

# INTERIM MANAGEMENT REPORT OF FUND PERFORMANCE

## Equity Portfolio

# Meritage Canadian Equity Portfolio

For the period ended June 30, 2011

This Interim Management Report of Fund Performance contains financial highlights, but does not contain the interim or annual financial statements of the Portfolio. A copy of the interim or annual financial statements can be obtained on request, and at no cost, by calling 1-866-603-3601, by writing to us at [infomeritage@nbc.ca](mailto:infomeritage@nbc.ca), by visiting our website at [www.meritageportfolios.com](http://www.meritageportfolios.com), by visiting SEDAR's website at [www.sedar.com](http://www.sedar.com), or by contacting your advisor.

You may also contact us using one of these methods to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

## Management Discussion of Fund Performance

### Results of Operations

For the six-month period ended June 30, 2011, the Advisor Series units of the Meritage Canadian Equity Portfolio returned -2.27% compared to 0.16% for the Portfolio's benchmark, the S&P/TSX Composite Index (CA\$). Unlike the index, the Portfolio's return is calculated net of fees and expenses. Please see the Past Performance section for returns of the F Series. Returns of the F Series may vary mainly because of fees and expenses.

On June 30, 2011, the net assets of the Meritage Canadian Equity Portfolio totalled approximately \$49.5 million compared to \$43.9 million on December 31, 2010. Its increase (12.74%) is mainly attributable to net sales.

Canadian equities traded higher during the first three months of 2011, boosted by optimism that the world economy has transitioned out of the recovery stage and into expansion. However, fortunes turned during the following three months, in reaction to political uprisings in parts of the Arab world and renewed fears of European debt defaults, which caused the S&P/TSX Composite Index to surrender its advance and close the period with a marginal gain of 0.16%.

Nevertheless, sector performances were mixed, as five of them ended with gains and five finished the period with losses. On the upside, the Health Care sector distanced itself from all others, as it gained 55.98%, benefiting from a 77.3% surge in the price of Valeant Pharmaceutical, while a 52% decline in Research in Motion (RIM) share price propelled the Technology sector to a 30.8% decline, its steepest six months loss since the second half of 2008. Outside of these two sectors, Telecommunications and Industrial shares posted the second and third best percentage gains, while Materials, Consumer Discretionary and Energy stocks figured amongst the worst decliners.

Materials and Energy shares lagged behind the overall market, despite firm commodity prices, as investors feared the effects of increasing costs on profit margins. Elsewhere, the Financial Services sector gained 4.24% overall but, performances were mixed as the majority of Banks and REITs ended with gains, while Insurers and Wealth Managers ended with losses.

The Portfolio held approximately 100% of its assets in holdings in Canadian equity funds as at June 30, 2011.



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For the review period, the portfolio underperformed its benchmark, the S&P/TSX Composite Index (CA\$). Overall, the portfolio's holding in Dynamic Value Fund of Canada (30%) detracted the most from performance, while its exposure to Beutel Goodman Canadian Equity Fund (30%) contributed the most.

The Beutel Goodman Canadian Equity Fund was able to achieve a positive return over the six-month period and outperform the S&P/TSX Composite Index. This outperformance was mainly attributable to the defensive positioning in stable growth, high cash flow companies that naturally biased the fund in favour of Consumer stocks, Financial and Telecommunications stocks. Stock selection detracted across most sectors though highlights included Rogers Communications and Telus Corp in the Telecommunications sector which added value over the period.

Dynamic Value Fund of Canada underperformed the S&P/TSX Composite Index during the period due to overweight exposure to Materials and to gold in particular, underweight exposure to Canadian financial companies and an underperformance of a few key names.

## **Recent Developments**

A Portfolio Manager of an underlying fund believes that the economic recovery and growth we have seen in many regions remains dependent upon accommodative central bank monetary policies. He believes that the business cycle has entered its later phases, and in Canada, consumer debt levels remain a concern. However, the long-term outlook for continuing strong growth and wealth building in developing economies remains favourable for Canada's resource-based economy and any signs of easing inflation levels in developing markets such as China may provide support for resource companies.

Another Portfolio Manager believes that while the strength in the Canadian economy and relatively benign inflation points to a possible increase in overnight rates by the Bank of Canada, caveats such as the strength of the Canadian dollar and slower U.S. growth could keep the Bank of Canada on hold for the remainder of the year. They expect that the U.S. Fed will likely keep its policy unchanged for all 2011 and into 2012. The fallout from the European sovereign crisis is expected to overhang capital markets.

## **Future Accounting Standards**

In February 2008, the Canadian Accounting Standards Board ("AcSB") confirmed that all publicly accountable enterprises would be required to report under International Financial Reporting Standards ("IFRS") as published by the International Accounting Standards Board ("IASB") for fiscal years beginning on or after January 1, 2011. However, in January 2011, the AcSB approved a deferral of the effective date of entry in force of IFRS from January 1, 2011 to January 1, 2013 for investment companies that are currently applying Accounting Guideline AcG-18, "Investment Companies".

The deferral of the transition date to IFRS has been put in place to ensure that investment companies will not have to modify their actual accounting treatment for entities in which they have control while the IASB is completing the standard about investment companies.

Consequently, the Funds will publish their first audited financial statements in accordance with IFRS for the year ended December 31, 2013 and will present comparative figures in accordance with IFRS for the year ended December 31, 2012, including an opening balance sheet as at January 1, 2012.

Given the deferral of the effective transition date to IFRS, management is closely monitoring the evolution of the standards and is adjusting its project consequently. In the periods preceding the first fiscal year in which IFRS will be adopted, the impacts of transitioning to IFRS on the financial statements of the Funds will be disclosed as they become known.

## Related Party Transactions

National Bank of Canada (the “Bank”) and its affiliated companies’ roles and responsibilities related to the Portfolio are as follows:

### Manager

As described in the *Management Fees* section, the Portfolio pays annual management fees to National Bank Securities Inc. (the “Manager”) in consideration for management services. The management fees cover mainly the Manager’s costs of managing the Portfolio’s investments. The Manager is an indirect wholly-owned subsidiary of National Bank of Canada (the “Bank”).

The Portfolio reimbursed in part the Manager for operating expenses incurred in administering the Portfolio, including trustee, record-keeping, custodial, legal, audit, investor servicing, and securityholder reporting fees.

### Portfolio Advisor

The Manager has appointed National Bank Trust (“NBT”), an indirect wholly-owned subsidiary of the Bank, as the portfolio advisor for the Portfolio. A flat fee is payable annually to NBT for its management services.

### Trustee, custodian and registrar

Natcan Trust Company (“NTC”), an indirect wholly-owned subsidiary of the Bank, is the Portfolio’s trustee. In this capacity, it is the legal owner of the Portfolio’s investments.

NTC also acts as the Portfolio’s custodian, registrar and transfer agent. The Manager pays NTC for its services as custodian based on the assets held by the Portfolio. In addition, a flat fee per transaction is paid to NTC. With respect to the registrar and transfer agent services for the Portfolio, a fixed annual amount is paid to NTC by the Manager.

NTC also has responsibility for valuation of the Portfolio and the Portfolio’s accounting and records. NTC is paid for these functions by the Manager.

### Brokerage Fees

NBT carries out the Portfolio transactions in the underlying funds through National Bank Direct Brokerage Inc. (“NBDB”), a wholly-owned subsidiary of the Bank. Each month, the Manager pays a flat fee for each transaction carried out in the underlying fund securities.

### Dealer Compensation

Fund units are also offered by National Bank Direct Brokerage Inc., CABN Investments Inc. National Bank Financial Inc. and other affiliated entities. Each month, brokers receive a commission representing a percentage of the average daily value of the securities held by their clients.

# Financial Highlights

The following tables show key financial information about the Portfolio and are intended to help you understand the Portfolio's financial performance for the period ended June 30, 2011 and the past five years.

## Advisor Series

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

	Period ended June 30, 2011	2010	2009	2008	2007	2006 (95 days)
Net Assets, beginning of year	\$ 11.03	\$ 9.60	\$ 7.35	\$ 10.65	\$ 10.64	\$ 10.00
<b>Increase (decrease) from operations</b>						
Total revenue	\$ —	\$ 0.08	\$ 0.12	\$ 0.11	\$ 0.11	\$ 0.13
Total expenses	\$ (0.14)	\$ (0.26)	\$ (0.21)	\$ (0.24)	\$ (0.29)	\$ (0.07)
Realized gains (losses)	\$ 0.03	\$ 0.20	\$ (0.03)	\$ (1.14)	\$ 0.94	\$ 0.74
Unrealized gains (losses)	\$ (0.18)	\$ 1.98	\$ 2.49	\$ (2.03)	\$ (0.53)	\$ 0.10
Transaction costs on purchase and sale investments	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
<b>Total increase (decrease) from operations<sup>(2)</sup></b>	<b>\$ (0.29)</b>	<b>\$ 2.00</b>	<b>\$ 2.37</b>	<b>\$ (3.30)</b>	<b>\$ 0.23</b>	<b>\$ 0.90</b>
<b>Distributions:</b>						
From income (excluding dividends)	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
From dividends	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 0.03
From capital gains	\$ —	\$ —	\$ —	\$ —	\$ 0.43	\$ 0.33
Return of capital	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
<b>Total annual distributions<sup>(3)</sup></b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 0.43</b>	<b>\$ 0.36</b>
<b>Net Assets as at June 30, 2011 and December 31 of years shown</b>	<b>\$ 10.78</b>	<b>\$ 11.03</b>	<b>\$ 9.60</b>	<b>\$ 7.35</b>	<b>\$ 10.65</b>	<b>\$ 10.64</b>

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

<sup>(2)</sup> Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase or decrease from operations is based on the weighted average number of units outstanding over the financial period.

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

### Ratios and Supplemental Data

	Period ended June 30, 2011	2010	2009	2008	2007	2006 (95 days)
Total net asset value (000's) <sup>(1)</sup>	\$ 48,298	\$ 43,101	\$ 27,258	\$ 12,123	\$ 16,517	\$ 5,242
Number of units outstanding <sup>(1)</sup>	4,480,576	3,907,644	2,839,919	1,650,303	1,550,174	492,804
Management expense ratio <sup>(2)</sup>	2.65 %	2.62 %	2.61 %	2.58 %	2.61 %	2.61 %
Management expense ratio before waivers or absorptions	2.65 %	2.65 %	2.83 %	2.88 %	3.07 %	3.46 %
Trading expense ratio <sup>(3)</sup>	— %	— %	— %	— %	— %	— %
Portfolio turnover rate <sup>(4)</sup>	4.00 %	45.40 %	18.27 %	41.01 %	7.23 %	0.20 %
Net asset value per unit	\$ 10.78	\$ 11.03	\$ 9.60	\$ 7.35	\$ 10.65	\$ 10.64

<sup>(1)</sup> This information is provided as at June 30, 2011 and December 31 of years shown.

<sup>(2)</sup> Management expense ratio is based on total expenses for the period indicated (excluding commissions and other portfolio transaction costs) and is expressed as an annualized percentage of the daily average net asset value during the period.

<sup>(3)</sup> The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the period.

<sup>(4)</sup> The Fund's portfolio's turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a Fund's portfolio turnover rate in a year, the greater the trading costs payable by the Fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

# Financial Highlights

## F Series

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

	Period ended June 30, 2011	2010	2009	2008	2007	2006 (95 days)
Net Assets, beginning of year	\$ 11.64	\$ 10.00	\$ 7.55	\$ 10.81	\$ 10.66	\$ 10.00
<b>Increase (decrease) from operations</b>						
Total revenue	\$ —	\$ 0.07	\$ 0.13	\$ 0.12	\$ 0.09	\$ 0.09
Total expenses	\$ (0.08)	\$ (0.14)	\$ (0.23)	\$ (0.25)	\$ (0.14)	\$ (0.03)
Realized gains (losses)	\$ 0.03	\$ 0.20	\$ (0.03)	\$ (1.20)	\$ 0.59	\$ 0.83
Unrealized gains (losses)	\$ (0.20)	\$ 1.87	\$ 2.69	\$ (2.16)	\$ (0.33)	\$ 0.11
Transaction costs on purchase and sale investments	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
<b>Total increase (decrease) from operations<sup>(2)</sup></b>	<b>\$ (0.25)</b>	<b>\$ 2.00</b>	<b>\$ 2.56</b>	<b>\$ 3.49</b>	<b>\$ 0.21</b>	<b>\$ 1.00</b>
<b>Distributions:</b>						
From income (excluding dividends)	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
From dividends	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 0.05
From capital gains	\$ —	\$ —	\$ —	\$ —	\$ 0.44	\$ 0.34
Return of capital	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
<b>Total annual distributions<sup>(3)</sup></b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 0.44</b>	<b>\$ 0.39</b>
<b>Net Assets as at June 30, 2011 and December 31 of years shown</b>	<b>\$ 11.45</b>	<b>\$ 11.64</b>	<b>\$ 10.00</b>	<b>\$ 7.55</b>	<b>\$ 10.81</b>	<b>\$ 10.66</b>

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

<sup>(2)</sup> Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase or decrease from operations is based on the weighted average number of units outstanding over the financial period.

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

### Ratios and Supplemental Data

	Period ended June 30, 2011	2010	2009	2008	2007	2006 (95 days)
Total net asset value (000's) <sup>(1)</sup>	\$ 1,223	\$ 826	\$ 731	\$ 390	\$ 416	\$ 152
Number of units outstanding <sup>(1)</sup>	106,817	70,936	73,109	51,569	38,440	14,271
Management expense ratio <sup>(2)</sup>	1.34 %	1.31 %	1.30 %	1.27 %	1.28 %	1.25 %
Management expense ratio before waivers or absorptions	1.34 %	2.38 %	1.52 %	1.56 %	1.74 %	1.93 %
Trading expense ratio <sup>(3)</sup>	— %	— %	— %	— %	— %	— %
Portfolio turnover rate <sup>(4)</sup>	4.00 %	45.40 %	18.27 %	41.01 %	7.23 %	0.20 %
Net asset value per unit	\$ 11.45	\$ 11.64	\$ 10.00	\$ 7.55	\$ 10.81	\$ 10.66

<sup>(1)</sup> This information is provided as at June 30, 2011 and December 31 of years shown.

<sup>(2)</sup> Management expense ratio is based on total expenses for the period indicated (excluding commissions and other portfolio transaction costs) and is expressed as an annualized percentage of the daily average net asset value during the period.

<sup>(3)</sup> The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the period.

<sup>(4)</sup> The Fund's portfolio's turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a Fund's portfolio turnover rate in a year, the greater the trading costs payable by the Fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

## Management Fees

The Portfolio pays annual management fees to the Manager in consideration for management, portfolio advisory and administrative services and facilities required by the Portfolio in its day-to-day operations. A portion of the management fees paid by the Portfolio covers trailer and sales commissions paid to dealers. As the Portfolio invests in underlying funds, the fees and expenses payable in connection with the management of the underlying funds are in addition to those payable by the Portfolio. However, the Manager makes sure that the Portfolio does not pay any management (or operating) fees that, to a reasonable person, would duplicate a fee payable by the underlying fund for the same service.

The management fees are calculated as a fixed percentage of the Portfolio's daily net asset value, are accrued on a daily basis and are paid monthly. The Portfolio is required to pay applicable taxes on the management fees.

The breakdown of the main services received in consideration for the management fees, as a percentage of the management fees collected from the Portfolio, is as follows:

Series		Management fees	Distribution	Others <sup>†</sup>
Advisor Series*	Front end	2.25%	55.56%	44.44%
	Back end		22.22%	77.78%
	Low - Load 1 to 3 years		22.22%	77.78%
	Low - Load 4 years plus		44.44%	55.56%
F Series		1.00%	0.00%	100.00%

<sup>(\*)</sup> Excluding sales commissions paid on the Advisor Series with low load and back end fees, which are not paid for out of the management fees.

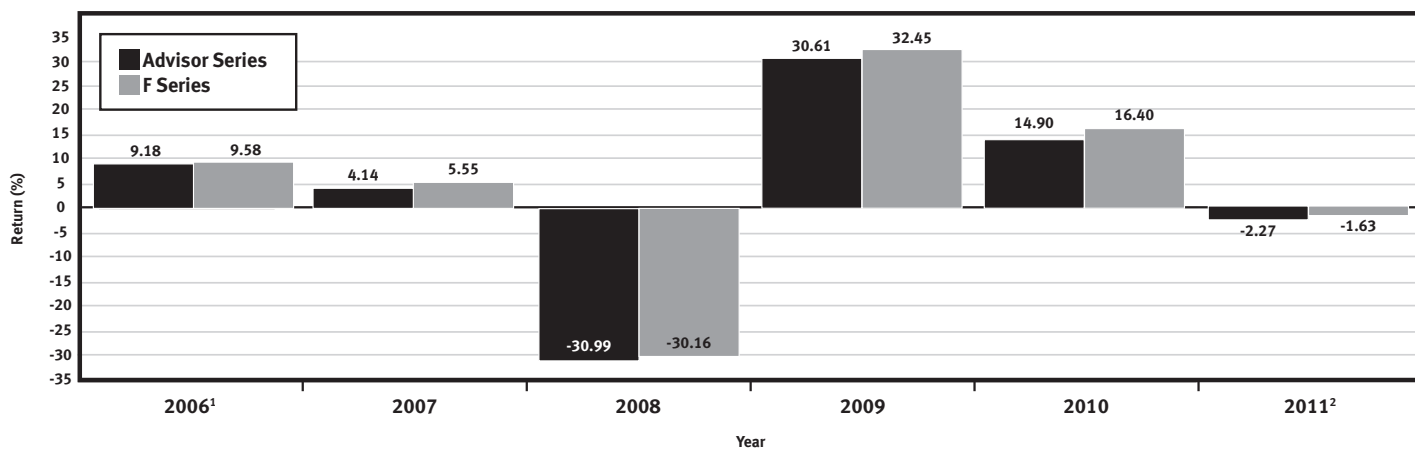
<sup>(†)</sup> Includes all costs related to management, investment advisory services, general administration and profit.

## Past Performance

The returns of each Portfolio or series of a Portfolio presented below are calculated as of December 31 of each year. They assume the reinvestment of all distributions and do not take into account sales, redemption charges, distributions, or optional charges that would have reduced returns. Past performance of a Portfolio or series of a Portfolio does not necessarily indicate how it will perform in the future.

## Annual Returns

The following bar chart shows the Portfolio's annual performance in each of the years shown and illustrates how the Portfolio's performance has changed from year to year. It shows in percentage terms how an investment made on January 1 would have increased or decreased by December 31 for each year and for the period ended June 30, 2011.



<sup>1</sup>Returns for the period from September 25, 2006 to December 31, 2006.

<sup>2</sup>Returns for the period from January 1, 2011 to June 30, 2011.

# Summary of Investment Portfolio

## Portfolio Top Holdings

	% of Net Asset Value
Fidelity Canadian Disciplined Equity Fund . . . . .	30.4
Beutel Goodman Canadian Equity Fund . . . . .	30.3
Dynamic Value Fund of Canada . . . . .	28.9
Mackenzie Saxon Small Cap Fund . . . . .	10.8
Cash & Other Assets . . . . .	-0.4
	100.0

## Asset Mix

	% of Net Asset Value
Canadian Equity Funds . . . . .	100.4
Cash & Other Assets . . . . .	-0.4

Net Asset Value . . . . . \$49,521,517

The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the Portfolio. A quarterly update is available. For more information please contact us at [infomeritage@nbc.ca](mailto:infomeritage@nbc.ca), call toll-free at 1-866-603-3601, or contact your advisor.

The prospectus and other information on the underlying investment funds are available on the Internet at [www.sedar.com](http://www.sedar.com).

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### Note on forward-looking statements

This report may contain forward-looking statements concerning the Fund, its future performance, its strategies or prospects or about future events or circumstances. Such forward-looking statements include, among others, statements with respect to our beliefs, plans, expectations, estimates and intentions. The use of the expressions “foresee” “intend”, “anticipate”, “estimate”, “assume”, “believe” and “expect” and other similar terms and expressions indicate forward-looking statements.

By their very nature, forward-looking statements imply the use of assumptions and necessarily involve inherent risks and uncertainties. Consequently, there is a significant risk that the explicit or implicit forecasts contained in these forward-looking statements might not materialize or that they may not prove to be accurate in the future. A number of factors could cause future results, conditions or events to differ materially from the objectives, expectations, estimates or intentions expressed in such forward-looking statements. Such differences might be caused by several factors, including changes in Canadian and worldwide economic and financial conditions (in particular interest and exchange rates and the prices of other financial instruments), market trends, new regulatory provisions, competition, changes in technology and the potential impact of conflicts and other international events.

The foregoing list of factors is not exhaustive. Before making any investment decision, investors and others relying on our forward-looking statements should carefully consider the foregoing factors and other factors. We caution readers not to rely unduly on these forward-looking statements. We assume no obligation to update forward-looking statements in the light of new information, future events or other circumstances unless applicable legislation so provides.

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