Liabilities	272,626	-	-	272,626
Total	$ 974,941	$ -	$ -	$ 974,941

As at December 31, 2022

Financial Liabilities	Less than 1 Month	1 to 3 Months	3 Months to 1 Year	Total
Loan Payable	$ 10,000,000	$ -	$ -	$ 10,000,000
Distributions Payable	795,478	-	-	795,478
Accounts Payable and Accrued Liabilities	276,631	-	-	276,631
Total	$ 11,072,109	$ -	$ -	$ 11,072,109

The Manager does not expect that the contractual maturity disclosed above will be representative of the actual cash outflows, as holders of these instruments, specifically Loan Payable, 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 various foreign currencies. The Fund has not hedged its exposure to currency fluctuations; however, it closely monitors relevant foreign exchange currency movements. The Fund is exposed to foreign exchange rate risk through the following financial instruments denominated in various foreign currencies:

As at June 30, 2023

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Total Exposure
U.S. Dollar	$ 33,188,152	$ 28,946	$ 36,555	$ 33,253,653
European Euro	43,856,068	(7)	-	43,856,061
U.K. Pound Sterling	23,280,172	-	322,331	23,602,503
Japanese Yen	3,853,179	39,688	-	3,892,867
Total	$ 104,177,571	$ 68,627	$ 358,886	$ 104,605,084

As at December 31, 2022

Currency	Investments at FVTPL	Cash	Income and Interest Receivable	Total Exposure
U.S. Dollar	$ 40,875,222	$ 229,470	$ -	$ 41,104,692
European Euro	32,054,894	-	-	32,054,894
U.K. Pound Sterling	21,420,445	-	72,694	21,493,139
Norwegian Krone	2,286,829	-	-	2,286,829
Danish Krone	7,244,170	-	-	7,244,170
Hong Kong Dollar	1,324,933	-	-	1,324,933
Total	$ 105,206,493	$ 229,470	$ 72,694	$ 105,508,657

Based on the above exposure at June 30, 2023, a 10% increase or decrease in the Canadian dollar against the respective foreign currencies would result in a $10,460,508 (December 31, 2022 - $10,550,866) decrease or increase in total equity of the Fund, with all other factors held constant.

6. Financial Risk Management (continued)

E. Credit Risk

Credit risk represents the financial loss that the Fund would experience if a counterparty to a financial asset 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, 2023 and December 31, 2022, the percentages of the Fund's total equity invested in each investment sector were as follows:

	As a % of Total Equity	
Sector	June 30, 2023	December 31, 2022
Utilities	58.3	71.3
Industrials	20.4	12.7
Technology	15.4	5.0
Consumer Discretionary	2.9	1.7
Energy	2.6	5.6
Materials	-	3.8
Total	99.6	100.1

7. Unitholders' Equity

The Fund is authorized to issue an unlimited number of transferable, redeemable trust units, each of which represents an equal, undivided interest in the total equity of the Fund. All units have equal rights and privileges.

Commencing July 31, 2021, the unitholders of the Fund can acquire additional units by participating in the Distribution Reinvestment Plan (the "Plan"). The Plan enables unitholders to reinvest their monthly distributions in additional units of the Fund thereby achieving the benefit of compounding returns. The Plan also allows participants to purchase additional units for cash.

In 2021, the Fund issued 20,200,000 units at $10 per unit for proceeds, net of agents' fees and issue costs, of $192.1 million. During the period ended June 30, 2023, the Fund issued nil units (June 30, 2022 – 179,500), redeemed 1,994,230 units (June 30, 2022 – nil) and purchased 188,000 units (June 30, 2022 – 202,200) pursuant to a normal course issuer bid and 52,600 units (June 30, 2022 – 5,000) in the market in accordance with the Declaration of Trust. For the period ended June 30, 2023, 32,423 units (June 30, 2022 – 28,901) were distributed under the Plan, of which nil units (June 30, 2022 – 4,167) were issued from treasury.

The average number of units outstanding during the period ended June 30, 2023 was 18,077,691 (June 30, 2022 – 19,410,538). This number was used to calculate the Profit after Tax per Unit.

8. Related Party Transactions

A. Management Fee

The Manager provides investment and administrative services to the Fund. In consideration for such services, the Manager receives a management fee equal to 1.25% per annum of the NAV, calculated and paid monthly in arrears based on the average NAV of the preceding month. For the period ended June 30, 2023, management fees before the absorption of expenses amounted to $0.9 million (June 30, 2022 - $1.1 million).

8. Related Party Transactions (continued)

B. Transaction Costs

Brokerage commissions and other transaction costs paid in connection with securities transactions during the period ended June 30, 2023 amounted to $233,479 (June 30, 2022 - $159,885). Included in this amount is $61,204 (June 30, 2022 - $38,661) in brokerage commissions that were paid to MCC. All 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.

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 $42,538 throughout the period. 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. Securities Lending

The Fund had 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. 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.

As at June 20, 2023, the Fund terminated the securities lending agreement with RBC Investor Services Trust and exited the program. There were no securities loaned or collateral held at the time of termination and as at December 31, 2022.

During the period ended June 30, 2023 and the year ended December 31, 2022, the Fund did not earn any securities lending income.

10. Loan Payable

In 2021, the Fund entered into a revolving demand credit facility with a maximum principal amount of $65 million which is secured by a general security agreement. As at June 30, 2023, loans outstanding included bankers' acceptances with a face value of $nil (December 31, 2022 - $10 million). The minimum and maximum loans outstanding during 2023 were $nil and $13 million (December 31, 2022 – $10 million and $50 million), respectively. Finance costs primarily relate to loan interest expenses.

11. Capital Management

The Fund's capital is its total equity. The Fund's objective when managing capital is to safeguard the Fund's ability to continue as a going concern in order to provide returns for unitholders, maximize unitholder value and maintain financial strength. The Fund manages and adjusts its capital in response to general economic conditions, the risk characteristics of the underlying assets and working capital requirements. 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 2023 and 2022. The Fund's overall strategy with respect to capital risk management remains unchanged from the year ended December 31, 2022.

12. Loss Carryforwards

At December 31, 2022, the Fund had capital losses of $13,062,869 (2021 - $10,095,337) and non-capital losses of $1,753,997 (2021 - $1,753,997) available for carry forward for tax purposes. The capital losses can be carried forward indefinitely. The expiry date of the non-capital losses is as follows:

Expiry Date	Amount
December 31, 2041	$ 1,753,997

13. Distributions

The Fund pays monthly distributions to unitholders in accordance with its investment objectives. Distributions of the Fund, at the discretion of the unitholder, can be reinvested in additional units of the Fund under the Distribution Reinvestment Plan, without sales charge. For the six months ended June 30, 2023, distributions amounted to $0.25 (June 30, 2022 - $0.25) per unit.

MIDDLEFIELD FUNDS FAMILY |

EXCHANGE - TRADED FUNDS (ETFs)	TSX Stock Symbol
• Middlefield Healthcare Dividend ETF	MHCD
• Middlefield Innovation Dividend ETF	MINN
• Middlefield Sustainable Global Dividend ETF	MDIV
• 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
• International Clean Power Dividend Fund	CLP.UN
• Middlefield Global Real Asset Fund	RA.UN
• MINT Income Fund	MID.UN
• Real Estate Split Corp.	RS | RS.PR.A
• Sustainable Innovation & Health Dividend Fund	SIH.UN
• Sustainable Real Estate Dividend Fund	MSRE.UN

MIDDLEFIELD MUTUAL FUNDS TRUST FUNDS Series A Units	Fund Code 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 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 Real Estate Dividend Class	MID 600/649/650
• Middlefield Global Energy Transition 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 Global Energy Transition 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

- Discovery 2022 Short Duration LP
- MRF 2022 Resource Limited Partnership
- MRF 2023 Resource Limited Partnership (commenced February 23, 2023)

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

MIDDLEFIELD

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