

25
YEARS



GOLDEN
OPPORTUNITIES FUND



It Takes a Province



2023 Annual Report

IT TAKES A PROVINCE

25 years of investing locally, driving growth and creating value.

\$600M RAISED & INVESTED BACK INTO THE ECONOMY

165+ COMPANIES IMPACTED

15,000+ JOBS CREATED OR MAINTAINED

\$3B+ IN ECONOMIC IMPACT

\$420M+ IN ASSETS UNDER MANAGEMENT

TOP PERFORMING RVC A-SHARE¹

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Message to Shareholders

As we deliver Golden Opportunities Fund Inc.’s 2023 Annual Report, we are also very excited to celebrate 25 years since the Fund’s inception. Golden Opportunities’ Diversified Class A-share was approved for sale in November 1998 which marked the launch of the first provincial Retail Venture Capital (RVC) Fund in Saskatchewan. Since 1998, Golden Opportunities has raised and invested approximately \$600 million back into the economy through 165 companies, creating thousands of local jobs and impacting many local communities. The success, the growth and the positive impact that the Fund has achieved since this time is a result of the collaboration of all involved in building Golden Opportunities over the last quarter century, including the thousands and thousands of Shareholders. It takes a province! In 2004, not long following the Fund’s launch, Golden Opportunities was recognized as the recipient of the inaugural Canadian Labour Sponsored Investment Fund of the Year. Today, the Fund continues this momentum and success delivering strong financial results once again and during the reporting period was pleased to continue to be recognized as the **Top Performing Retail Venture Capital (RVC) Diversified Class A-share!**¹

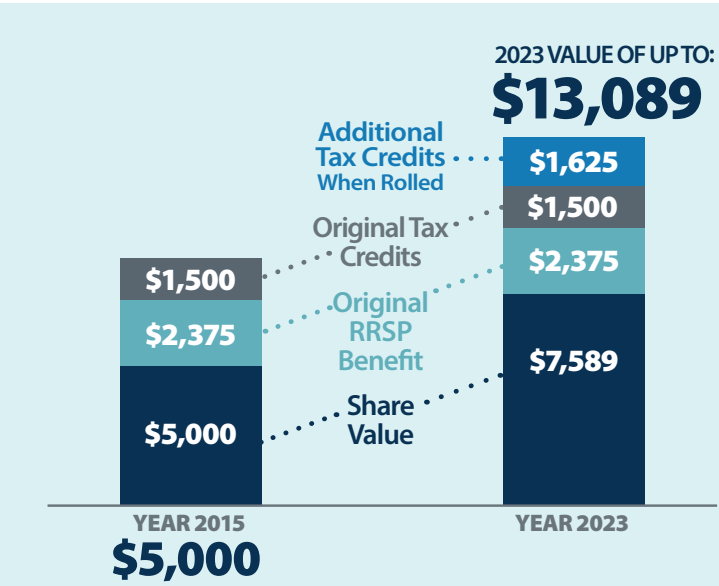
Top Performing Retail Venture Capital (RVC) A-share¹



A-B SERIES	1 YEAR 17.29%	SINCE INCEPTION 17.86%			
A-F SERIES	1 YEAR 16.83%	3 YEAR 15.85%	5 YEAR 6.37%	SINCE INCEPTION 7.48%	
A SERIES	1 YEAR 11.93%	3 YEAR 11.57%	5 YEAR 3.62%	10 YEAR 4.13%	

Furthermore, the Innovation Class i-share and the Resource Class R-share experienced an increase in unit value over the same time last year, not including the attractive tax credits, with positive one-year returns of 7% and 2%, respectively.

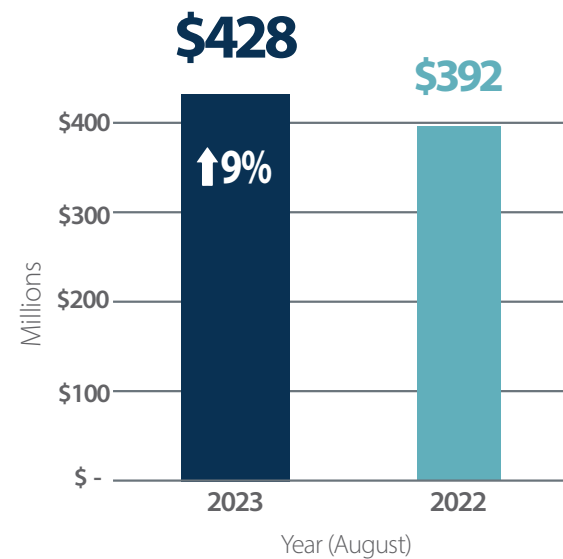
We are also pleased to report that Shareholders who invested eight years ago have mature units that are **once again in a capital gain position** at fiscal year-end in both the Diversified Class A-share and Innovation Class i-share, and can now be rolled/reinvested for additional tax credits. For example, a **\$5,000 Class i-share investment made eight years ago can be rolled again this year generating a value of up to \$13,089.**²



¹Class A-share A Series based on 1 year and 3 year returns, A-F Series based on 1 year, 3 year and 5 year returns, and A-B Series based on 1 year returns as at August 31, 2023 per Fundata.
²Based on a \$5,000 Class i-share investment made September 4, 2015, 30% in initial tax credits in 2015, 47.5% marginal tax rate, increase in share value as of September 1, 2023 and \$5,000 reinvested for 32.5% in additional tax credits for the 2023 tax year.

Several other key performance indicators also speak to the success the Fund experienced during the reporting period, including **the Fund's overall assets grew by more than 9% compared to the same period last year, increasing from \$392 million to \$428 million.**

With the Fund's annual capitalization limit at \$35 million and the continued strong performance, Shareholders are encouraged to make their annual purchase or rollover/reinvestment early this year to avoid disappointment due to the Fund selling out. We remind our Shareholders that by contributing through the Fund's Payroll Investment Plan (PIP) or Pre-authorized Contribution (PAC) Plan, you are guaranteed receipt of the tax credits on your investment should the maximum capitalization limit be reached.



A Year of Accomplishments and Value Creation

The successful results accomplished during the reporting period were achieved in an uncertain environment with rising interest rates and financial instability across global markets. Despite these challenges, Golden Opportunities was pleased to deliver positive performance and results to our Shareholders. **This is due to the Fund's focused investment philosophy, the continued growth and progress of our companies, and our diverse portfolio which is aligned with key growth sectors in the province.**

We maintained our commitment to a strategy to invest in Management Buyouts (MBOs). These represent investments in well-established local companies that are legacies with decades of experience growing here at home, proven business models, strong cash flow and aligned management teams. Golden Opportunities' investment helps ensure that these long-standing companies remain locally owned and growing, continuing to operate and keep jobs here, while often expanding nationally. During the reporting period, we are pleased to report that more than \$20 million was generated in partnership income, dividends and interest in the Diversified Class A-share again this year, predominantly due to our MBO investments.



Strategic Acquisition Growth

The Fund's MBO companies also remain focused on organic and acquisition growth, which in turn creates further value for the Fund and our Shareholders. During the reporting period, several of the Fund's MBO investments facilitated growth through strategic acquisitions that are key to their long-term strength.

WBM Technologies LP Technology Sector

Established over seven decades ago, WBM Technologies LP (WBM) is one of Canada's top IT service providers delivering world class technology solutions to the public and private sector.

The company continued the execution of its organic and acquisition growth strategy by completing two acquisitions, PrinterWorks West and Carlyle Printers Service and Supplies, during the Fund's reporting period and subsequent. The acquisitions have broadened WBM's geographic reach and market presence in Western Canada, and grew the WBM team to nearly 600 employees.



Degelman Industries LP Agriculture Sector

Founded over six decades ago, Degelman Industries LP (Degelman) is widely recognized for the design and manufacturing of premium agricultural and industrial equipment sold across the globe through an extensive network of dealers.

The company increased production volumes to meet growing demand through expansion of its manufacturing facilities, as well the company completed the acquisition of Renn Mill Center Inc. (Renn Mill). Renn Mill is a global leader in the design and manufacturing of high-quality grain processing and grain bag storage systems, and the acquisition further expanded Degelman's footprint as well as increased its employees to over 500.



Rocky Mountain Equipment LP Agriculture Sector

Rocky Mountain Equipment LP (RME) is Canada's largest independent agriculture equipment dealer with branch locations across the Canadian Prairies, and is also the largest dealer of Case New Holland agriculture equipment in the Canadian Prairies.

The company completed the acquisition of Robertson Implements, adding eight more New Holland agriculture dealership locations, as well as an industrial rental business and a motor sports dealer, which in turn increased its operations to 45 agriculture dealerships with over 1,000 employees.



Successful Exits

Creating further value for our Shareholders, during the reporting period, Golden Opportunities completed the successful exit of two portfolio companies. Both G-Mac's AgTeam LP (G-Mac's AgTeam) and H.J.R. Asphalt LP (H.J.R.) generated positive results for Shareholders over their time in the portfolio, strong internal rates of return and increased multiple of invested capital (MOIC) from their original investment date confirming the Fund's ability to drive results and crystalize value. Furthermore, both companies were significant contributors to the creation of local jobs, and following the exit continue to operate locally and remain fully engaged in the ongoing positive impact to our local communities and provincial economy.



The Fund initially invested in G-Mac's AgTeam in January 2019. As one of North America's largest independently owned crop input retailers serving farmers across Saskatchewan by offering leading-edge customer service, emerging science and data analytics, G-Mac's AgTeam grew to 14 locations across Saskatchewan and 130 employees. In early 2023, Golden Opportunities completed the successful exit of G-Mac's AgTeam to Simplot Grower Solutions, a division of the J.R. Simplot Company – one of North America's largest family-owned input dealer networks.

HJR ASPHALT LP

The Fund initially invested in H.J.R., a leading Saskatchewan roadworks company, in November 2015. Founded in 1988, H.J.R. grew to 120 employees at the height of its operating season. The Fund completed the successful exit of H.J.R. in late 2022 to VINCI Construction – one of the world's leading construction companies in transport infrastructure, buildings, networks and urban development. This allowed VINCI Construction to establish a permanent presence in Saskatchewan.

Investing and Aligned with a Strong Economy

In addition to our solid and deliberate investment strategy, the Fund's portfolio remains diverse in sectors that are aligned with economic growth in the province. Saskatchewan outgrew all other provinces in 2022 and, based on the Conference Board of Canada, the province is well-positioned for 2023 with GDP expected to increase by 2.5%, which is in the midst of a national slowdown.³

For example, Agriculture remains a key sector and cornerstone of our prairie province which is driving Saskatchewan's growth and also continues to be a leading sector in the Fund's Diversified Class A-share portfolio, representing over 21%, almost one quarter, of the Diversified Class A-share's investment portfolio. With increased demand for Saskatchewan's key crops, potash and other resource-based exports, our province experienced the total value of exports to the world reaching a record breaking \$52.6 billion in 2022. This represents a 42% increase over the 2021 record of \$37 billion,⁴ and further reaffirms that the province has the food, fuel and fertilizer that the world needs making Saskatchewan one of the most attractive jurisdictions to invest in Canada and perhaps North America.



Focused on Forward Driving Growth, Results and Impact

Since our inception 25 years ago, Golden Opportunities' success has been built from a collaboration of generations of stakeholders. We thank you our Shareholders, Board of Directors, Team, Portfolio Companies and everyone that has been involved and contributed their expertise and commitment to the Fund for a quarter century. *It takes a province* to build a local Fund that is also nationally recognized, and we are very proud of what we have accomplished together to build Golden Opportunities, your local investment opportunity, and the results achieved not only during this reporting period, but since inception.

We are also pleased to welcome two new Board Members to Golden Opportunities this year who bring additional expertise and value. Catherine Gryba, owner of CRG Strategies Ltd., and Kenneth Juba, a founding partner of Creative Fire and now principal of Firestorm Holdings Ltd.

Looking forward, we are even more excited for the future ahead. Our focused strategy and solid portfolio ensures your Fund is strongly positioned into the next 25 years as we continue to invest locally in companies, in jobs and in communities across the province, while we continue to drive results and create value for you, our valuable Shareholders.

Respectfully,

Grant J. Kook, C.Dir., S.O.M.
President & CEO

Brian L. Barber
Chair

Lorraine A. Sali
Vice Chair

³The Conference Board of Canada, June 2023

⁴State of Trade Report, Government of Saskatchewan, June 2023

Policies and Practices of the Fund

Policies and Practices of the Fund

Corporate Governance

Golden Opportunities Fund Inc. (the “**Fund**”) has developed a corporate governance policy (the “**Corporate Governance Policy**”), having regard to what are generally considered to be the best corporate governance policies and practices for public companies.

The Corporate Governance Policy specifies the principles and practices applicable to governance of the Fund and establishes a framework for relevant governance, process, policies and controls applicable to the Fund. In addition to the Corporate Governance Policy, the Fund has adopted other policies and practices that it views as being consistent with the best corporate governance policies and practices. The Fund has also implemented procedures that will assist the Fund’s Board of Directors (the “**Board**”) and the Fund’s manager, Westcap Mgt. Ltd. (the “**Manager**”), in achieving the policies set forth in the Corporate Governance Policy.

The following is a summary of certain matters addressed in the Corporate Governance Policy:

- Objective – The purpose of the Corporate Governance Policy is to maintain strong corporate governance standards and policies for the Fund.
- Structure and Constitution of the Board – The structure of the Board will be in accordance with *The Labour-Sponsored Venture Capital Corporations Act* (Manitoba) (the “**Manitoba Act**”) and *The Labour-sponsored Venture Capital Corporations Act* (Saskatchewan) (the “**Saskatchewan Act**”) and will be comprised of business executives and professionals with a wide range of industry experience. In addition, a majority of the Board will be independent of the Manager.
- Standards of Conduct and Code of Ethics – In addition to the duties of officers and directors provided for in *The Business Corporations Act* (Saskatchewan), the officers and directors of the Fund will be governed by the CFA Institute Code of Ethics and Standards of Professional Conduct.
- Compensation and Insurance – The Corporate Governance Policy sets out the compensation structure for directors. The Fund will provide insurance for directors, officers, and members of the independent review committee against liability incurred by them in such capacity.
- Strategic Planning – On at least an annual basis, the Fund will approve an operating budget for the upcoming year and will review the actual to budgeted results of the previous year.
- Officers – The Board has the authority to appoint the officers and there are currently two officers of the Fund.
- The Manager – The duties and responsibilities of the Manager are as set out in a management agreement between the Fund and the Manager, as amended November 18, 2020.
- Shareholder Communications – An annual report together with annual audited financial statements and annual management reports of fund performance will be filed on an annual basis and sent to all shareholders who request a copy. In addition, the Fund will file its unaudited semi-annual interim financial statements and interim management reports of fund performance and send a copy to all shareholders who request a copy. The Fund will send all required meeting materials for the Fund’s annual general meeting to its shareholders. The Fund has adopted a privacy policy related to the protection of confidential information of its shareholders.

The Fund is committed to continually reviewing and improving its corporate governance practices. In that respect, the Fund intends to review the Corporate Governance Policy and its corporate governance practices on an annual basis and implement changes considered appropriate for the Fund from time to time. The Corporate Governance Policy is available for inspection during regular business hours at the head office of the Fund at Suite 601, 409 3rd Avenue South, Saskatoon, SK, S7K 5R5.

Business Operations

The Fund’s Class A Shares, Class A-B Shares and Class A-F Shares are referred to collectively as the “**Class A Fund**”; the Class I Shares, Class I-B Shares and Class I-F Shares are referred to collectively as the “**Class I Fund**”; and the Class R Shares, Class R-B Shares and Class R-F Shares are referred to collectively as the “**Class R Fund**”. The Board approves an annual operating plan and budget for the Class A Fund, Class I Fund and Class R Fund.

Class A Fund

For the year ended August 31, 2023, \$28.9 million was raised in Saskatchewan from the issue of Class A Shares, Class A-B Shares and Class A-F Shares, which was \$789 thousand higher than budget. In Manitoba, \$1.4 million was raised from the issue of Class A Shares, Class A-B Shares and Class A-F Shares, which was \$588 thousand above budget. The Fund ended the year with a cost base on its Class A Fund venture investment portfolio of \$206.4 million, which was \$21.9 million below budget. The Class A Fund was \$3.1 million below budget for venture investments purchased through the year and investment exits and repayments exceeded budget by \$18.8 million. Excluding net realized losses, net unrealized gains, the incentive participation amount and the contingent incentive participation amount, the Class A Fund had operating income of \$7.8 million, which was below budget by \$1.3 million, primarily due to lower partnership and interest income earned in the year. Please see the Class A Fund’s Annual Management Report of Fund Performance for a more detailed explanation of the results for 2023.

In the upcoming year the Fund intends to maintain the amount of Class A Fund share capital raised in Saskatchewan and Manitoba. The Fund will continue to manage expenses and focus on creating shareholder value within its venture investment portfolio and will continue to make new investments and follow-on investments that meet the Fund’s investment criteria.

Class I Fund

During the year ended August 31, 2023, \$3.6 million was raised in Saskatchewan from the issue of Class I Shares, Class I-B Shares and Class I-F Shares, which was \$2.8 million below budget. In Manitoba, \$105 thousand was raised from the issue of Class I Shares, Class I-B Shares and Class I-F Shares, which was \$22 thousand above budget. Venture investments purchased for the year were \$4.2 million, which was below budget by \$3.8 million. Excluding the net realized loss, net unrealized gains, the incentive participation amount and the contingent incentive participation amount, the Class I Fund earned income of \$259 thousand in the year ended August 31, 2023, which was \$493 thousand above budget for the year, primarily due to increased interest and dividend income. Please see the Class I Fund’s Annual Management Report of Fund Performance for a more detailed explanation of the Fund’s results for 2023.

For the upcoming year the Fund intends to maintain its shareholder base in Saskatchewan and Manitoba and make additional venture investments that meet its investment criteria.

Class R Fund

During the year ended August 31, 2023, the Fund raised Class R share capital of \$422 thousand in Saskatchewan, which was \$5 thousand above budget. Venture investments purchased for the year were \$600 thousand and proceeds from venture investment disposals were \$481 thousand. Excluding the net realized loss and unrealized gains, the Class R Fund loss of \$238 thousand was less than the budgeted loss for the year of \$278 thousand.

For the upcoming year the Fund intends to maintain its Class R Fund shareholder base in Saskatchewan. The Fund intends to seek out additional venture investments that meet its investment criteria.

Compensation and Expenses

Each director of the Fund receives an annual retainer of \$1,000, except for the chair who receives an annual retainer of \$3,000. Each member of a committee of the Board receives an additional annual retainer of \$750, except for the chairs of each committee (other than the investment committee) who receive an additional annual retainer of \$1,750. Each director or committee member is also entitled to receive \$300 per meeting for meetings that are less than one hour in duration and \$600 per meeting for meetings that are more than one hour in duration. Persons who are also directors, officers, employees or contractors of the Manager are not entitled to receive the annual retainers or fees for attendance at Board or committee meetings. The aforementioned restriction currently applies to Grant Kook. In addition, all directors are entitled to be reimbursed for expenses incurred in attending board and committee meetings.

The following table summarizes the compensation earned by the Fund’s Board of Directors during the year ended August 31, 2023. The amounts indicated include independent review committee fees received by members of the Board of Directors and all Board and committee meetings the Directors attended during the year.

Director	Director Fees	Other Compensation	Travel Expenses	Other Expenses
Brian L. Barber	\$8,900	-	\$673	-
Lorraine Sali	\$5,533	-	-	\$55
Ron S. Waldman	\$6,233	-	-	\$45
James S. Salamon	\$7,733	-	-	-
Murad Al-Katib	\$1,267	-	-	-
Blair Davidson	\$7,067	-	-	-
Catherine Gryba ⁽¹⁾	\$2,833	-	-	\$55
Kenneth Juba ⁽¹⁾	\$5,233	-	-	\$55
Thomas Shepherd ⁽²⁾	\$784	-	-	-
Douglas Banzet ⁽²⁾	-	-	-	-
Grant J. Kook	-	-	-	-
Total	\$45,583	-	\$673	\$210

⁽¹⁾ Appointed October 25, 2022

⁽²⁾ Resigned October 25, 2022

The Fund has engaged the Manager to manage all aspects of the Fund. The Manager charges a management fee based upon the pricing net asset value of the Fund and is responsible for the employment and payment of all salaries of the Manager’s staff. As such, the Fund does not have any employees and the two officers of the Fund are not directly compensated by the Fund.

Policies and Practices for Use of Financial and Other Resources

The Fund plans to make investments in small- and medium-sized Saskatchewan eligible businesses and Manitoba eligible business entities, with the objective of achieving long-term capital appreciation. The Fund will use its financial and other resources to achieve this objective.

Risk Factors

The risks associated with making investments in the Fund are described in the Fund’s prospectus under the section “**Risk Factors**”. A copy of the Fund’s prospectus can be obtained by calling 1-866-261-5686, visiting the Fund’s website at www.goldenopportunities.ca, by writing to the Fund at Suite 601, 409 3rd Avenue South, Saskatoon, SK, S7K 5R5 or by visiting the SEDAR+ website at www.sedarplus.ca.

Valuation Policy

The Fund’s process for valuing its Class A Shares, Class A-B Shares, Class A-F Shares, Class I Shares, Class I-B Shares, Class I-F Shares, Class R Shares, Class R-B Shares and Class R-F Shares is described in the Fund’s prospectus under the section “**Calculation of Net Asset Value**”. A copy of the Fund’s prospectus can be obtained by calling 1-866-261-5686, visiting the Fund’s website at www.goldenopportunities.ca, by writing to the Fund at Suite 601, 409 3rd Avenue South, Saskatoon, SK, S7K 5R5 or by visiting the SEDAR+ website at www.sedarplus.ca.

Financial Reserves

The Fund has developed a Liquid Reserve Policy to maintain available reserves to meet the financial obligations or potential obligations of the Fund. The reserves of the Fund will be invested in eligible investment instruments with the objective of maintaining the principal balance and earning a sufficient return on investment that is commensurate with the risk taken. All liquid reserves will be invested as per the terms of all governing legislation and applicable national instruments as well as the Tax Credit Trust Agreement between the Fund, the Government of Saskatchewan, and Concentra Trust. The Liquid Reserve Policy establishes guidelines for the quality of the investments made as well as the amount to be maintained on reserve. The Fund reviews its Liquid Reserve Policy on an annual basis and implements changes as required.

For the year ended August 31, 2023, the Fund has complied with its Liquid Reserve Policy.

Investment Policy

The Fund plans to make investments in small- and medium-sized Saskatchewan eligible businesses and Manitoba eligible business entities, with the objective of achieving long-term capital appreciation. The Saskatchewan share capital raised is invested as per the Saskatchewan Act and the Manitoba share capital raised is invested as per the Manitoba Act. The Fund will not invest more than 10% of the net assets of the Class A Fund, the Class I Fund, or the Class R Fund, as taken at market value at the time of such investment, in any one eligible business or eligible business entity, other than where the securities are issued or guaranteed by the Government of Canada, the Government of any Province or Territory in Canada or the Government of the United States of America.

With the proceeds raised from the issuance of the Class A Shares, Class A-B Shares and Class A-F Shares, the Fund will invest in a range of businesses from a broad cross-section of the economy that may include, among others, eligible businesses and eligible business entities involved in the biotechnology, renewable energy, technology, oil and gas, agriculture, services and manufacturing sectors of the economy to the extent permitted by the Saskatchewan Act in the case of Saskatchewan share capital raised, and to the extent permitted by the Manitoba Act in the case of Manitoba share capital raised.

With the proceeds raised from the issuance of the Class I Shares, Class I-B Shares and Class I-F Shares, the Fund will invest in a portfolio of innovation companies, which may include sectors such as information and communication technology, life sciences, biotechnology, industrial biotechnology, clean technology, energy technology, value-added agriculture, and advanced manufacturing rather than a broad cross-section of the economy as is the case with the proceeds from the issuance of the Class A Shares, Class A-B Shares and Class A-F Shares.

With the proceeds raised from the issuance of the Class R Shares, Class R-B Shares and Class R-F Shares, the Fund will seek to invest in businesses in the energy, mining and/or related resource services sector, to the extent permitted by the Saskatchewan Act.

A full description of the Fund’s Investment Policy is contained in the Fund’s prospectus under the sections “**Investment Objectives**”, “**Investment Strategies**”, “**Overview of the Sectors That the Fund Invests In**”, and “**Investment Restrictions**”. A copy of the Fund’s prospectus can be obtained by calling 1-866-261-5686, visiting the Fund’s website at www.goldenopportunities.ca, by writing to the Fund at Suite 601, 409 3rd Avenue South, Saskatoon, SK, S7K 5R5 or by visiting the SEDAR+ website at www.sedarplus.ca.

Golden Opportunities Fund Inc.
Financial Statements

For the year ended August 31, 2023

Management’s Responsibility for Financial Reporting

To the Shareholders of Golden Opportunities Fund Inc.

The financial statements are the responsibility of management and have been approved by the Board of Directors.

The financial statements have been prepared by management based on the information available to November 1, 2023 and are in accordance with International Financial Reporting Standards and reflect management’s best estimates and judgments.

Management has established systems of internal controls which are designed to provide reasonable assurance that assets are safeguarded from loss or unauthorized use, and to produce reliable accounting records for the preparation of financial information.

The Board of Directors discharges its duties relating to the financial statements primarily through the activities of its Audit and Valuation Committees, which are composed of members of the Board of Directors. The Valuation Committee has a responsibility for approving the value of the Fund’s assets, the net asset value of the Fund and the net asset value of the Class A, Class A-B, Class A-F, Class I, Class I-B, Class I-F, Class R, Class R-B, and Class R-F Shares of the Fund at August 31, 2023, as determined by management.

The Audit Committee meets with management to ensure that management is performing responsibly to maintain financial controls and systems, and to review the financial statements of the Fund. The Audit Committee also meets with the independent auditors to discuss the audit approach, the review of internal account controls and the results of their examination, prior to submitting the financial statements to the Board of Directors and recommending their approval. The Audit Committee also considers, for review by the Board of Directors and approval by the shareholders, the engagement or reappointment of the external auditors.

The financial statements have been audited by Ernst & Young LLP, Chartered Professional Accountants. The auditor’s report outlines the scope of their audits and their opinion on the financial statements.

November 1, 2023



Grant J. Kook
President, CEO & Director



Darcy D. Ogrodnick
CFO

Independent Auditor’s Report

To the Shareholders of

Golden Opportunities Fund Inc. Class A Shares
Golden Opportunities Fund Inc. Class I Shares
Golden Opportunities Fund Inc. Class R Shares

(collectively referred to as the “Funds”)

Opinion

We have audited the financial statements of each of the Funds, which comprise the statements of financial position as at August 31, 2023 and 2022, and the statements of comprehensive income, statements of changes in net assets attributable to holders of redeemable shares and statements of cash flows for the years then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Funds as at August 31, 2023 and 2022 and their financial performance and cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor’s responsibilities for the audit of the financial statements* section of our report. We are independent of the Funds in accordance with the ethical requirements that are relevant to our audits of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

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

- Management Report of Fund Performance

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

In connection with our audits of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

We obtained the Management Reports of Fund Performance prior to the date of this auditor’s report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor’s report. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Funds’ financial reporting process.

Auditor’s responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Funds’ internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Funds’ ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Funds to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Ernst + Young LLP

Chartered Professional Accountants

SASKATOON, SASKATCHEWAN

November 1, 2023



A member firm of Ernst & Young Global Limited

STATEMENTS OF FINANCIAL POSITION – CLASS A

As at August 31


(in thousands of Canadian dollars except number of shares and per share amounts)

	2023	2022
Assets		
Cash	\$ 16,734	\$ 16,162
Short-term investments	41,500	11,000
Interest and other receivables	16,256	14,538
Funds held in trust (Note 5)	513	3,015
Venture investments	283,839	281,061
	358,842	325,776
Liabilities		
Accounts payable and accrued liabilities	2,254	2,315
Incentive participation amount payable (Note 9(g))	18,834	18,797
Contingent incentive participation amount (Note 9(g))	31,951	24,967
	53,039	46,079
Total net assets attributable to holders of redeemable shares	\$ 305,803	\$ 279,697
Net assets attributable to holders of redeemable shares		
Class A	\$ 247,044	\$ 258,246
Class A-B	36,908	6,174
Class A-F	21,851	15,277
	\$ 305,803	\$ 279,697
Number of redeemable shares outstanding (Note 7)		
Class A	12,105,025	14,158,929
Class A-B	1,667,446	327,040
Class A-F	845,944	690,779
Net assets attributable to holders of redeemable shares per share (Note 8)		
Class A	\$ 20.41	\$ 18.24
Class A-B	22.13	18.88
Class A-F	25.83	22.12

Approved by the Board



Chair
Brian L. Barber



Director
Kenneth Juba

See accompanying notes.

(in thousands of Canadian dollars except per share amounts)

See accompanying notes.

(in thousands of Canadian dollars)

See accompanying notes.

STATEMENTS OF CASH FLOWS – CLASS A

Years ended August 31
(in thousands of Canadian dollars)

	2023		2022	
Cash flows from operating activities				
Increase in net assets attributable to holders of redeemable shares from operations	\$	34,774	\$	37,892
Adjustments for non-cash items:				
Net realized loss on disposition of venture investments		32,979		7,535
Net increase in unrealized appreciation of venture investments		(68,101)		(42,248)
Increase in contingent incentive participation amount		6,984		7,931
Venture investments purchased		(7,928)		(8,900)
Venture investments repaid		4,189		3,256
Proceeds on disposition of venture investments		36,083		17
Purchase of short-term investments		(61,000)		(17,000)
Maturity of short-term investments		30,500		16,477
Net change in balances other than cash and investments (Note 10)		760		(2,608)
		9,240		2,352
Cash flows used in financing activities				
Proceeds from issue of redeemable shares		30,265		23,546
Amounts paid on redemption of redeemable shares		(38,933)		(34,678)
		(8,668)		(11,132)
Net increase (decrease) in cash		572		(8,780)
Cash, beginning of year		16,162		24,942
Cash, end of year	\$	16,734	\$	16,162
Supplemental cash flow information				
Interest received	\$	1,676	\$	717
Dividends received		278		1,346

Non-cash transactions (Note 12(b))

See accompanying notes.

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS A

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Short-term investments					
Par Value/ Number of Units/Shares	Issuer and Description of Security	Maturity Date	Cost	Fair Value	
	Affinity Credit Union				
13,000,000	3.55% term deposit	January 4, 2024	\$ 13,000	\$	13,000
	Affinity Credit Union				
9,000,000	4.00% term deposit	February 28, 2024	9,000		9,000
	Conexus Credit Union				
15,000,000	4.50% term deposit	August 28, 2024	15,000		15,000
	Affinity Credit Union				
4,500,000	3.40% term deposit	August 28, 2024	4,500		4,500
Short-term investments (13.57%)*			\$ 41,500	\$	41,500

Venture investments

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
102049367 Saskatchewan Ltd.			
100	common shares		\$ -
182	0% demand promissory note		-
Avalon Oil & Gas Ltd.			
7,332,486	class A common shares		6,365
325,000	13% convertible debenture	July 18, 2027	325
Burgess Creek Exploration Inc.			
1,963,000	class A common shares		1,963
Can Pro Capital Corp.			
3,800	class A common shares		4
3,329,838	0% demand debenture		3,330
Can Pro Ingredients Ltd.			
19,117,629,955	class A common shares		7,257
2,250,000	15% demand debenture		2,250
630,000	15% debenture	August 1, 2024	630
Chrysalis Software Inc.			
5,000,000	class D preferred shares		5,000
Credence Resources Inc.			
1	class A common share		-
100,000	class B common shares		100

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS A

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)
Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
Credence Resources LP			
1	series 2A limited partnership unit		\$ -
1	series 2B limited partnership unit		-
1	series 4A limited partnership unit		-
1	series 5A limited partnership unit		-
1	series 5B limited partnership unit		-
1	series 5D limited partnership unit		-
1	series 6A limited partnership unit		-
1	series 7A limited partnership unit		-
1	series 9A limited partnership unit		-
16,458,170	variable rate participating loan		16,458
Credence Resources II Inc.			
1	class A common share		-
100,000	class B common shares		100
Credence Resources II LP			
1	series 2A limited partnership unit		-
1	series 5A limited partnership unit		-
6,691,598	variable rate participating loan		6,692
Degelman Industries LP			
20,693,902	limited partnership units		20,694
Diamond House Inc.			
46	class A common shares		-
DIL Ventures LP			
6,306,098	limited partnership units		6,306
Dyna Holdings GP Inc.			
50	class A common shares		-
Dyna Holdings LP			
10,675,971	limited partnership units		10,676
Field Exploration Inc.			
1	class A common share		-
100,000	class B common shares		100
Field Exploration LP			
1	series 2A limited partnership unit		-
1	series 2B limited partnership unit		-
1	series 2C limited partnership unit		-
6,590,000	variable rate participating loan		6,590

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS A

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)
Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
Fort Garry Brewing Company GP Inc.			
666	common shares		\$ -
Fort Garry Brewing Company LP			
3,982,674	limited partnership units		3,983
116,340	15% demand promissory note		116
GHC Warman Realty Inc.			
4,560,000	class A common shares		6,954
GOF Care Homes Inc.			
100	class A common shares		-
27,525	0% demand promissory notes		28
Golden Health Care Inc.			
10,000	class A common shares		12,936
561,478	13% demand promissory notes		561
Jump.ca Wireless Supply Corp.			
703,241	class B preferred shares		1,974
Librestream Technologies Inc.			
186,336	series B preferred shares		120
110,396	series C preferred shares		84
Maxie’s Excavating LP			
8,820,000	limited partnership units		8,820
Med-Life Discoveries GP Inc.			
48	common shares		-
47,702	0% demand promissory note		48
Med-Life Discoveries LP			
14,357,730	limited partnership units		13,040
2,286,692	11% demand promissory notes		2,287
238,249	15% demand promissory note		238
Paradigm Consulting Group LP			
3,865,000	limited partnership units		3,865
Performance Plants Inc.			
4,508,118	common shares		4,518
Prairie Meats Inc.			
78	class A common shares		-
Prairie Meats LP			
7,263,750	limited partnership units		7,264

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS A

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
	Retail Innovation Labs Inc.		
554,227	class B preferred shares		\$ 6,687
	Rite Way Mfg. Co. Ltd.		
2,854,238	class A common shares		-
	Rocky Mountain Equipment Saskatchewan LP		
10,000	limited partnership units		10
531,642	10% loan agreement		533
	RW Roads Solutions Inc.		
435,762	class A common shares		-
	RW Roads Solutions LP		
435,762	limited partnership units		436
	Safety Seven Manufacturing Inc.		
100,000	class A common shares		-
20,000	class C preferred shares		200
459,149	0% demand promissory note		459
	Stampede Drilling Inc.		
2,000,000	common shares		2,000 ⁽¹⁾
	Stranraer Holdings LP (formerly G-Mac’s AgTeam LP)		
14,750,000	limited partnership units		-
	SuperiorFarms Solutions LP		
2,854,238	limited partnership units		2,854
	Terra Grain Fuels Inc.		
4,214	common shares (through 101247441 Saskatchewan Ltd.)		-
	Vesta Energy Corp.		
341,622	common shares		447
	Warman Home Centre Inc.		
41	class A common shares		-
	Warman Home Centre LP		
13,785,429	class A limited partnership units		13,785
	WBM Technologies LP		
3,015,000	limited partnership units		3,015
	Western Building Centres Limited		
7,462,285	class A common shares		47
5,451,383	class F preferred shares		5,451
4,750,000	class G preferred shares		4,750

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS A

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
	Western Building Centres Limited (continued)		
632,196	15% demand promissory note		\$ 632
	Woodland Development Corp.		
3,400,000	common shares		<u>3,400</u>
	Venture investments at cost (67.49%)*		\$ 206,382
	Unrealized appreciation of venture investments		<u>77,457</u>
	Venture investments at fair value (92.82%)*		<u>\$ 283,839</u>

*Percentages shown relate amounts to total net assets attributable to holders of redeemable shares.

⁽¹⁾Supplemental disclosure of fair value of publicly traded investments

Issuer	Fair value
Stampede Drilling Inc.	\$ 480
	<u>\$ 480</u>

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS A

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Venture portfolio breakdown

Industry Sector	Number of Investees	Cost	Fair Value	% of Cost	% of Fair Value
Manufacturing	9	\$ 41,625	\$ 98,618	20.17%	34.75%
Building Supplies	3	24,665	47,216	11.95%	16.63%
Health Care	6	36,092	44,388	17.49%	15.64%
Technology	6	20,745	35,136	10.05%	12.38%
Oil & Gas	11	44,540	21,557	21.58%	7.59%
Value-added Processing	4	20,735	14,580	10.05%	5.14%
Agriculture	3	543	11,641	0.26%	4.10%
Infrastructure	1	8,820	8,407	4.27%	2.96%
Consumer Discretionary	2	4,099	2,296	1.99%	0.81%
Biotechnology	1	4,518	-	2.19%	-
Energy	1	-	-	-	-
	47	\$ 206,382	\$ 283,839	100.00%	100.00%

Stage of Development	Number of Investees	Cost	Fair Value	% of Cost	% of Fair Value
Start-up	10	\$ 44,863	\$ 25,607	21.74%	9.02%
Growth	21	86,589	124,244	41.95%	43.77%
Mature	16	74,930	133,988	36.31%	47.21%
	47	\$ 206,382	\$ 283,839	100.00%	100.00%

See accompanying notes.

STATEMENTS OF FINANCIAL POSITION – CLASS I

As at August 31
(in thousands of Canadian dollars except number of shares and per share amounts)

	2023	2022
Assets		
Cash	\$ 3,577	\$ 4,585
Short-term investments	11,755	12,175
Interest and other receivables	2,818	3,960
Funds held in trust (Note 5)	153	3,015
Venture investments	44,474	35,779
	62,777	59,514
Liabilities		
Accounts payable and accrued liabilities	459	476
Incentive participation amount payable (Note 9(g))	2,476	2,471
Contingent incentive participation amount (Note 9(g))	3,066	2,106
	6,001	5,053
Total net assets attributable to holders of redeemable shares	\$ 56,776	\$ 54,461
Net assets attributable to holders of redeemable shares		
Class I	\$ 49,202	\$ 51,203
Class I-B	5,336	1,415
Class I-F	2,238	1,843
	\$ 56,776	\$ 54,461

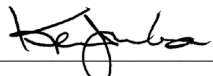
Number of redeemable shares outstanding (Note 7)		
Class I	3,046,813	3,388,454
Class I-B	318,276	92,267
Class I-F	107,023	97,237

Net assets attributable to holders of redeemable shares per share (Note 8)		
Class I	\$ 16.15	\$ 15.11
Class I-B	16.77	15.34
Class I-F	20.91	18.96

Approved by the Board



Brian L. Barber Chair



Kenneth Juba Director

See accompanying notes.

STATEMENTS OF COMPREHENSIVE INCOME – CLASS I

Years ended August 31
(in thousands of Canadian dollars except per share amounts)

	2023	2022
Income		
Partnership income	\$ 1,747	\$ 1,273
Interest income for distribution purposes	791	488
Dividend income	191	-
Realized loss support program contributions (Note 6)	-	1,238
Decrease in unrealized loss recovery (Note 6)	-	(821)
Net realized loss on disposition of venture investments	(5,529)	-
Net increase in unrealized appreciation of venture investments	10,070	2,471
	7,270	4,649
Expenses		
Administration fees	109	132
Audit fees	69	34
Custodian fees	28	28
Directors' fees and expenses	9	7
Incentive participation amount	5	-
Increase in contingent incentive participation amount (Note 9(g))	960	743
Independent review committee fees	1	1
Legal fees	40	17
Management fees (Note 9(a))	1,439	1,403
Marketing service fees (Note 9(f))	37	56
Other expenses	34	63
Percentage-based payments and amortized commissions (Notes 9(c) and 9(d))	344	379
Service fees (Note 9(b))	285	263
Share issue costs	55	48
Shareholder reporting costs	20	17
	3,435	3,191
Total increase in net assets attributable to holders of redeemable shares from operations before undernoted items	3,835	1,458
Management fees waived (Note 9(a))	-	6
Marketing service fees recovered (Note 9(f))	-	4
Total increase in net assets attributable to holders of redeemable shares from operations	\$ 3,835	\$ 1,468
Increase in net assets attributable to holders of redeemable shares from operations		
Class I	\$3,242	\$1,356
Class I-B	389	30
Class I-F	204	82
	\$ 3,835	\$ 1,468
Increase in net assets attributable to holders of redeemable shares from operations per share		
Class I	\$ 1.01	\$ 0.39
Class I-B	1.78	0.59
Class I-F	1.99	0.91

See accompanying notes.

STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE SHARES – CLASS I

Years ended August 31
(in thousands of Canadian dollars)

	2023			
	Class I	Class I-B	Class I-F	Total
Net assets attributable to holders of redeemable shares, beginning of year	\$ 51,203	\$ 1,415	\$ 1,843	\$ 54,461
Increase in net assets attributable to holders of redeemable shares from operations	3,242	389	204	3,835
Redeemable share transactions				
Issue of redeemable shares	-	3,557	191	3,748
Redemption of redeemable shares	(5,243)	(25)	-	(5,268)
Net (decrease) increase from redeemable share transactions	(5,243)	3,532	191	(1,520)
Net assets attributable to holders of redeemable shares, end of year	\$ 49,202	\$ 5,336	\$ 2,238	\$ 56,776

	2022			
	Class I	Class I-B	Class I-F	Total
Net assets attributable to holders of redeemable shares, beginning of year	\$ 51,433	\$ -	\$ 1,421	\$ 52,854
Increase in net assets attributable to holders of redeemable shares from operations	1,356	30	82	1,468
Redeemable share transactions				
Issue of redeemable shares	3,893	1,385	340	5,618
Redemption of redeemable shares	(5,479)	-	-	(5,479)
Net (decrease) increase from redeemable share transactions	(1,586)	1,385	340	139
Net assets attributable to holders of redeemable shares, end of year	\$ 51,203	\$ 1,415	\$ 1,843	\$ 54,461

See accompanying notes.

STATEMENTS OF CASH FLOWS – CLASS I

Years ended August 31
(in thousands of Canadian dollars)

	2023	2022
Cash flows from (used in) operating activities		
Increase in net assets attributable to holders of redeemable shares from operations	\$ 3,835	\$ 1,468
Adjustments for non-cash items:		
Realized loss support program contributions	-	(1,238)
Decrease in unrealized loss recovery	-	821
Net realized loss on disposition of venture investments	5,529	-
Net increase in unrealized appreciation of venture investments	(10,070)	(2,471)
Increase in contingent incentive participation amount	960	743
Venture investments purchased	(4,179)	(10,127)
Proceeds on disposition of venture investments	25	-
Purchase of short-term investments	(12,260)	(21,300)
Maturity of short-term investments	12,680	36,373
Repayment of loss support program contributions	-	(2,068)
Net change in balances other than cash and investments (Note 10)	3,992	(4,733)
	512	(2,532)
Cash flows (used in) from financing activities		
Proceeds from issue of redeemable shares	3,748	5,618
Amounts paid on redemption of redeemable shares	(5,268)	(5,509)
	(1,520)	109
Net decrease in cash	(1,008)	(2,423)
Cash, beginning of year	4,585	7,008
Cash, end of year	\$ 3,577	\$ 4,585
Supplemental cash flow information		
Interest received	\$465	\$334
Dividends received	191	-

See accompanying notes.

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS I

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Short-term investments

Par Value/ Number of Units/Shares	Issuer and Description of Security	Maturity Date	Cost	Fair Value
1,500,000	Synergy Credit Union 4.25% term deposit	November 11, 2023	\$ 1,500	\$ 1,500
1,000,000	Affinity Credit Union 3.55% term deposit	January 4, 2024	1,000	1,000
500,000	Synergy Credit Union 3.25% term deposit	June 10, 2024	500	500
3,250,000	Cornerstone Credit Union 4.55% term deposit	June 10, 2024	3,250	3,250
500,000	Diamond North Credit Union 3.45% term deposit	June 10, 2024	500	500
425,000	Conexus Credit Union 4.50% term deposit	August 28, 2024	425	425
2,000,000	Diamond North Credit Union 4.20% term deposit	August 29, 2024	2,000	2,000
2,580,000	Synergy Credit Union 3.50% term deposit	August 30, 2024	2,580	2,580
Short-term investments (20.70%)*			\$ 11,755	\$ 11,755

Venture investments

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
13	102049367 Saskatchewan Ltd. 0% demand promissory note		\$ -
950,000	54E Dev Studios Inc. SAFE notes		950
200,000	Callia Inc. 8% convertible note	July 28, 2024	200
5,367,000	Chrysalis Software Inc. class D preferred shares		5,367
3,487,306	Degelman Industries LP limited partnership units		3,487

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS I

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)
Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
	DIL Ventures LP		
1,062,694	limited partnership units		\$ 1,063
	Dyna Holdings LP		
1,903,805	limited partnership units		1,904
	Environmental Material Science Inc.		
23,812	seed preferred shares		125
	Ground Truth Agriculture Inc.		
39,660	preferred shares		200
	Librestream Technologies Inc.		
590,062	series B convertible preferred shares		380
349,586	series C convertible preferred shares		266
	MacroMind Media Inc.		
1,546,193	series B convertible preferred shares		2,000
	Med-Life Discoveries GP Inc.		
2	class A common shares		-
2,248	0% demand promissory note		2
	Med-Life Discoveries LP		
2,278,453	limited partnership units		1,672
1,013,904	11% demand promissory notes		1,014
114,243	15% demand promissory note		114
	Paradigm Consulting Group LP		
2,000,000	limited partnership units		2,000
	Pivot Furniture Technologies Inc.		
63,900	SAFE note		64
	Precision AI Inc.		
290,697	preferred shares		250
160,000	10% convertible note	December 5, 2024	160
	Retail Innovation Labs Inc.		
165,754	class B preferred shares		2,000
	Rite Way Mfg. Co. Ltd.		
485,828	common shares		-
	Rivercity Innovations Ltd.		
43,353	preferred shares		75
50,000	5% convertible note	October 27, 2023	50
42,901	5% convertible note	January 27, 2026	43

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS I

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)
Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
	RW Roads Solutions Inc.		
74,172	common shares		\$ -
	RW Roads Solutions LP		
74,172	limited partnership units		74
	SalonScale Technology Inc.		
108,050	SAFE note		108
	Stampede Drilling Inc.		
4,174,194	common shares		1,570 ⁽¹⁾
	StoreToDoor Technology Inc.		
11,718	common shares		75
75,000	7% convertible note	February 12, 2024	75
	SuperiorFarms Solutions LP		
485,828	limited partnership units		486
	TAIV Inc.		
20,000	4% convertible note	December 23, 2023	20
	Three Farmers Foods Inc.		
1,658,601	common shares		2,000
1,234,568	class C preferred shares		1,000
	Vize Labs Inc.		
75,000	8% convertible note	September 21, 2023	75
40,000	8% convertible note	January 21, 2024	40
	WBM Technologies LP		
3,015,000	limited partnership units		<u>3,015</u>
	Venture investments at cost (56.23%)*		\$ 31,924
	Unrealized appreciation of venture investments		<u>12,550</u>
	Venture investments at fair value (78.33%)*		<u>\$ 44,474</u>

*Percentages shown relate amounts to total net assets attributable to holders of redeemable shares.

⁽¹⁾Supplemental disclosure of fair value of publicly traded investments

Issuer	Fair value
Stampede Drilling Inc.	\$ 1,002
	<u>\$ 1,002</u>

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS I

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Venture portfolio breakdown

Industry Sector	Number of Investees	Cost	Fair Value	% of Cost	% of Fair Value
Technology	15	\$ 17,274	\$ 21,696	54.10%	48.79%
Manufacturing	8	7,014	16,773	21.97%	37.71%
Value-added Processing	1	3,000	2,575	9.40%	5.79%
Health Care	2	2,802	2,164	8.78%	4.87%
Oil & Gas	1	1,570	1,002	4.92%	2.25%
Consumer Discretionary	2	264	264	0.83%	0.59%
	29	\$ 31,924	\$ 44,474	100.00%	100.00%

Stage of Development	Number of Investees	Cost	Fair Value	% of Cost	% of Fair Value
Start-up	16	\$ 7,386	\$ 6,594	23.14%	14.83%
Growth	8	15,069	18,953	47.21%	42.61%
Mature	5	9,469	18,927	29.65%	42.56%
	29	\$ 31,294	\$ 44,474	100.00%	100.00%

See accompanying notes.

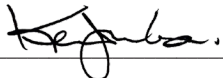
STATEMENTS OF FINANCIAL POSITION – CLASS R

As at August 31
(in thousands of Canadian dollars except number of shares and per share amounts)

	2023	2022
Assets		
Cash	\$ 758	\$ 1,122
Short-term investments	1,065	1,545
Interest and other receivables	14	5
Venture investments	4,581	4,091
	6,418	6,763
Liabilities		
Accounts payable and accrued liabilities	67	80
	67	80
Total net assets attributable to holders of redeemable shares	\$ 6,351	\$ 6,683
Net assets attributable to holders of redeemable shares		
Class R	\$ 5,784	\$ 6,537
Class R-B	522	133
Class R-F	45	13
	\$ 6,351	\$ 6,683
Number of redeemable shares outstanding (Note 7)		
Class R	843,384	975,992
Class R-B	85,204	21,454
Class R-F	5,587	1,632
Net assets attributable to holders of redeemable shares per share (Note 8)		
Class R	\$ 6.86	\$ 6.70
Class R-B	6.12	6.21
Class R-F	8.02	7.99

Approved by the Board

 Chair
Brian L. Barber

 Director
Kenneth Juba

See accompanying notes.

STATEMENTS OF COMPREHENSIVE INCOME – CLASS R

Years ended August 31
(in thousands of Canadian dollars except per share amounts)

	2023	2022
Income		
Interest income for distribution purposes	\$ 82	\$ 136
Dividend income	23	13
Net realized loss on disposition of venture investments	(115)	(219)
Net decrease in unrealized depreciation of venture investments	486	1,510
	476	1,440
Expenses		
Administration fees	26	33
Audit fees	17	8
Custodian fees	11	12
Directors' fees and expenses	2	2
Legal fees	3	6
Management fees (Note 9(a))	168	166
Marketing service fees (Note 9(f))	4	4
Other expenses	10	8
Percentage-based payments and amortized commissions (Notes 9(c) and 9(d))	49	68
Service fees (Note 9(b))	34	32
Share issue costs	13	12
Shareholder reporting costs	5	4
Transaction costs	1	-
	343	355
Total increase in net assets attributable to holders of redeemable shares from operations	\$ 133	\$ 1,085
Increase in net assets attributable to holders of redeemable shares from operations		
Class R	\$ 133	\$ 1,078
Class R-B	-	5
Class R-F	-	2
	\$ 133	\$ 1,085
Increase in net assets attributable to holders of redeemable shares from operations per share		
Class R	\$ 0.15	\$ 1.04
Class R-B	-	0.45
Class R-F	0.10	0.96

See accompanying notes.

STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE SHARES – CLASS R

Years ended August 31
(in thousands of Canadian dollars)

	2023			
	Class R	Class R-B	Class R-F	Total
Net assets attributable to holders of redeemable shares, beginning of year	\$ 6,537	\$ 133	\$ 13	\$ 6,683
Increase in net assets attributable to holders of redeemable shares from operations	133	-	-	133
Redeemable share transactions				
Issue of redeemable shares	-	390	32	422
Redemption of redeemable shares	(886)	(1)	-	(887)
Net (decrease) increase from redeemable share transactions	(886)	389	32	(465)
Net assets attributable to holders of redeemable shares, end of year	\$ 5,784	\$ 522	\$ 45	\$ 6,351

	2022			
	Class R	Class R-B	Class R-F	Total
Net assets attributable to holders of redeemable shares, beginning of year	\$ 6,195	\$ -	\$ 11	\$ 6,206
Increase in net assets attributable to holders of redeemable shares from operations	1,078	5	2	1,085
Redeemable share transactions				
Issue of redeemable shares	289	128	-	417
Redemption of redeemable shares	(1,025)	-	-	(1,025)
Net (decrease) increase from redeemable share transactions	(736)	128	-	(608)
Net assets attributable to holders of redeemable shares, end of year	\$ 6,537	\$ 133	\$ 13	\$ 6,683

See accompanying notes.

STATEMENTS OF CASH FLOWS – CLASS R

Years ended August 31
(in thousands of Canadian dollars)

	2023	2022
Cash flows from operating activities		
Increase in net assets attributable to holders of redeemable shares from operations	\$ 133	\$ 1,085
Adjustments for non-cash items:		
Net realized loss on disposition of venture investments	115	219
Net decrease in unrealized depreciation of venture investments	(486)	(1,510)
Venture investments purchased	(600)	(745)
Venture investments repaid	-	562
Proceeds on disposition of venture investments	481	-
Purchase of short-term investments	(1,065)	(3,335)
Maturity of short-term investments	1,545	4,570
Net change in balances other than cash and investments (Note 10)	(22)	6
	101	852
Cash flows used in financing activities		
Proceeds from issue of redeemable shares	422	417
Amounts paid on redemption of redeemable shares	(887)	(1,028)
	(465)	(611)
Net (decrease) increase in cash	(364)	241
Cash, beginning of year	1,122	881
Cash, end of year	\$ 758	\$ 1,122
Supplemental cash flow information		
Interest received	\$ 74	\$ 151
Dividends received	23	13
Non-cash transactions (Note 12(b))		

See accompanying notes.

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS R

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Short-term investments

Par Value/ Number of Units/Shares	Issuer and Description of Security	Maturity Date	Cost	Fair Value
	Affinity Credit Union			
245,000	4.00% term deposit	February 28, 2024	\$ 245	\$ 245
	Diamond North Credit Union			
320,000	4.20% term deposit	August 27, 2024	320	320
	Cornerstone Credit Union			
500,000	4.95% term deposit	August 30, 2024	500	500
Short-term investments (16.77%)*			\$ 1,065	\$ 1,065

Venture investments

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
	Avalon Oil & Gas Ltd.		
357,993	class A common shares		\$ 311
175,000	13% convertible debenture	July 18, 2027	175
	Burgess Creek Exploration Inc.		
815,000	class A common shares		815
	Credence Resources LP		
1	series 5C limited partnership unit		-
1	series 5E limited partnership unit		-
1	series 9B limited partnership unit		-
1,049,862	variable rate participating loan		1,050
	Credence Resources II LP		
1	series 2B limited partnership unit		-
1	series 3A limited partnership unit		-
1	series 5B limited partnership unit		-
556,746	variable rate participating loan		556
	Field Exploration LP		
1	series 2D limited partnership unit		-
260,000	variable rate participating loan		260
	Stampede Drilling Inc.		
2,677,419	common shares		830 ⁽¹⁾
	Vesta Energy Corp.		
25,599	common shares		34

SCHEDULE OF INVESTMENT PORTFOLIO – CLASS R

As at August 31, 2023
(in thousands of Canadian dollars except par value/number of units)

Venture investments (continued)

Par Value/ Number of Units/Shares	Issuer and Description of Security	Expiry/Maturity Date	Cost
Woodland Development Corp.			
600,000	common shares		\$ 600
Venture investments at cost (72.92%)*			\$ 4,631
Unrealized depreciation of venture investments			(50)
Venture investments at fair value (72.13%)*			\$ 4,581

*Percentages shown relate amounts to total net assets attributable to holders of redeemable shares.

(1)Supplemental disclosure of fair value of publicly traded investments

Issuer	Fair value
Stampede Drilling Inc.	\$ 643
	\$ 643

Venture portfolio breakdown (2)

Stage of Development	Number of Investees	Cost	Fair Value	% of Cost	% of Fair Value
Start-up	3	\$ 1,561	\$ 1,613	33.71%	35.21%
Growth	5	3,070	2,968	66.29%	64.79%
	8	\$ 4,631	\$ 4,581	100.00%	100.00%

(2) All Class R Fund venture investments are in the oil & gas industry sector.

See accompanying notes.

Notes to the Financial Statements

August 31, 2023

1. General information

Golden Opportunities Fund Inc. (the “Fund”) was incorporated under the laws of Saskatchewan by Articles of Incorporation dated December 8, 1997, as subsequently amended and revised. The Fund was registered as an extra-provincial corporation to carry on business under the laws of Manitoba on September 30, 2008. The principal place of business of the Fund is Suite 601, 409 3rd Avenue South, Saskatoon, Saskatchewan.

The Fund’s authorized redeemable shares include:

- Class A (SK) shares and Class A (MB) shares (together, the “Class A Shares”),
- Class A-B (SK) shares and Class A-B (MB) shares (together, the “Class A-B Shares”),
- Class A-F (SK) shares and Class A-F (MB) shares (together, the “Class A-F Shares”),
- Class I (SK) shares and Class I (MB) shares (together, the “Class I Shares”),
- Class I-B (SK) shares and Class I-B (MB) shares (together, the “Class I-B Shares”),
- Class I-F (SK) shares and Class I-F (MB) shares (together, the “Class I-F Shares”),
- Class R (SK) shares and Class R (MB) shares (together, the “Class R Shares”),
- Class R-B (SK) shares and Class R-B (MB) shares (together, the “Class R-B Shares”), and
- Class R-F (SK) shares and Class R-F (MB) shares (together, the “Class R-F Shares”).

The Class R (MB) shares, Class R-B (MB) shares, and Class R-F (MB) shares have not yet been made available for issue. The Class A-B Shares, Class I-B Shares and Class R-B Shares are referred to collectively as the “B Series”, and the Class A-F Shares, Class I-F Shares and Class R-F Shares are referred to collectively as the “F Series”. The B Series and F Series are currently the only shares available for issue. The Class A Shares, Class I Shares and Class R Shares are no longer available for issue but remain eligible for redemption. All shares are issued and redeemed at a continuous offering price equal to the pricing net asset value (“Pricing NAV”) per share for the applicable series.

The separation of shares by province is for legal purposes only but does not affect the net assets attributable to holders of redeemable shares as each class of share has the same rights regardless of the province they are issued in. All the Fund’s shares have, in all material respects, identical rights, redemption features, tax credit eligibility and other attributes, except that different fees and expenses are attributable to each series of shares, as described in Note 9.

The Fund is registered as a labour-sponsored venture capital corporation under *The Labour-sponsored Venture Capital Corporations Act* (Saskatchewan) (the “Saskatchewan Act”) and *The Labour-Sponsored Venture Capital Corporations Act* (Manitoba) (the “Manitoba Act”). The Fund is taxable as a mutual fund corporation and is a prescribed Labour-sponsored Venture Capital Corporation under the *Income Tax Act* (Canada) (the “Federal Act”).

The Federal Act, Saskatchewan Act and Manitoba Act allow an individual resident in Saskatchewan or Manitoba to invest in redeemable shares of the Fund and obtain a personal income tax credit. Investors who request a redemption of shares within the eight-year period following their purchase will, subject to certain exceptions, be subject to a withholding fee equal to the tax credits received on the initial purchase of the shares.

Proceeds from the issue of redeemable shares are invested in three separate portfolios of assets as follows:

- The “Class A Fund” includes the assets acquired with funds raised from the issue of Class A Shares, Class A-B Shares and Class A-F Shares,
- The “Class I Fund” includes the assets acquired with funds raised from the issue of Class I Shares, Class I-B Shares and Class I-F Shares, and
- The “Class R Fund” includes the assets acquired with funds raised from the issue of Class R Shares, Class R-B Shares and Class R-F Shares.

Based on the requirements of National Instrument 81-106, *Investment Fund Continuous Disclosure*, since the Class A Fund, Class I Fund and Class R Fund have separate portfolios of assets, they are considered separate investment funds. As a result, separate financial statements for the Class A Fund, Class I Fund and Class R Fund have been provided.

The investment objective of the Fund is to maximize shareholder returns through the long-term appreciation of the Fund’s Pricing NAV. The Fund makes investments in small and medium-sized eligible Saskatchewan businesses and Manitoba business entities, as defined in the Saskatchewan Act and the Manitoba Act, respectively, with the objective of achieving long-term capital appreciation. The Class I Fund is invested in innovation companies, and the Class R Fund in resource companies, rather than a broad cross-section of the economy as is the case with the Class A Fund.

The Fund has retained Westcap Mgt. Ltd., a related party, as the fund manager (the “Manager”) to manage all aspects of the Fund. The sponsor of the Fund is the Construction and General Workers’ Union Local 180.

2. Basis of presentation

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as published by the International Accounting Standards Board. The policies applied in these financial statements are based on IFRS issued and effective as of August 31, 2023, and the financial statements were approved by the Fund’s Board of Directors on November 1, 2023. The financial statements have been prepared on a going concern basis using the historic cost convention, except for investments at fair value through profit or loss (“FVTPL”) which are measured at fair value.

3. Summary of significant accounting policies

a) Cash

Cash is comprised of deposits with financial institutions.

b) Financial instruments

The Fund recognizes financial instruments at fair value upon initial recognition, plus transaction costs in the case of financial instruments measured at amortized cost. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

After initial recognition, the Fund classifies and measures its investments based on both the Fund’s business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. The Fund’s portfolio of financial assets is managed, and performance is evaluated, on a fair value basis. The Fund is primarily focused on fair value information and uses that information to assess the assets’ performance and to make decisions.

The contractual cash flows of the Fund’s debt securities are solely principal and interest, however, these securities are neither held for the purpose of collecting contractual cash flows nor held both for collecting contractual cash flows and for sale. The collection of contractual cash flows is only incidental to achieving the objective of the Fund’s business model. Consequently, all investments are measured at FVTPL.

The Fund’s obligations for net assets attributable to holders of redeemable shares are classified as financial liabilities in accordance with IAS 32, *Financial Instruments: Presentation* and are presented at the redemption amount. All other financial assets and liabilities are measured at amortized cost, which approximates their fair value. 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.

c) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets 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 financial assets 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, or where no sales in a security have been transacted on the reporting date, the Manager determines the point within the bid-ask spread that is most representative of fair value based on specific facts and circumstances. The Fund’s policy is to recognize transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

The fair value of financial assets that are not traded in an active market is determined using valuation techniques. The Fund uses a variety of methods and makes assumptions that are based on market conditions existing at each valuation date. Valuation techniques include the use of comparable recent arm’s length transactions, independent valuations and others commonly used by market participants and which make the maximum use of observable inputs. Details regarding the valuation process of the Fund’s investments in eligible businesses are included in the Fund’s annual prospectus. Refer to Note 12 for further information about the Fund’s fair value measurements and additional details regarding the valuation process for the Fund’s investments in eligible businesses.

d) Investments in associates and subsidiaries

Subsidiaries are all entities, including investments in other investment entities, over which the Fund has control. The Fund controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and can affect those returns through its power over the entity.

The Fund has determined that it is an investment entity and, as such, it accounts for subsidiaries at fair value except for any subsidiaries which provide services related to the Fund’s investment activities, which are consolidated. The Fund currently does not have any subsidiaries that are consolidated. Associates are investments over which the Fund has significant influence or joint control, all of which have been designated at FVTPL.

3. Summary of significant accounting policies (continued)

d) Investments in associates and subsidiaries (continued)

The Fund’s interests in unconsolidated subsidiaries and associates are as follows:

Investee	Relationship	2023		2022	
		Ownership interest	Voting interest	Ownership interest	Voting interest
102049367 Saskatchewan Ltd.	Subsidiary	100%	100%	100%	100%
Can Pro Capital Corp.	Subsidiary	100%	100%	100%	100%
Can Pro Ingredients Ltd.	Subsidiary	82%	82%	82%	82%
Credence Resources Inc.	Associate	50%	50%	50%	50%
Credence Resources LP	Associate	100%	50%	100%	50%
Credence Resources II Inc.	Associate	50%	50%	50%	50%
Credence Resources II LP	Associate	100%	50%	100%	50%
Degelman Industries LP	Associate	35%	35%	35%	35%
Diamond House Inc.	Subsidiary	57%	57%	57%	57%
DIL Ventures LP	Associate	35%	35%	35%	35%
Dyna Holdings GP Inc.	Associate	50%	50%	50%	50%
Dyna Holdings LP	Associate	50%	50%	50%	50%
Field Exploration Inc.	Associate	50%	50%	50%	50%
Field Exploration LP	Associate	100%	50%	100%	50%
Fort Garry Brewing Company GP Inc.	Subsidiary	67%	67%	67%	67%
Fort Garry Brewing Company LP	Subsidiary	67%	67%	67%	67%
GHC Warman Realty Inc.	Subsidiary	57%	57%	57%	57%
GOF Care Homes Inc.	Subsidiary	100%	100%	100%	100%
Golden Health Care Inc.	Subsidiary	100%	100%	100%	100%
H.J.R. Asphalt GP Inc.	Associate	-	-	32%	32%
H.J.R. Asphalt LP	Associate	-	-	32%	32%
Maxie’s Excavating LP	Associate	35%	35%	35%	35%
Med-Life Discoveries GP Inc.	Associate	50%	50%	50%	50%
Med-Life Discoveries LP	Associate	50%	50%	50%	50%
NorAmera Properties Inc.	Associate	-	-	25%	25%
Paradigm Consulting Group LP	Subsidiary	60%	60%	60%	60%
Prairie Meats Inc.	Subsidiary	78%	78%	78%	78%
Prairie Meats LP	Subsidiary	70%	70%	70%	70%
Retail Innovation Labs Inc.	Associate	23%	23%	23%	23%
Rite Way Mfg. Co. Ltd.	Associate	50%	50%	50%	50%
Rocky Mountain Equipment Saskatchewan LP	Subsidiary	100%	100%	100%	100%
RW Roads Solutions LP	Associate	50%	50%	50%	50%
RW Roads Solutions Inc.	Associate	50%	50%	50%	50%
SuperiorFarms Solutions LP	Associate	50%	50%	50%	50%
Terra Grain Fuels Inc. (through 101247441 Saskatchewan Ltd.)	Associate	42%	42%	42%	42%
Warman Home Centre Inc.	Associate	41%	41%	41%	41%
Warman Home Centre LP	Associate	41%	41%	41%	41%
Western Building Centres Ltd.	Subsidiary	100%	100%	100%	100%

All investee companies have Canada as their principal place of business and country of incorporation. Certain investee companies for which there is a senior lender may have restrictions on dividends and loan repayments imposed on it if the investee company is not within covenants imposed on it by its senior lender.

3. Summary of significant accounting policies (continued)

e) Investment transactions and income recognition

Partnership income is recognized when distributions are declared by the investee. The interest income for distribution purposes shown in the Statements of Comprehensive Income represents the coupon interest received by the Fund and is accounted for on an accrual basis. Dividends are recognized as income on the ex-dividend date.

Investment transactions relating to private venture investments are accounted for on the closing date of the transaction, or in the case of funding tranches, the dates on which funds are advanced. Realized and unrealized gains and losses from venture investment transactions are calculated on an average cost basis. Regular way purchases and sales are accounted for on the trade date for financial reporting purposes and any unrealized and realized gains on such transactions are calculated on an average cost basis.

f) Income and expense allocation

The subscription proceeds raised through the issue of each redeemable share are invested separately in the Class A Fund, Class I Fund or Class R Fund. Net assets attributable to holders of redeemable shares, and corresponding Pricing NAVs, are calculated for the Fund’s Class A, Class A-B, Class A-F, Class I, Class I-B, Class I-F, Class R, Class R-B and Class R-F shares, respectively, and are reflected separately in these financial statements. Income or losses attributable to a specific venture investment will only be reflected in either Class A Fund, Class I Fund or Class R Fund net assets attributable to holders of redeemable shares, as applicable.

Costs and expenses not specifically attributable to any redeemable share class are allocated, at the time the costs and expenses are incurred, based on the relative share capital of the Class A Fund, Class I Fund and Class R Fund as a proportion of the total share capital of the Fund as at the latest available weekly pricing net asset valuation.

g) Percentage-based payments and amortized commissions

Percentage-based payments are recorded on an accrual basis based on the amount of gross proceeds (net of redemptions) from the issue of redeemable shares during the current and previous seven calendar years. Amortized sales commissions are recorded on an accrual basis based on the amount of gross proceeds (net of redemptions) from the issue of redeemable shares during the previous 96 months. No percentage-based payments or amortized sales commissions are payable on the B Series or F Series.

h) Service fees

Service fees are recorded on an accrual basis based on net assets attributable to holders of Class A Shares, Class A-B Shares, Class I Shares, Class I-B Shares, Class R Shares and Class R-B Shares. No service fees are payable on the F Series.

i) Change in net assets attributable to holders of redeemable shares per share

The increase or decrease in net assets attributable to holders of redeemable shares from operations per share is calculated by dividing the increase in net assets attributable to holders of redeemable shares from operations by the weighted average number of shares outstanding during the year.

4. 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 these financial statements:

a) Qualification as an investment entity

The Fund has determined that it meets the definition of ‘investment entity’. An investment entity is an entity that: obtains funds from one or more investors for the purpose of providing them with investment management services, commits to its investors that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both, and measures and evaluates the performance for substantially all its investments on a fair value basis. The most significant judgment that the Fund has made in determining that it meets this definition is that fair value is used as the primary measurement attribute to measure and evaluate the performance of substantially all its investments.

b) Fair value measurement of securities not quoted in an active market

The methods used to determine the fair value of financial instruments that are not quoted in active markets incorporate various assumptions that are based on market conditions, and for which observable inputs are not generally available. Significant areas requiring the use of estimates include assessments of the financial condition of investees that might indicate a change in value of an investment. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer to Note 12 for further information about the Fund’s fair value measurements.

5. Funds held in trust

Funds held in trust are amounts deposited with legal counsel to purchase a new investment in the Class A Fund and Class I Fund, which did not close prior to year-end.

6. Loss support program contributions and advances

The Fund had a loss support agreement with Western Economic Diversification Canada for certain investment transactions made in the Class I Fund, which expired on March 31, 2022. The agreement provided loss support at a rate of 50% of funds invested to be used to offset up to 80% of any realized loss in the portfolio. During the term of the agreement, the Fund received loss support program contributions and advances of \$3.3 million. The Class I Fund had realized losses of \$217 thousand during the term of the agreement and there were unrealized losses of \$1.3 million within the Class I Fund venture investment portfolio as at March 31, 2022. As a result, the amount of the loss support program contributions repayable to Western Economic Diversification Canada were reduced by 80% of these losses or \$1.2 million as per the terms of the program and \$2.1 million was repaid to Western Economic Diversification Canada. The remaining balance of \$1.2 million was recorded as a realized loss support contribution on the August 31, 2022 Class I Fund Statement of Comprehensive Income.

7. Redeemable shares

The Fund’s redeemable shares are issuable at the applicable Pricing NAV to eligible investors and certain registered retirement savings plans and are subject to restrictions on transfer and redemption in accordance with the Saskatchewan Act, the Manitoba Act, and the Fund’s articles. Collectively, the shares are voting, entitled to elect a minority of the Directors of the Fund, entitled to receive dividends at the discretion of the Board of Directors and may be transferred to certain registered retirement income funds. Under certain circumstances, the shares are redeemable at the applicable Pricing NAV.

The Fund also has 10 Class B shares outstanding, which were issued to the Fund’s sponsor for a nominal amount. The Class B shares are non-participating, voting, and entitled to elect a simple majority of the Board of Directors of the Fund. The shares are redeemable at the option of the Fund at the subscription price. There were no transactions affecting the Fund’s Class B shares during the years ended August 31, 2023 or 2022.

During the year, the number of shares issued, redeemed and outstanding were as follows:

				2023
	Beginning of year	Shares issued	Shares redeemed	End of year
Class A Shares				
Class A (SK) shares	13,794,346	-	(2,018,138)	11,776,208
Class A (MB) shares	364,583	-	(35,766)	328,817
	14,158,929	-	(2,053,904)	12,105,025
Class A-B Shares				
Class A-B (SK) shares	323,582	1,295,335	(6,903)	1,612,014
Class A-B (MB) shares	3,458	51,992	(18)	55,432
	327,040	1,347,327	(6,921)	1,667,446
Class A-F Shares				
Class A-F (SK) shares	660,479	144,798	(3,692)	801,585
Class A-F (MB) shares	30,300	14,357	(298)	44,359
	690,779	159,155	(3,990)	845,944
Class I Shares				
Class I (SK) shares	3,319,261	-	(332,082)	2,987,179
Class I (MB) shares	69,193	-	(9,559)	59,634
	3,388,454	-	(341,641)	3,046,813
Class I-B Shares				
Class I-B (SK) shares	90,806	221,249	(1,603)	310,452
Class I-B (MB) shares	1,461	6,363	-	7,824
	92,267	227,612	(1,603)	318,276
Class I-F Shares				
Class I-F (SK) shares	92,721	9,540	(18)	102,243
Class I-F (MB) shares	4,516	264	-	4,780
	97,237	9,804	(18)	107,023

7. Redeemable shares (continued)

	2023			
	Beginning of year	Shares issued	Shares redeemed	End of year
Class R Shares				
Class R (SK) shares	975,992	-	(132,608)	843,384
Class R-B Shares				
Class R-B (SK) shares	21,454	64,181	(431)	85,204
Class R-F Shares				
Class R-F (SK) shares	1,632	3,955	-	5,587
	2022			
	Beginning of year	Shares issued	Shares redeemed	End of year
Class A Shares				
Class A (SK) shares	14,901,323	901,750	(2,008,727)	13,794,346
Class A (MB) shares	369,157	39,161	(43,735)	364,583
	15,270,480	940,911	(2,052,462)	14,158,929
Class A-B Shares				
Class A-B (SK) shares	-	323,795	(213)	323,582
Class A-B (MB) shares	-	3,458	-	3,458
	-	327,253	(213)	327,040
Class A-F Shares				
Class A-F (SK) shares	559,566	103,681	(2,768)	660,479
Class A-F (MB) shares	28,677	1,623	-	30,300
	588,243	105,304	(2,768)	690,779
Class I Shares				
Class I (SK) shares	3,423,696	260,051	(364,486)	3,319,261
Class I (MB) shares	71,179	1,934	(3,920)	69,193
	3,494,875	261,985	(368,406)	3,388,454
Class I-B Shares				
Class I-B (SK) shares	-	90,838	(32)	90,806
Class I-B (MB) shares	-	1,461	-	1,461
	-	92,299	(32)	92,267
Class I-F Shares				
Class I-F (SK) shares	75,788	16,954	(21)	92,721
Class I-F (MB) shares	2,941	1,575	-	4,516
	78,729	18,529	(21)	97,237
Class R Shares				
Class R (SK) shares	1,100,095	49,367	(173,470)	975,992
Class R-B Shares				
Class R-B (SK) shares	-	21,454	-	21,454
Class R-F Shares				
Class R-F (SK) shares	1,632	-	-	1,632

8. Reconciliation of net asset values

The Fund’s accounting policy is to measure the fair value of publicly traded securities using the last traded market price, provided that 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, or where no sales in a security have been transacted on the reporting date, the Manager determines the point within the bid-ask spread that is most representative of fair value based on specific facts and circumstances.

For the determination of the Fund’s Pricing NAV, the value of publicly traded securities is determined based on the previous day’s closing price, or, if no sales of a security have been transacted on that date, then based on that day’s closing bid price, or, if there is no closing bid price, then based on the most recent closing price. As a result, there may be a difference between the Pricing NAV and the net assets attributable to holders of redeemable shares as shown on the Statement of Financial Position.

At August 31, 2023 and 2022, there were no differences between the Pricing NAV per share and net assets attributable to holders of redeemable shares per share for the Class A Fund, Class I Fund or Class R Fund.

9. Fees and expenses

a) Management fees

The Manager has been retained to manage and administer the business affairs of the Fund, including management of the venture investment and short-term investment portfolios. In consideration of the performance by the Manager of its duties, the Manager receives an annual management fee equal to 2.5% of the aggregate Pricing NAV for each of the Class A Fund, Class I Fund and Class R Fund. The management fee is calculated and payable monthly in arrears based on the Pricing NAVs as at each weekly valuation date.

The Manager waived the management fee for the period prior to the Fund reaching \$5 million in gross B Series subscriptions and, as a result, management fees of \$nil (2022 - \$26 thousand) on Class A-B Shares, \$nil (2022 - \$6 thousand) on Class I-B Shares and \$nil (2022 - less than \$1 thousand) on Class R-B Shares were waived during the year ended August 31, 2023.

The Fund is responsible for any fees and expenses paid to any third party for management of the short-term investment portfolio should the Manager no longer provide these services to the Fund.

b) Service fees

An annual service fee equal to 0.5% of the aggregate Pricing NAV of the Class A Shares, Class I Shares and Class R Shares is paid quarterly to selling agents of the Fund. An annual service fee equal to 1.25% of the aggregate Pricing NAV of the B Series is paid quarterly to selling agents of the Fund. No service fees are paid with respect to the F Series.

c) Percentage-based payments

While the Class A Shares, Class I Shares and Class R Shares are no longer available for issue, the Fund has engaged an arm’s length party to pay sales commissions on the Class A Shares, Class I Shares and Class R Shares previously issued. As remuneration for managing the payment of the commissions, the Fund has agreed to pay the arm’s length party an annual percentage-based payment of 0.95% of the gross proceeds (net of redemptions) raised in any calendar year on the sale of Class A Shares, Class I Shares and Class R Shares over eight consecutive years. There are no sales commissions payable on sales of the B Series or F Series.

d) Amortized sales commissions

Purchasers of the Class A Shares, Class I Shares and Class R Shares had an option to select an alternative sales commission structure, whereby eight annual instalments equal to 0.75% of the investor’s cost of purchasing the shares would be paid to selling agents of the Fund. While the Class A Shares, Class I Shares and Class R Shares are no longer available for issue, the instalments will continue to be payable with respect to shares previously purchased until such time as the applicable shares are redeemed or the end of the eight-year instalment period (whichever is earlier). No amortized commissions are paid with respect to the B Series or F Series.

e) Administration fees

Pursuant to a transfer agency agreement, the Fund has retained Prometa Fund Support Services Inc. to provide certain services to the Fund, including processing of sales orders and maintaining shareholder records. The Fund has retained Concentra Trust as the Fund’s Custodian and Bare Trustee.

f) Marketing service fees

As remuneration for distribution services being provided by the principal distributor of the Fund, the Fund has agreed to pay the principal distributor an aggregate annual marketing service fee of 1.00% of gross proceeds raised from the issue of redeemable shares.

The Manager reimbursed the Fund for marketing service fees paid to the principal distributor on the first \$5 million of gross B Series subscriptions. Marketing service fees of \$nil (2022 - \$20 thousand) on the Class A-B Shares, \$nil (2022 - \$4 thousand) on the Class I-B Shares and \$nil (2022 - less than \$1 thousand) on the Class R-B Shares were reimbursed in the year ended August 31, 2023.

9. Fees and expenses (continued)

g) Incentive participation amount

The Manager is entitled to an incentive participation amount (“**IPA**”) equal to 20% of any return derived from an eligible investment of the Fund (excluding the first 10% of interest and dividend income earned and any commitment or work fees paid to the Fund in connection with the investment) in any fiscal year provided that: (i) the Class A Fund, Class I Fund or Class R Fund, as applicable, has earned sufficient income to generate a rate of return on all venture investments which is greater than the five-year average guaranteed investment certificate rate of Concentra Bank plus 1.5% on an annualized basis; (ii) has earned sufficient income from the particular investment to provide a cumulative investment return at an average annual rate in excess of 10% since investment; and, (iii) has recouped an amount from the venture investment, through income earned, liquidation of the investment, or otherwise, equal to all the principal invested in the particular venture investment.

For the Class A Fund, an IPA of \$1.1 million (2022 - \$nil) was paid or payable to the Manager during the year ended August 31, 2023, on the portion of realized gains from the disposition of venture investments that have been received in cash. The IPA was 0.39% (2022 - nil%) expressed as a percentage of average Pricing NAV for the Class A Fund for the year.

For the Class A Fund, a contingent IPA of \$32 million (2022 - \$25 million) has been reflected in the financial statements in respect of unrealized gains and excess returns as at August 31, 2023. The increase in the contingent IPA of \$7 million (2022 - \$7.9 million) during the year ended August 31, 2023 represents a decrease of 2.42% (2022 - 3.02%) in average Pricing NAV of the Class A Fund for the year.

For the Class I Fund, an IPA of \$5 thousand (2022 - \$nil) was paid or payable to the Manager during the year ended August 31, 2023, on the portion of realized gains from the disposition of venture investments that have been received in cash. The IPA was 0.01% (2022 - nil%) expressed as a percentage of average Pricing NAV for the Class I Fund for the year.

For the Class I Fund, a contingent IPA of \$3.1 million (2022 - \$2.1 million) has been reflected in the financial statements in respect of unrealized gains and excess returns as at August 31, 2023. The increase in the contingent IPA of \$960 thousand (2022 - \$743 thousand) during the year ended August 31, 2023 represents a decrease of 1.75% (2022 - 1.38%) in average Pricing NAV of the Class I Fund for the year.

For the Class R Fund, there was no IPA paid or payable for the year ended August 31, 2023 or 2022. No contingent IPA is accrued for the Class R Fund at August 31, 2023 or 2022.

h) Direct expenses

The Fund pays all direct costs and expenses incurred in the operation of the Fund, such as directors’ fees, custodian fees, insurance, legal, audit, and valuation expenses.

10. Net change in balances other than cash and investments

(thousands of dollars)

	2023		
	Class A Fund	Class I Fund	Class R Fund
(Increase) decrease in interest and other receivables	\$ (1,718)	\$ 1,142	\$ (9)
Decrease in funds held in trust	2,502	2,862	-
Decrease in accounts payable and accrued liabilities	(61)	(17)	(13)
Increase in incentive participation amount payable	37	5	-
	<u>\$ 760</u>	<u>\$ 3,992</u>	<u>\$ (22)</u>
	2022		
	Class A Fund	Class I Fund	Class R Fund
Decrease (increase) in interest and other receivables	\$ 411	\$ (1,730)	\$ 16
Increase in funds held in trust	(3,015)	(3,015)	-
(Decrease) increase in accounts payable and accrued liabilities	(4)	12	(10)
	<u>\$ (2,608)</u>	<u>\$ (4,733)</u>	<u>\$ 6</u>

11. Financial instruments by category

(thousands of dollars)

The following tables present the carrying amounts of the Fund's financial assets by category. All the Fund's financial liabilities, other than its net assets attributable to holders of redeemable shares, were carried at amortized cost as at the end of each period.

	2023			
	Category	Class A Fund	Class I Fund	Class R Fund
Cash	FVTPL	\$ 16,734	\$ 3,577	\$ 758
Short-term investments	FVTPL	41,500	11,755	1,065
Interest and other receivables	Amortized cost	16,256	2,818	14
Funds held in trust	Amortized cost	513	153	-
Venture investments	FVTPL	283,839	44,474	4,581
		\$ 358,842	\$ 62,777	\$ 6,418
	2022			
	Category	Class A Fund	Class I Fund	Class R Fund
Cash	FVTPL	\$ 16,162	\$ 4,585	\$ 1,122
Short-term investments	FVTPL	11,000	12,175	1,545
Interest and other receivables	Amortized cost	14,538	3,960	5
Funds held in trust	Amortized cost	3,015	3,015	-
Venture investments	FVTPL	281,061	35,779	4,091
		\$ 325,776	\$ 59,514	\$ 6,763

12. Fair value of financial instruments

a) Fair value hierarchy

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 three levels of the fair value hierarchy are:

- Level 1
- Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date,
- Level 2
- Inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3
- Inputs are unobservable for the asset or liability.

If inputs of different levels are used to measure an asset's or liability's fair value, the classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement.

The Manager is responsible for performing fair value measurements included in the financial statements of the Fund, including Level 3 measurements. The Manager performs semi-annual valuations as at the last day of February and the last day of August in each year based on policies and procedures established by the Fund's Board of Directors. For investments for which no public market exists, the valuations are performed based on the Canadian Venture Capital and Private Equity Association valuation guidelines.

The semi-annual valuations are approved by the Valuation Committee of the Board of Directors, and the valuation prepared as at the end of August in each year is also presented to the Board of Directors for approval.

The following tables illustrate the classification of the Fund's assets measured at fair value within the fair value hierarchy as at August 31, 2023 and 2022:

12. Fair value of financial instruments (continued)

a) Fair value hierarchy (continued)

i. Class A Fund

(thousands of dollars)

	2023			
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ -	\$ 41,500	\$ -	\$ 41,500
Venture investments	480	2,380	280,979	283,839
	\$ 480	\$ 43,880	\$ 280,979	\$ 325,339
	2022			
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ -	\$ 11,000	\$ -	\$ 11,000
Venture investments	3,101	-	277,960	281,061
	\$ 3,101	\$ 11,000	\$ 277,960	\$ 292,061

ii. Class I Fund

(thousands of dollars)

	2023			
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ -	\$ 11,755	\$ -	\$ 11,755
Venture investments	1,002	-	43,472	44,474
	\$ 1,002	\$ 11,755	\$ 43,472	\$ 56,229
	2022			
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ -	\$ 12,175	\$ -	\$ 12,175
Venture investments	1,423	-	34,356	35,779
	\$ 1,423	\$ 12,175	\$ 34,356	\$ 47,954

iii. Class R Fund

(thousands of dollars)

	2023			
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ -	\$ 1,065	\$ -	\$ 1,065
Venture investments	643	-	3,938	4,581
	\$ 643	\$ 1,065	\$ 3,938	\$ 5,646
	2022			
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ -	\$ 1,545	\$ -	\$ 1,545
Venture investments	1,277	-	2,814	4,091
	\$ 1,277	\$ 1,545	\$ 2,814	\$ 5,636

All fair value measurements above are recurring. The carrying value of the contingent IPA approximates its fair value. The carrying values of cash, interest and other receivables, funds held in trust, accounts payable and accrued liabilities, IPA, and the Fund's obligation for net assets attributable to holders of redeemable shares approximate their fair values as these instruments are short-term in nature.

12. Fair value of financial instruments (continued)

b) Changes in Level 3 instruments

The following tables present the movement in Level 3 instruments for the years ended August 31, 2023 and 2022 (thousands of dollars):

	2023		
	Class A Fund	Class I Fund	Class R Fund
Beginning balance	\$ 277,960	\$ 34,356	\$ 2,814
Purchases	7,928	4,179	600
Repayments	(4,189)	-	-
Proceeds on disposition	(13,452)	-	-
Net realized gains	1,401	-	-
Net unrealized gains	36,766	4,937	524
Transferred to Level 2	(25,435)	-	-
Ending balance	\$ 280,979	\$ 43,472	\$ 3,938
Net unrealized gains during the year included in the Statements of Comprehensive Income for Level 3 assets held at end of year	\$ 37,881	\$ 4,737	\$ 524
	2022		
	Class A Fund	Class I Fund	Class R Fund
Beginning balance	\$ 236,531	\$ 21,961	\$ 1,844
Purchases	9,348	10,127	779
Repayments	(3,256)	-	(562)
Dispositions	(465)	-	(34)
Net realized losses	(7,535)	-	(219)
Net unrealized gains	43,337	2,268	1,006
Ending balance	\$ 277,960	\$ 34,356	\$ 2,814
Net unrealized gains during the year included in the Statements of Comprehensive Income for Level 3 assets held at end of year	\$ 41,723	\$ 2,268	\$ 944

During the year ended August 31, 2023, a Class A Fund investment of \$25.4 million (2022 - \$nil) was transferred from Level 3 to Level 2 due to the availability and use of observable inputs in the valuation of the investment. There were no other financial instruments transferred between levels of the fair value hierarchy during the year ended August 31, 2023 or 2022.

The Fund may at times receive non-cash consideration in the normal course of purchases and dispositions of venture investments. During the year ended August 31, 2023, the Class A Fund made non-cash purchases of venture investments of \$nil (2022 - \$448 thousand) and received non-cash proceeds of \$nil (2022 - \$448 thousand) on disposition of venture investments. During the year ended August 31, 2023, the Class R Fund made non-cash purchases of venture investments of \$nil (2022 - \$34 thousand) and received non-cash proceeds of \$nil (2022 - \$34 thousand) on disposition of venture investments.

12. Fair value of financial instruments (continued)

c) Level 3 measurements

The following tables present the fair value, categorized by key valuation techniques and the unobservable inputs used within Level 3 as of August 31, 2023 and 2022.

The sensitivity analysis set out below is intended to reflect the uncertainty inherent in the valuation of these investments under current market conditions, and its results cannot be extrapolated due to non-linear effects that changes in valuation assumptions may have on the fair value of these investments. While this illustrates the overall effect of changing the values of the unobservable inputs by a set percentage, the significance of the impact and the range of reasonably possible alternative assumptions may differ significantly between investments, given their different terms and circumstances. Furthermore, the analysis does not indicate the probability of such changes occurring and it does not necessarily represent the Fund's view of expected future changes in the fair value of these investments. Any management actions that may be taken to mitigate the inherent risks are not reflected in this analysis.

i. Class A Fund
(thousands of dollars)

2023					
Valuation technique	Fair value	Unobservable inputs	Range of inputs	Sensitivity of input value	Impact on fair value +/-
Enterprise multiple	\$ 233,849	EBITDA multiple	4.09x-7.39x	0.50x	\$19,400/\$(18,455)
NAV/unit	17,376	% variance	100%	10%	1,738/(1,738)
Recent financing	15,969	Transaction price	100%	10%	1,596/(1,596)
Tangible book value	8,743	% variance	100%	10%	874/(874)
Discounted cash flow	5,042	Discount rate	11.4%-50%	1.5%	463/(398)
	<u>\$ 280,979</u>				
2022					
Valuation technique	Fair value	Unobservable inputs	Range of inputs	Sensitivity of input value	Impact on fair value +/-
Enterprise multiple	\$ 234,417	EBITDA multiple	4.09x-7.75x	0.50x	\$19,852/\$(19,254)
NAV/unit	16,840	% variance	100%	10%	1,684/(1,684)
Recent financing	12,035	Transaction price	100%	10%	1,203/(1,203)
Tangible book value	9,331	% variance	100%	10%	933/(933)
Discounted cash flow	5,337	Discount rate	11.4%-50%	1.5%	484/(415)
	<u>\$ 277,960</u>				

12. Fair value of financial instruments (continued)

c) Level 3 measurements (continued)

ii. Class I Fund
(thousands of dollars)

2023					
Valuation technique	Fair value	Unobservable inputs	Range of inputs	Sensitivity of input value	Impact on fair value +/-
Enterprise multiple	\$ 29,672	EBITDA multiple	3.14x-7.39x	0.50x	\$2,986/\$(2,562)
Recent financing	12,357	Transaction price	100%	10%	1,236/(1,236)
Discounted cash flow	1,443	Discount rate	3% -11.4%	1.5%	65/(62)
	<u>\$ 43,472</u>				
2022					
Valuation technique	Fair value	Unobservable inputs	Range of inputs	Sensitivity of input value	Impact on fair value +/-
Enterprise multiple	\$ 19,968	EBITDA multiple	4.09x-7.14x	0.50x	\$1,610/\$(1,595)
Recent financing	13,188	Transaction price	100%	10%	1,319/(1,319)
Discounted cash flow	1,200	Discount rate	3% -11.4%	1.5%	51/(48)
	<u>\$ 34,356</u>				

iii. Class R Fund
(thousands of dollars)

2023					
Valuation technique	Fair value	Unobservable inputs	Range of inputs	Sensitivity of input value	Impact on fair value +/-
NAV/unit	\$ 3,338	% variance	100%	10%	\$334/\$(334)
Recent financing	600	Transaction price	100%	10%	60/(60)
	<u>\$ 3,938</u>				
2022					
Valuation technique	Fair value	Unobservable inputs	Range of inputs	Sensitivity of input value	Impact on fair value +/-
NAV/unit	\$ 2,814	% variance	100%	10%	\$281/\$(281)
	<u>\$ 2,814</u>				

13. Risks associated with financial instruments

The Fund’s activities expose it to a variety of risks associated with financial instruments, including credit risk, liquidity risk and market risk (including price risk and interest rate risk). The Fund has no exposure to currency risk as all financial instruments of the Fund are denominated in Canadian currency. The objective of the Fund is to manage these risks while maintaining a risk/return balance that is consistent with the Fund’s investment objectives. The Manager seeks to mitigate these risks by monitoring the Fund’s investment holdings and by diversifying the investment portfolio within the constraints of governing legislation. There is a risk of loss of capital for all investments made by the Fund.

a) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Concentration of credit risk relates to groups of counterparties that have similar economic or industry characteristics that cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions. Most of the credit risk to which the Fund is exposed arises from its short-term investments, venture investments in debt securities, and accrued interest receivable.

The Fund analyzes credit concentration based on the counterparty, industry, and geographic location. To mitigate counterparty risk associated with its debt venture investments, the Fund has, where possible, secured its debt investments with first or subordinated charges on the assets of the investee company and imposed certain financial covenants on the investee companies. The Fund seeks to mitigate risks associated with a particular industry by investing its venture investment portfolios in a diverse range of industries. The Fund seeks to mitigate credit risk in its short-term investment portfolios by investing in instruments with a minimum Dominion Bond Service rating of A or in instruments that are guaranteed by the Credit Union Deposit Guarantee Corporation.

For the Class A Fund, the maximum credit risk exposure at August 31, 2023 is \$87.8 million (2022 - \$60.1 million). The Class A Fund’s venture investment portfolio includes investments in 17 (2022 - 16) debt instruments at August 31, 2023. The diversification of the Class A Fund venture investments by industry sector is outlined in the Schedule of Investment Portfolio. Although the Class A Fund’s venture investment portfolio consists primarily of investments in Saskatchewan and Manitoba companies, many companies in the portfolio have access to national or international markets. To mitigate geographic risk, the Class A Fund has been invested in companies with a diverse range of end markets.

For the Class I Fund, the maximum credit risk exposure at August 31, 2023 is \$16.1 million (2022 - \$15.8 million). The Class I Fund’s venture investment portfolio includes investments in 15 (2022 - 11) debt instruments at August 31, 2023. The diversification of the Class I Fund venture investments by industry sector is outlined in the Schedule of Investment Portfolio.

For the Class R Fund, the maximum credit risk exposure as at August 31, 2023 is \$3.1 million (2022 - \$3.6 million). At August 31, 2023, the Class R Fund’s venture investment portfolio includes investments in four (2022 - four) debt instruments.

b) Liquidity risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting obligations associated with financial liabilities. The Fund is exposed to weekly cash redemptions of its redeemable shares and has instituted a liquid reserve policy for each of the Class A Fund, Class I Fund and Class R Fund for managing its liquidity risk. Under the liquid reserve policy, each of the Class A Fund, Class I Fund and Class R Fund will maintain reserves equal to the lesser of 20% of retained earnings or 50% of net earnings after taxes for the previous fiscal year. In addition, an amount equal to 25% of all guarantees issued will be maintained on reserve. At August 31, 2023 there are no guarantees issued.

The Fund invests in debt securities and equity investments that are not traded in an active market. As a result, the Fund may not be able to quickly liquidate its investments in these instruments at amounts which approximate their fair values or be able to respond to specific events such as deterioration in the creditworthiness of any issuer.

The financial liabilities of the Fund mature in less than three months except for the contingent IPA. The contingent IPA is an estimate, based on unrealized gains and excess returns, that would have been payable had the Fund disposed of its entire venture investment portfolio at fair value at August 31, 2023. The maturity of the contingent IPA is uncertain and is only payable to the Manager if specific criteria are met, as outlined in Note 9(g).

Although the redeemable shares are redeemable on demand at the holder’s option, shares redeemed within the eight-year period following their purchase are generally subject to a withholding fee equal to the tax credits received by the investor. As a result, holders of the Fund’s shares typically retain them for an extended period. Furthermore, subject to certain restrictions, the Fund is not obligated to redeem its shares under certain circumstances as outlined in the Fund’s prospectus. Based on the redemption history of the Fund, the Manager expects that the redeemable shares outstanding at August 31, 2023 will be redeemed over a period of several years.

13. Risks associated with financial instruments (continued)

c) Market risk

The Fund’s investments are subject to market risk which is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

i. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Fund holds securities with fixed interest rates that expose the Fund to fair value interest rate risk. The Fund attempts to mitigate this risk by investing all cash and short-term investments at short-term market interest rates. The Fund also holds debt venture investments subject to variable interest rates, which exposes the Fund to cash flow interest rate risk. The Fund mitigates this risk by maintaining fixed interest rates on a portion of its debt venture investments. Based on cost, at August 31, 2023, 27.78% (2022 - 34.27%) of the Class A Fund debt venture investments, 61.51% (2022 - 59.11%) of the Class I Fund debt venture investments and 8.57% (2022 - 8.57%) of the Class R Fund venture investments bear interest at fixed rates.

ii. Price risk

The Fund is exposed to price risk, which is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk). The Fund is exposed to fluctuations in the value of its equity venture investments due to such risks as commodity prices or changes to the public markets.

The Class A Fund venture investment portfolio is exposed to commodity prices such as oil and gas, ethanol, and agricultural commodities, however, the Fund seeks to mitigate this risk by investing in a diverse range of industries. At August 31, 2023, the Class A Fund was invested in 11 (2022 - 12) different industry sectors.

The Class I Fund invests in companies in the innovation sector of the Saskatchewan and Manitoba economies. At August 31, 2023, the Class I Fund was invested in 28 (2022 - 24) private companies and one (2022 - two) public company in six (2022 - six) different industry sectors.

The Class R Fund invests in companies in the resource sector of the Saskatchewan economy. At August 31, 2023, the Class R Fund was invested in seven (2022 - seven) private companies and one (2022 - two) public company in the resource sector.

Although the Fund invests primarily in private companies, the Fund has acquired publicly traded companies through the exit of private companies and, as a result, is exposed to fluctuations in the public market. For the Class A Fund, publicly traded companies make up 0.17% (2022 - 1.10%) of the venture investment portfolio, based on fair value, at August 31, 2023. For the Class I Fund, publicly traded companies make up 2.25% (2022 - 3.98%) of the venture investment portfolio, based on fair value, at August 31, 2023. For the Class R Fund, publicly traded companies make up 14.04% (2022 - 31.21%) of the venture investment portfolio, based on fair value, at August 31, 2023.

The following table illustrates the impact of a 10% change in the value of publicly traded securities on the Pricing NAV of each of the Fund’s redeemable shares at August 31, 2023 and 2022:

	2023		2022	
	Impact on Pricing NAV (\$/share)	Impact on Pricing NAV (%)	Impact on Pricing NAV (\$/share)	Impact on Pricing NAV (%)
Class A Fund				
Class A Shares	\$ - ⁽¹⁾	0.01%	\$ 0.02	0.10%
Class A-B Shares	- ⁽¹⁾	0.02%	0.02	0.13%
Class A-F Shares	- ⁽¹⁾	0.02%	0.03	0.12%
Class I Fund				
Class I Shares	0.03	0.17%	0.04	0.25%
Class I-B Shares	0.04	0.22%	0.05	0.35%
Class I-F Shares	0.05	0.22%	0.06	0.33%
Class R Fund				
Class R Shares	0.07	1.05%	0.13	1.92%
Class R-B Shares	0.04	0.66%	0.08	1.21%
Class R-F Shares	0.05	0.68%	0.11	1.39%

⁽¹⁾ impact is less than \$0.01 per share

13. Risks associated with financial instruments (continued)

d) Concentration risk

Concentration risk arises because of the concentration of exposures within the same category, whether it is geographic location, product type, industry sector or counterparty type. A summary of the venture portfolio concentration by industry sector and stage of development is provided in the Schedule of Investment Portfolio for each of the Class A Fund, Class I Fund and Class R Fund. The Class R Fund is a resource focused portfolio with a strategy to invest in companies in the energy, mining and/or related resource sectors of the Saskatchewan economy. Accordingly, all the Class R Fund venture investments are in the oil & gas sector as at August 31, 2023 and 2022.

e) Capital risk management

Redeemable shares issued and outstanding are the capital of the Fund. The Manager manages the capital of the Fund in accordance with the Fund's investment objectives, policies, and restrictions as outlined in the Fund's prospectus, while attempting to maintain sufficient liquidity to meet shareholder redemptions, operational requirements, and future venture investments.

Pursuant to the Saskatchewan Act, the Fund is obligated, during the 24-month period following the end of the fiscal year in which the Saskatchewan share capital is raised, to invest and maintain at least 75% of the share capital raised in Saskatchewan in investment instruments issued by eligible businesses. Under the Saskatchewan Act, an amount equal to 20% of the capital raised in Saskatchewan must be set aside in a trust fund until the Fund has met the investment requirements as set forth in the Saskatchewan Act. Pending release, the trust monies will be invested in investments permitted by the Saskatchewan Act. At August 31, 2023, the Fund complied with the investment pacing requirements under the Saskatchewan Act.

For the Class A Fund, cash and short-term investments of \$6.8 million (2022 - \$1.2 million) are held within the trust fund required by the Saskatchewan Act at August 31, 2023. For the Class I Fund, cash and short-term investments of \$4.5 million (2022 - \$3.8 million) are held within the trust fund at August 31, 2023. For the Class R Fund, cash and short-term investments of \$108 thousand (2022 - \$31 thousand) are held within the trust fund at August 31, 2023.

The regulations to the Saskatchewan Act require the Fund to invest 18.75% of its annual net capital (being annual capital raised less annual capital required to satisfy redemption obligations) in eligible innovation activities. Eligible innovation activities include: (i) activities carried out by an eligible business whose principal business is directly related to one or more of the following sectors: clean or environmental technology, health and life sciences, crop and animal sciences, industrial biotechnology, information and communication technology; or (ii) activities carried out by an eligible business that involves technical risk, productivity improvement or the application of a technology, process or innovation that is new to Saskatchewan and facilitates growth, supports trade or exports or enhances Saskatchewan's competitiveness. At August 31, 2023, the Fund complied with this innovation pacing requirement under the Saskatchewan Act.

Pursuant to the Manitoba Act, the Fund is obligated, during the 24-month period following the end of the fiscal year in which the Manitoba share capital is raised, to invest at least 70% of the equity capital raised in Manitoba in eligible investments issued by eligible business entities or in any other type of investment authorized by the Manitoba Act, and 14% of the Manitoba share capital so invested must be in eligible investments for which the total cost of the eligible investments held by the Fund in such entity and any related entities does not exceed \$2 million. At August 31, 2023, the Fund complied with the investment pacing requirements under the Manitoba Act.

14. Taxation

All share classes of the Fund are combined as a single legal entity in computing the net income (loss) and net capital gains (losses) for tax purposes. Income taxes, if any, are allocated to the Class A Fund, Class I Fund and Class R Fund on a fair and reasonable basis.

Under the Federal Act, no taxes are generally payable by the Fund on dividends received from Canadian corporations, and income taxes payable on capital gains are substantially refundable on a formula basis when shares of the Fund are redeemed or capital gains dividends are paid, or deemed to be paid, by the Fund to its shareholders. A portion of the income taxes payable on net interest income earned by the Fund is also refundable on payment, or deemed payment, of taxable dividends to the shareholders.

The Fund can minimize income taxes through the deemed payment of a dividend by capitalizing an amount of its taxable income as paid up capital on its Class A, Class A-B, Class A-F, Class I, Class I-B, Class I-F, Class R, Class R-B or Class R-F Shares, or a combination thereof. If, and to the extent that, the Fund increases the paid up capital of a class of shares, the holder of the shares will be deemed to have received a dividend and the adjusted cost base of the holder's shares will be increased by the amount of the deemed dividend.

Temporary differences between the tax basis of assets and liabilities and their carrying amounts may be either taxable or deductible. Taxable temporary differences give rise to future income tax liabilities and deductible temporary differences give rise to future income tax assets. When the fair value of investments is greater than their tax basis, a future income tax liability arises, and the future tax liability is offset by refundable taxes generated by future payments of capital gains dividends. When the fair value of investments is less than their tax basis, a future income tax asset arises and, due to the uncertainty of such future income tax assets ultimately being realized, a full valuation allowance is applied to offset the asset. Any unused capital and non-capital losses represent future income tax assets to the Fund for which a full valuation allowance has been established such that no net benefit has been recorded by the Fund.

As at August 31, 2023, the Fund has estimated non-capital losses available for carryforward of \$nil (2022 - \$nil) and estimated capital losses available for carryforward of \$9.6 million (2022 - \$15.8 million).

15. Related party transactions

The Manager is a company controlled by the President & Chief Executive Officer of the Fund.

For the Class A Fund, management fees of \$7.6 million (2022 - \$6.9 million) and office costs totaling \$8 thousand (2022 - \$8 thousand) were paid or payable to the Manager, and management fees of \$nil (2022 - \$26 thousand) were waived during the year ended August 31, 2023. During the year ended August 31, 2023, the Manager earned an IPA of \$1.1 million (2022 - \$nil) on realized gains in the Class A Fund that have been received in cash.

For the Class A Fund, management fees of \$664 thousand (2022 - \$586 thousand) are included in accounts payable and accrued liabilities, there is an IPA payable to the Manager of \$18.8 million (2022 - \$18.8 million) and an accrued contingent IPA of \$32 million (2022 - \$25 million) at August 31, 2023.

For the Class I Fund, management fees of \$1.4 million (2022 - \$1.4 million) and office costs of \$1 thousand (2022 - \$2 thousand) were paid or payable to the Manager, and management fees of \$nil (2022 - \$6 thousand) were waived during the year ended August 31, 2023. During the year ended August 31, 2023, the Manager earned an IPA of \$5 thousand (2022 - \$nil) on realized gains in the Class I Fund that have been received in cash.

For the Class I Fund, management fees of \$124 thousand (2022 - \$119 thousand) are included in accounts payable and accrued liabilities, there is an IPA payable to the Manager of \$2.5 million (2022 - \$2.5 million) and an accrued contingent IPA of \$3.1 million (2022 - \$2.1 million) at August 31, 2023.

For the Class R Fund, management fees of \$168 thousand (2022 - \$166 thousand) and office costs of less than \$1 thousand (2022 - less than \$1 thousand) were paid or payable to the Manager, and management fees of \$nil (2022 - less than \$1 thousand) were waived during the year ended August 31, 2023.

For the Class R Fund, management fees of \$14 thousand (2022 - \$14 thousand) are included in accounts payable and accrued liabilities at August 31, 2023.

The above-mentioned transactions were in the normal course of operations, are non-interest bearing, and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

16. Net assets of the Fund

The Fund's auditors, Ernst & Young LLP, reviewed the aggregate fair value of the Fund's investment portfolio, calculated in accordance with the Fund's internal valuation policies and with the principles outlined in the Fund's prospectus. The auditors employ a Chartered Business Valuator as a member of the audit team. Based on the scope of the review, Ernst & Young LLP provided an opinion to the Audit and Valuation Committees of the Fund as to the reasonableness of the aggregate fair value at August 31, 2023.

Board of Directors

Brian Barber^{1,3,4}
Chair
Senior Vice-President, Prairies, Ledcor Construction Limited

Lorraine Sali^{3,4}
Vice Chair
Special Representative for the Sponsor, Construction and General Workers’ Union, Local 180

James Salamon¹
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Retired Businessman (Formerly Managing Partner, SRG Chartered Professional Accountants)

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Director
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Catherine Gryba⁴
Director
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President/Chief Executive Officer/Director
President/Chief Executive Officer, Westcap Mgt. Ltd.

Golden Opportunities’ Governance

- ¹ Audit Committee
- ² Valuation Committee
- ³ Investment Committee
- ⁴ Governance and Nominations Committee

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Fund Codes: GOF507 (Class A-F SK), GOF508 (Class A-F MB), GOF509 (Class i-F SK), GOF510 (Class i-F MB), GOF511 (Class R-F SK), GOF701 (Class A-B SK), GOF702 (Class A-B MB), GOF703 (Class i-B SK), GOF704 (Class i-B MB), GOF705 (Class R-B SK)

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