



Horizons Enhanced Income US Equity (USD) ETF
(HEA.U, HEA:TSX)



HORIZONS ETFs
by Mirae Asset

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Annual Letter from the President and CEO:

This past year was one of big change, not only for investors, but for Horizons ETFs. The markets kicked off with a roaring start after a difficult end to 2018, but by mid-June, concerns about a global recession and deflation started to rear their heads. Interestingly, investors who remained patient were rewarded with returns in excess of 20% for both Canadian and U.S. equities.

The Canadian ETF industry also hit new highs in terms of assets under management, exceeding \$200 billion, while sales topped \$25 billion for the year. Investment dollars in the Canadian ETF industry did not chase equity returns; instead, over 50% of inflows went into investment-grade fixed income strategies. Canadian investors spent most of the year on the defensive.

At Horizons ETFs, we believe that any type of trade agreement between China and the United States could produce additional positive equity returns, improve economic growth, and potentially spur more investor money into growth areas of the marketplace. Preferred shares and marijuana equities, two sectors that Horizons ETFs is well-known for, both appear to have neared their bottoms from a valuation perspective at the end of the year.

In the case of preferred shares, declining interest rates — specifically on the five-year government of Canada bond rate — significantly hurt the performance of the sector. However, in September, the spread on the yield offered by our asset-leading preferred share ETF, the Horizons Active Preferred Share ETF (“**HPR**”), was more than 400 basis points over the five-year rate. The last time this happened, preferred shares rallied significantly over the following 18 months. Could it be that we will see a similar rally into 2020? Certainly, returns in the asset class have stabilized, with the preferred share asset class generating positive performance in the last quarter of 2019.

Similarly, on marijuana equities — which were down more than 30% in 2019 — a bottom might be forming. Disappointment with Canadian recreational marijuana sales has impacted the revenue growth of many Canadian-based licensed producers. Using fundamental analytics, we see that price-to-book and price-to-sales on these stocks have declined significantly over the last quarter. These metrics don’t account for revenue that can be generated by these companies from business operations outside of Canada. The global opportunity for both medical and recreational marijuana sales remains massive, potentially exceeding US\$40.6 billion in global sales by the end of 2024, according to Arcview Market Research and BDS Analytics. As these markets outside of Canada grow, it’s possible we could see enthusiasm return to the sector for many of the stocks held by the Horizons Marijuana Life Sciences Index ETF (“**HMMJ**”).

More specific to Horizons ETFs, it was a big year of change for our business operations. Legislative proposals to the way ETF distributions are taxed in the primary market – the market where ETF subscriptions and redemptions are settled – forced us to re-evaluate the structure of nearly half of our ETF offerings all of which used derivatives-based investment strategies. In November, we reorganized 44 ETFs, totaling more than \$5 billion in assets, into a new corporate class structure to align these ETFs with the proposed legislation.

While this was a massive undertaking, in many ways we feel that this new structure allows us to continue to offer all the same structural benefits these ETFs have provided in the past. We’ve built up a large unitholder base for these ETFs over the last 10 years, and we appreciate their patience as we completed the reorganization.

We think 2020 is shaping up to be an amazing start to the new decade, and we continue to look forward to empowering our unitholders with ETFs designed to help them build their best portfolios.

Thank you for your continued support. We’re wishing you strong returns for 2020!



Steven J. Hawkins, President & CEO
Horizons ETFs Management (Canada) Inc.

MANAGEMENT REPORT OF FUND PERFORMANCE

This annual management report of fund performance for Horizons Enhanced Income US Equity (USD) ETF (“HEA.U” or the “ETF”) contains financial highlights and is included with the audited annual financial statements for the investment fund. You may request a copy of the ETF’s unaudited interim or audited annual financial statements, interim or annual management report of fund performance, current proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosures, at no cost, from the ETF’s manager, Horizons ETFs Management (Canada) Inc. (“Horizons Management” or the “Manager”), by calling toll free 1-866-641-5739, or locally (416) 933-5745, by writing to us at: 55 University Avenue, Suite 800, Toronto ON, M5J 2H7, or by visiting our website at www.horizonsetfs.com or SEDAR at www.sedar.com.

This document may contain forward-looking statements relating to anticipated future events, results, circumstances, performance, or expectations that are not historical facts but instead represent our beliefs regarding future events. By their nature, forward-looking statements require us to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that predictions and other forward-looking statements will not prove to be accurate. We caution readers of this document not to place undue reliance on our forward-looking statements as a number of factors could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed or implied in the forward-looking statements.

Actual results may differ materially from management expectations as projected in such forward-looking statements for a variety of reasons, including but not limited to market and general economic conditions, interest rates, regulatory and statutory developments, the effects of competition in the geographic and business areas in which the ETF may invest and the risks detailed from time to time in the ETF’s prospectus. New risk factors emerge from time to time and it is not possible for management to predict all such risk factors. We caution that the foregoing list of factors is not exhaustive, and that when relying on forward-looking statements to make decisions with respect to investing in the ETF, investors and others should carefully consider these factors, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements. Due to the potential impact of these factors, the Manager does not undertake, and specifically disclaims, any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, unless required by applicable law.

Management Discussion of Fund Performance

Investment Objective and Strategies

The investment objective of HEA.U is to provide unitholders with: (a) exposure to the performance of an equal weighted portfolio of large capitalization U.S. companies; and (b) monthly U.S. dollar distributions of dividend and call option income. HEA.U invests primarily in a portfolio of equity and equity related securities of U.S. companies that, as at the Constituent Reset Date (see below), are amongst the largest by market capitalization and most liquid issuers on the New York Stock Exchange (the “NYSE”) or the NASDAQ Stock Market (“NASDAQ”). To mitigate downside risk and generate income, the ETF’s investment manager actively manages a covered call strategy that generally writes out of the money covered call options on up to 100% of the portfolio securities. The level of covered call option writing may vary based on market volatility and other factors. HEA.U does not seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

To achieve its investment objective HEA.U primarily invests in an equal weighted portfolio of large capitalization U.S. companies. Semi-annually, the investment manager selects from the largest and most liquid U.S. companies listed on the NYSE or the NASDAQ and invests HEA.U in each issuer equally (the “Constituent Reset Date”). HEA.U rebalances, on an equal weight basis, the portfolio of constituent securities on each Constituent Reset Date. The number of issuers included in the equal weighted portfolio may change on a Constituent Reset Date. Between Constituent Reset Dates, the allocation between each of these constituent securities will change due to market movement and the investment manager will not re-allocate, include or exclude issuers from HEA.U’s portfolio until its next rebalance date or Constituent Reset Date, other than when, in the opinion of the investment manager, circumstances necessitate a change.

Management Discussion of Fund Performance (continued)

Please refer to the ETF's most recent prospectus for a complete description of HEA.U's investment restrictions.

Risk

The Manager performs a review of the ETF's risk rating at least annually, as well as when there is a material change in the ETF's investment objective or investment strategies. The current risk rating for the ETF is: low to medium.

Risk ratings are determined based on the historical volatility of the ETF as measured by the standard deviation of its performance against its mean. The risk categorization of the ETF may change over time and historical volatility is not indicative of future volatility. Generally, a risk rating is assigned to the ETF based on a rolling 10-year standard deviation of its returns, the return of an underlying index, or of an applicable proxy. In cases where the Manager believes that this methodology produces a result that is not indicative of the ETF's future volatility, the risk rating may be determined by the ETF's category. Risk ratings are not intended for use as a substitute for undertaking a proper and complete suitability or financial assessment by an investment advisor.

The Manager, as a summary for existing investors, is providing the list below of the risks to which an investment in the ETF may be subject. **Prospective investors should read the ETF's most recent prospectus and consider the full description of the risks contained therein before purchasing units.**

The risks to which an investment in the ETF is subject are listed below and have not changed from the list of risks found in the ETF's most recent prospectus. A full description of each risk listed below may also be found in the most recent prospectus. The most recent prospectus is available at www.horizonsetfs.com or from www.sedar.com, or by contacting Horizons ETFs Management (Canada) Inc. directly via the contact information on the back page of this document.

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|--|---|
| <ul style="list-style-type: none">• Use of options risk• Stock market risk• Specific issuer risk• Concentration risk• Regulatory risk• Corresponding net asset value risk• Designated broker/dealer risk• Cease trading or securities risk• Exchange risk• Early closing risk• No assurance of meeting investment objectives | <ul style="list-style-type: none">• No guaranteed return• Tax risk• Securities lending, repurchase and reverse repurchase transaction risk• Liability of unitholders• Reliance on key personnel• Derivatives risk• Foreign currency risk• Foreign stock exchange risk• Suitability of investment in units• Conflicts of interest |
|--|---|

Results of Operations

For the year ended December 31, 2019, the U.S. dollar-traded units ("US\$ units") of the ETF returned 21.81%, when including distributions paid to unitholders. This compares to the S&P 100® (the "Index"), which returned 31.39% for the same period on a total return basis. The units had an average annualized distribution yield of 5.32%, when including distributions of \$0.62. The underlying equity portfolio return, exclusive of the covered call strategy, was 27.94% over the same period.

Management Discussion of Fund Performance (continued)

The Canadian dollar-traded units of the ETF (“C\$ units”) are not a separate class of units of the ETF; rather, they represent the Canadian dollar value of the US\$ units at the current day’s Canada-U.S. exchange rate. The returns to unitholders holding C\$ units would have been substantially similar to those of the unitholders holding US\$ units when adjusted for the daily Canadian-U.S. dollar exchange rate. Neither the US\$ units nor the C\$ units seek to hedge U.S. dollar currency exposure to the Canadian dollar.

The Index, a sub-set of the S&P 500®, measures the performance of large capitalization companies in the U.S. The Index comprises 100 major, blue-chip companies across multiple industry groups.

Market Review

The S&P 100® Index (the “Index”) posted a very strong start to the year and returned 12.78% during the first quarter of 2019 (“Q1”). This was the Index’s best start to the year in over 20 years and its best quarter in almost 10 years. These Q1 gains proved to be a good omen for further strong performances during the rest of the year. The Index’s 31.39% total return for 2019 ranks as the best performance for the Index since 1999–20 years ago. This is an admirable feat given the already above-average returns in the stock market for the past 10 years. However, caution will need to be heeded as it is also reminiscent of the time 20 years ago when, after a 30% surge, the Index had negative returns for the three following years.

Technology stocks were the main drivers for the strong performance. The technology sector represents more than a 20% weight within the Index and was the best-performing sector for the year, with a total return of 49.61%. Similar to the Index as a whole, technology shares also had their best performance since 1999. The two largest stocks by market capitalization in the Index, Apple Inc. and Microsoft Corp., are both technology names, and the two outperformed both the technology sector and the Index, returning 86% and 55%, respectively, during the year. Despite technology shares playing an outsized role in 2019’s strong returns, all sectors were higher for the year, which highlights the broad-based nature of the Index gains.

Following a surge in the final quarter of 2018, the CBOE Volatility Index® (“VIX”) declined 46% to 13.72 in Q1 2019. The large drop in volatility mirrored the strong gains in the overall market. After the initial drop in Q1, however, the VIX did not go much lower despite the continued gains in the underlying market. Continued uncertainty throughout the year about the ongoing trade dispute with China and uncertainty in the Middle East seemed to put a floor on the level of the VIX. The VIX ended 2019 at 13.78.

Option Writing Strategy

During each month, options are generally written on up to 100% of the equities in the ETF portfolio. The premiums are received from selling call options approximately one standard deviation out of the money. The ETF’s monthly distributions are not fixed, but vary as the premiums generated from covered call writing are earned and passed through, and will change with changes in implied volatility and time to option expiration. Distributions also vary based on the dividends received from the securities in the ETF’s portfolio during the year.

Rebalancing

The equity positions in the ETF are rebalanced to equal weightings semi-annually with the objective of maintaining sector balance within the U.S. market. The most recent rebalance occurred in September 2019. There were no changes to the portfolio’s constituent issuers during the rebalance.

Management Discussion of Fund Performance (continued)

Other Operating Items and Changes in Net Assets Attributable to Holders of Redeemable Units

For the year ended December 31, 2019, the ETF generated gross comprehensive income (loss) from investments and derivatives (which includes changes in the fair value of the ETF's portfolio) of \$6,143,285. This compares to (\$1,225,383) for the year ended December 31, 2018. The ETF incurred management, operating and transaction expenses of \$474,995 (2018 – \$441,272) of which \$23,784 (2018 – \$33,510) was either paid or absorbed by the Manager on behalf of the ETF. The waiving and/or absorption of such fees and/or expenses by the Manager may be terminated at any time, or continued indefinitely, at the discretion of the Manager.

The ETF distributed \$1,547,551 to unitholders during the year (2018 – \$2,135,471).

Presentation

The attached financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Any mention of total net assets, net assets, net asset value or increase (decrease) in net assets in the financial statements and/or management report of fund performance is referring to net assets or increase (decrease) in net assets attributable to holders of redeemable units as reported under IFRS.

Recent Developments

There are no recent industry, management or ETF related developments that are pertinent to the present and future of the ETF.

Related Party Transactions

Certain services have been provided to the ETF by related parties and those relationships are described below.

Manager, Trustee and Investment Manager

The manager, trustee and investment manager of the ETF is Horizons ETFs Management (Canada) Inc., 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7, a corporation incorporated under the laws of Ontario.

If the ETF invests in other Horizons Management ETFs, Horizons Management may receive management fees in respect of the ETF's assets invested in such Horizons Management ETFs. In addition, any management fees paid to the Manager (described in detail on page 7) are related party transactions, as the Manager is considered to be a related party to the ETF. Fees paid to the Independent Review Committee are also considered to be related party transactions. Both the management fees and fees paid to the Independent Review Committee are disclosed in the statements of comprehensive income in the attached financial statements of the ETF. The management fees payable by the ETF as at December 31, 2019 and 2018, are disclosed in the statements of financial position.

Financial Highlights

The following tables show selected key financial information about the ETF and are intended to help you understand the ETF's financial performance for the past five fiscal years. This information is derived from the ETF's audited annual financial statements. Please see the front page for information on how you may obtain the ETF's annual or interim financial statements.

The ETF's Net Assets per Unit

<i>Year</i> ⁽¹⁾		2019	2018	2017	2016	2015
Net assets, beginning of year	\$	10.67	12.03	10.93	10.52	11.29
Increase (decrease) from operations:						
Total revenue		0.29	0.27	0.27	0.25	0.26
Total expenses		(0.18)	(0.17)	(0.17)	(0.16)	(0.16)
Realized gains (losses) for the year		0.31	0.85	0.92	(0.28)	0.40
Unrealized gains (losses) for the year		1.87	(1.62)	0.71	1.10	(0.60)
Total increase (decrease) from operations ⁽²⁾		2.29	(0.67)	1.73	0.91	(0.10)
Distributions:						
From net investment income (excluding dividends)		(0.13)	(0.13)	(0.14)	(0.12)	(0.12)
From net realized capital gains		(0.32)	(0.74)	(0.32)	–	(0.50)
From return of capital		(0.17)	–	(0.19)	(0.50)	(0.03)
Total annual distributions ⁽³⁾		(0.62)	(0.87)	(0.65)	(0.62)	(0.65)
Net assets, end of year (US\$ units) ⁽⁴⁾	\$	12.33	10.67	12.03	10.93	10.52
Net assets, end of year (C\$ units) ⁽⁴⁾	\$	16.01	14.57	15.12	14.67	14.56

- This information is derived from the ETF's audited annual financial statements.
- Net assets per unit and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the financial period.
- Income, dividend and/or return of capital distributions, if any, are paid in cash, reinvested in additional units of the ETF, or both. Capital gains distributions, if any, may or may not be paid in cash. Non-cash capital gains distributions are reinvested in additional units of the ETF and subsequently consolidated. They are reported as taxable distributions and increase each unitholder's adjusted cost base for their units. Neither the number of units held by the unitholder, nor the net asset per unit of the ETF change as a result of any non-cash capital gains distributions. Distributions classified as return of capital, if any, decrease each unitholder's adjusted cost base for their units.
- The Financial Highlights are not intended to act as a continuity of the opening and closing net assets per unit.

Financial Highlights (continued)

Ratios and Supplemental Data

Year ⁽¹⁾	2019	2018	2017	2016	2015
Total net asset value (000's)	\$ 29,097	27,307	29,850	30,594	36,243
Number of units outstanding (000's)	2,360	2,559	2,482	2,799	3,446
Management expense ratio ⁽²⁾⁽⁵⁾	0.84%	0.83%	0.83%	0.82%	0.81%
Management expense ratio excluding proportion of expenses from underlying investment funds	0.84%	0.83%	0.83%	0.82%	0.80%
Management expense ratio before waivers and absorptions ⁽³⁾	0.93%	0.95%	0.89%	0.92%	0.89%
Trading expense ratio ⁽⁴⁾⁽⁵⁾	0.36%	0.26%	0.29%	0.38%	0.34%
Trading expense ratio excluding proportion of costs from underlying investment funds	0.36%	0.26%	0.29%	0.38%	0.34%
Portfolio turnover rate ⁽⁶⁾	52.83%	44.06%	64.31%	68.92%	64.08%
Net asset value per unit, end of year (US\$ units)	\$ 12.33	10.67	12.03	10.93	10.52
Closing market price (US\$ units)	\$ 12.33	10.67	12.08	10.94	10.65
Net asset value per unit, end of year (C\$ units)	\$ 16.01	14.57	15.12	14.67	14.56
Closing market price (C\$ units)	\$ 16.01	14.57	15.14	14.64	14.74

1. This information is provided as at December 31 of the years shown.
2. Management expense ratio is based on total expenses, including sales tax, (excluding commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average net asset value during the year. Out of its management fees, the Manager pays for such services to the ETF as investment manager compensation and marketing.
3. The Manager, at its discretion, may waive and/or absorb a portion of the fees and/or expenses otherwise payable by the ETF. The waiving and/or absorption of such fees and/or expenses by the Manager may be terminated at any time, or continued indefinitely, at the discretion of the Manager.
4. 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 year.
5. The ETF's management expense ratio (MER) and trading expense ratio (TER) include an estimated proportion of the MER and TER for any underlying investment funds held in the ETF's portfolio during the year.
6. The ETF's portfolio turnover rate indicates how actively its portfolio investments are traded. A portfolio turnover rate of 100% is equivalent to the ETF buying and selling all of the securities in its portfolio once in the course of the year. Generally, the higher the ETF's portfolio turnover rate in a year, the greater the trading costs payable by the ETF in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of the ETF.

Financial Highlights (continued)

Management Fees

The Manager provides, or oversees the provision of, administrative services required by the ETF including, but not limited to: negotiating contracts with certain third-party service providers, such as portfolio managers, custodians, registrars, transfer agents, auditors and printers; authorizing the payment of operating expenses incurred on behalf of the ETF; arranging for the maintenance of accounting records for the ETF; preparing reports to unitholders and to the applicable securities regulatory authorities; calculating the amount and determining the frequency of distributions by the ETF; preparing financial statements, income tax returns and financial and accounting information as required by the ETF; ensuring that unitholders are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that the ETF complies with all other regulatory requirements, including the continuous disclosure obligations of the ETF under applicable securities laws; administering purchases, redemptions and other transactions in units of the ETF; and dealing and communicating with unitholders of the ETF. The Manager provides office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETF. The Manager also monitors the investment strategies of the ETF to ensure that the ETF complies with its investment objectives, investment strategies and investment restrictions and practices.

In consideration for the provision of these services, the Manager receives a monthly management fee at the annual rate of 0.65%, plus applicable sales taxes, of the net asset value of the ETF's units, calculated and accrued daily and payable monthly in arrears.

Any expenses of the ETF which are waived or absorbed by the Manager are paid out of the management fees received by the Manager.

The table below details, in percentage terms, the services received by the ETF from the Manager in consideration of the management fees paid during the year.

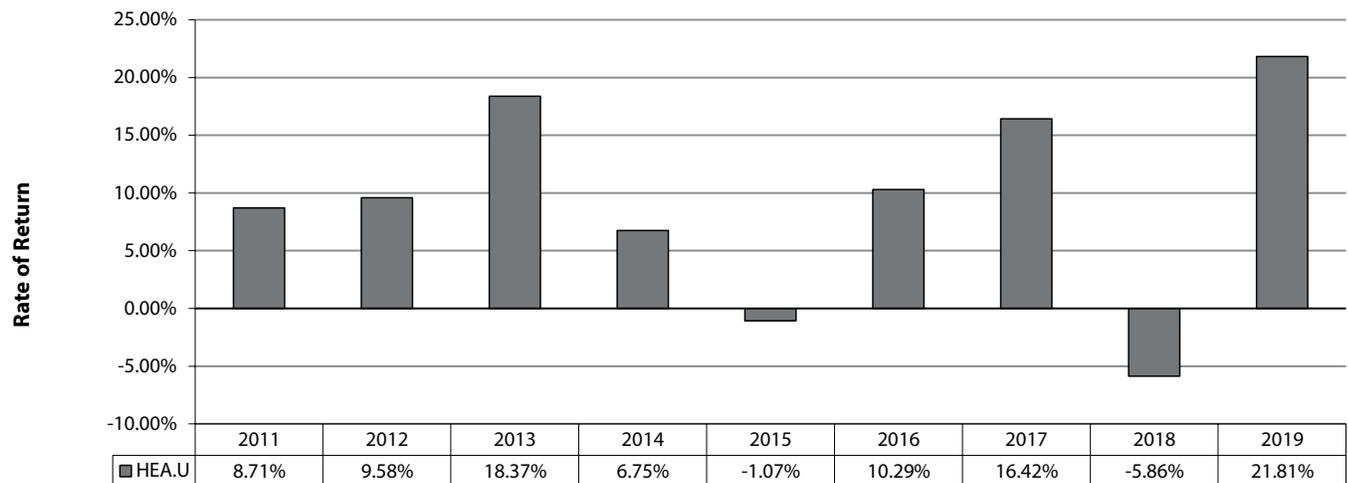
Marketing	Portfolio management fees, general administrative costs and profit	Waived/absorbed expenses of the ETF
4%	84%	12%

Past Performance

Commissions, management fees, expenses and applicable sales taxes all may be associated with an investment in the ETF. Please read the prospectus before investing. The indicated rates of return are the historical total returns including changes in unit value and reinvestment of all distributions, and do not take into account sales, redemptions, distributions or optional charges or income taxes payable by any investor that would have reduced returns. An investment in the ETF is not guaranteed. Its value changes frequently and past performance may not be repeated. The ETF's performance numbers assume that all distributions, if any, are reinvested in additional units of the ETF. If you hold this ETF outside of a registered plan, income and capital gains distributions that are paid to you increase your income for tax purposes whether paid to you in cash or reinvested in additional units. The amount of the reinvested taxable distributions is added to the adjusted cost base of the units that you own. This would decrease your capital gain or increase your capital loss when you later redeem from the ETF, thereby ensuring that you are not taxed on this amount again. Please consult your tax advisor regarding your personal tax situation.

Year-by-Year Returns

The following chart presents the ETF's performance for the periods shown, and illustrates how the performance has changed from period to period. In percentage terms, the chart shows how much an investment made on the first day of the financial period would have grown or decreased by the last day of the financial period.



The ETF effectively began operations on September 13, 2011. Only the performance of the US\$ units is displayed above, as the US\$ units seek to achieve the primary investment objective of the ETF. The returns to unitholders holding C\$ units would have been substantially similar to those of the unitholders holding US\$ units when adjusted for the daily Canadian/U.S. dollar exchange rate.

Past Performance (continued)

Annual Compound Returns

The following table presents the ETF's annual compound total return since inception and for the periods shown ended December 31, 2019 along with a comparable market index. The table is used only to illustrate the effects of the compound growth rate and is not intended to reflect future values of the ETF or future returns on investments in the ETF.

	1 Year	3 Year	5 Year	Since Inception
Horizons Enhanced Income US Equity (USD) ETF	21.81%	10.11%	7.81%	9.93%
Horizons Enhanced US Equity Basket Total Return Index	27.94%	13.47%	11.07%	14.31%
S&P 100® Return %	31.39%	14.98%	11.38%	14.68%

The ETF effectively began operations on September 13, 2011. Only the performance of the US\$ units is displayed above, as the US\$ units seek to achieve the primary investment objective of the ETF. The returns to unitholders holding C\$ units would have been substantially similar to those of the unitholders holding US\$ units when adjusted for the daily Canadian/U.S. dollar exchange rate.

Summary of Investment Portfolio

As at December 31, 2019

Asset Mix	Net Asset Value	% of ETF's Net Asset Value
Long Positions		
U.S. Equities	\$ 28,828,113	99.08%
Cash and Cash Equivalents	617,406	2.12%
Other Assets less Liabilities	(133,311)	-0.46%
Short Positions		
Equity Call Options	(215,387)	-0.74%
	\$ 29,096,821	100.00%

Sector Mix	Net Asset Value	% of ETF's Net Asset Value
Long Positions		
Information Technology	\$ 6,685,760	22.98%
Financials	5,232,499	17.98%
Health Care	4,271,619	14.68%
Consumer Discretionary	2,708,788	9.31%
Consumer Staples	2,334,671	8.02%
Communication Services	2,316,786	7.96%
Industrials	2,045,522	7.03%
Energy	1,529,968	5.26%
Materials	1,171,202	4.03%
Utilities	531,298	1.83%
Cash and Cash Equivalents	617,406	2.12%
Other Assets less Liabilities	(133,311)	-0.46%
Short Positions		
Equity Call Options	(215,387)	-0.74%
	\$ 29,096,821	100.00%

Summary of Investment Portfolio (continued)

As at December 31, 2019

Top 25 Holdings	% of ETF's Net Asset Value
Apple Inc.	2.56%
NVIDIA Corp.	2.56%
UnitedHealth Group Inc.	2.43%
Bristol-Myers Squibb Co.	2.40%
Bank of America Corp.	2.31%
Freeport-McMoRan Inc.	2.30%
Adobe Inc.	2.27%
Philip Morris International Inc.	2.23%
Caterpillar Inc.	2.20%
Citigroup Inc.	2.19%
QUALCOMM Inc.	2.17%
Microsoft Corp.	2.16%
Cash and Cash Equivalents	2.12%
Johnson & Johnson	2.12%
United Technologies Corp.	2.10%
Wells Fargo & Co.	2.10%
Facebook Inc.	2.09%
Walt Disney Co. (The)	2.08%
Alphabet Inc.	2.08%
Berkshire Hathaway Inc.	2.08%
ConocoPhillips	2.07%
Goldman Sachs Group Inc. (The)	2.06%
Visa Inc.	2.05%
Pfizer Inc.	2.05%
Merck & Co. Inc.	2.05%

The summary of investment portfolio may change due to the ongoing portfolio transactions of the ETF. The most recent financial statements are available at no cost by calling 1-866-641-5739, or (416) 933-5745, by writing to us at 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7, by visiting our website at www.horizonsetfs.com or through SEDAR at www.sedar.com.

MANAGER’S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying audited annual financial statements of Horizons Enhanced Income US Equity (USD) ETF (the “ETF”) are the responsibility of the manager and trustee to the ETF, Horizons ETFs Management (Canada) Inc. (the “Manager”). They have been prepared in accordance with International Financial Reporting Standards using information available and include certain amounts that are based on the Manager’s best estimates and judgements.

The Manager has developed and maintains a system of internal controls to provide reasonable assurance that all assets are safeguarded and to produce relevant, reliable and timely financial information, including the accompanying financial statements.

These financial statements have been approved by the Board of Directors of the Manager and have been audited by KPMG LLP, Chartered Professional Accountants, Licensed Public Accountants, on behalf of unitholders. The independent auditors’ report outlines the scope of their audit and their opinion on the financial statements.



Steven J. Hawkins
Director
Horizons ETFs Management (Canada) Inc.



Thomas Park
Director
Horizons ETFs Management (Canada) Inc.

INDEPENDENT AUDITORS' REPORT

To the Unitholders of Horizons Enhanced Income US Equity (USD) ETF (the "ETF")

Opinion

We have audited the financial statements of the ETF, which comprise the statements of financial position as at December 31, 2019 and 2018, the statements of comprehensive income, changes in financial position and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies (hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the ETF as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "Auditors' Responsibilities for the Audit of the Financial Statements" section of our auditors' report.

We are independent of the ETF in accordance with the ethical requirements that are relevant to our audit 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. Other information comprises:

- the information included in the Management Report of Fund Performance filed with the relevant Canadian Securities Commissions.

Our opinion on the 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 audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the information included in the Management Report of Fund Performance filed with the relevant Canadian Securities Commissions as at the date of this auditors' report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditors' 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 ETF's 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 ETF or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the ETF's financial reporting process.

Auditors' 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 auditors' 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 the 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 ETF's 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 ETF's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the ETF 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.
- 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.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Chartered Professional Accountants, Licensed Public Accountants
The engagement partner on the audit resulting in this auditors' report is Ziad Said.
Toronto, Canada
March 11, 2020

Statements of Financial Position

As at December 31,

	2019	2018
Assets		
Cash and cash equivalents	\$ 617,406	\$ 228,325
Investments	28,828,113	27,377,211
Amounts receivable relating to accrued income	16,227	21,199
Amounts receivable relating to portfolio assets sold	721	27,499
Total assets	29,462,467	27,654,234
Liabilities		
Accrued management fees	17,969	16,485
Accrued operating expenses	11,985	11,969
Amounts payable for portfolio assets purchased	10,449	–
Distribution payable	109,856	166,067
Derivative liabilities (note 3)	215,387	152,857
Total liabilities	365,646	347,378
Total net assets (note 2)	\$ 29,096,821	\$ 27,306,856
Number of redeemable units outstanding (note 8)	2,360,473	2,558,820
Total net assets per unit (US\$ units) (note 1)	\$ 12.33	\$ 10.67
Total net assets per unit (C\$ units) (note 1)	\$ 16.01	\$ 14.57

(See accompanying notes to financial statements)

Approved on behalf of the Board of Directors of the Manager:



Steven J. Hawkins
Director



Thomas Park
Director

Statements of Comprehensive Income

For the Years Ended December 31,

	2019	2018
Income		
Dividend income	\$ 707,810	\$ 663,886
Interest income for distribution purposes	2,941	2,473
Securities lending income (note 7)	182	340
Net realized gain on sale of investments and derivatives	762,500	2,072,737
Net realized gain (loss) on foreign exchange	(404)	168
Net change in unrealized appreciation (depreciation) of investments and derivatives	4,669,764	(3,965,090)
Net change in unrealized appreciation of foreign exchange	492	103
	6,143,285	(1,225,383)
Expenses (note 9)		
Management fees	205,926	203,860
Audit fees	5,077	7,338
Independent Review Committee fees	585	598
Custodial and fund valuation fees	24,825	25,338
Legal fees	4,381	4,585
Securityholder reporting costs	7,892	9,739
Administration fees	19,852	21,711
Transaction costs	104,837	75,450
Withholding taxes	101,476	92,647
Other expenses	144	6
	474,995	441,272
Amounts that were payable by the investment fund that were paid or absorbed by the Manager	(23,784)	(33,510)
	451,211	407,762
Increase (decrease) in net assets for the year	\$ 5,692,074	\$ (1,633,145)
Increase (decrease) in net assets per unit	\$ 2.29	\$ (0.67)

(See accompanying notes to financial statements)

Statements of Changes in Financial Position

For the Years Ended December 31,

	2019	2018
Total net assets at the beginning of the year	\$ 27,306,856	\$ 29,849,903
Increase (decrease) in net assets	5,692,074	(1,633,145)
Redeemable unit transactions		
Proceeds from the issuance of securities of the investment fund	–	2,861,230
Aggregate amounts paid on redemption of securities of the investment fund	(2,373,791)	(2,106,357)
Securities issued on reinvestment of distributions	19,233	470,696
Distributions:		
From net investment income	(333,238)	(301,583)
From net realized capital gains	(785,114)	(1,833,888)
Return of capital	(429,199)	–
Total net assets at the end of the year	\$ 29,096,821	\$ 27,306,856

(See accompanying notes to financial statements)

Statements of Cash Flows

For the Years Ended December 31,

	2019	2018
Cash flows from operating activities:		
Increase (decrease) in net assets for the year	\$ 5,692,074	\$ (1,633,145)
Adjustments for:		
Net realized gain on sale of investments and derivatives	(762,500)	(2,072,737)
Net change in unrealized depreciation (appreciation) of investments and derivatives	(4,669,764)	3,965,090
Net change in unrealized appreciation of foreign exchange	(492)	(103)
Purchase of investments	(15,307,248)	(12,687,934)
Proceeds from the sale of investments	19,388,367	13,087,756
Amounts receivable relating to accrued income	4,972	(1,252)
Accrued expenses	1,500	1,759
Net cash from operating activities	4,346,909	659,434
Cash flows from financing activities:		
Amount received from the issuance of units	–	2,861,230
Amount paid on redemptions of units	(2,373,791)	(2,106,357)
Distributions paid to unitholders	(1,584,529)	(1,642,153)
Net cash used in financing activities	(3,958,320)	(887,280)
Net increase (decrease) in cash and cash equivalents during the year	388,589	(227,846)
Effect of exchange rate fluctuations on cash and cash equivalents	492	103
Cash and cash equivalents at beginning of year	228,325	456,068
Cash and cash equivalents at end of year	\$ 617,406	\$ 228,325
Interest received, net of withholding taxes	\$ 2,941	\$ 2,473
Dividends received, net of withholding taxes	\$ 611,306	\$ 569,987

(See accompanying notes to financial statements)

Schedule of Investments

As at December 31, 2019

Security	Shares/ Contracts	Average Cost	Fair Value
U.S. EQUITIES (99.08%)			
Information Technology (22.98%)			
Adobe Inc.	1,999	\$ 528,040	\$ 659,290
Alphabet Inc., Class 'A'	452	359,481	605,404
Apple Inc.	2,537	478,872	744,990
Cisco Systems Inc.	11,189	448,462	536,625
Intel Corp.	8,269	317,491	494,900
International Business Machines Corp.	3,909	578,111	523,962
Microsoft Corp.	3,979	378,709	627,488
NVIDIA Corp.	3,163	574,577	744,254
Oracle Corp.	10,333	608,495	547,442
PayPal Holdings Inc.	5,282	440,814	571,354
QUALCOMM Inc.	7,141	441,032	630,051
		5,154,084	6,685,760
Financials (17.98%)			
American International Group Inc.	9,634	489,159	494,513
Bank of America Corp.	19,070	530,228	671,645
Berkshire Hathaway Inc., Class 'B'	2,672	425,234	605,208
Citigroup Inc.	7,994	506,072	638,641
Goldman Sachs Group Inc. (The)	2,605	482,103	598,968
JPMorgan Chase & Co.	3,479	369,447	484,973
Simon Property Group Inc.	3,565	638,571	531,042
Visa Inc., Class 'A'	3,174	366,918	596,395
Wells Fargo & Co.	11,359	615,808	611,114
		4,423,540	5,232,499
Health Care (14.68%)			
Amgen Inc.	2,102	410,967	506,729
Bristol-Myers Squibb Co.	10,876	593,683	698,130
Gilead Sciences Inc.	8,476	621,835	550,771
Johnson & Johnson	4,231	539,858	617,176
Merck & Co. Inc.	6,544	399,823	595,177
Pfizer Inc.	15,205	543,747	595,732
UnitedHealth Group Inc.	2,408	556,009	707,904
		3,665,922	4,271,619
Consumer Discretionary (9.31%)			
Amazon.com Inc.	312	291,908	576,526
General Motors Co.	14,823	565,675	542,522
Home Depot Inc. (The)	2,451	519,883	535,249
McDonald's Corp.	2,616	380,567	516,948
Starbucks Corp.	6,114	315,331	537,543
		2,073,364	2,708,788

Schedule of Investments (continued)

As at December 31, 2019

Security	Shares/ Contracts	Average Cost	Fair Value
Consumer Staples (8.02%)			
Coca-Cola Co. (The)	10,249	457,269	567,282
Philip Morris International Inc.	7,626	691,397	648,896
Procter & Gamble Co. (The)	4,486	430,289	560,301
Walmart Inc.	4,697	424,699	558,192
		2,003,654	2,334,671
Communication Services (7.96%)			
Comcast Corp., Class 'A'	11,967	426,907	538,156
Facebook Inc., Class 'A'	2,970	359,618	609,592
Verizon Communications Inc.	9,170	502,305	563,038
Walt Disney Co. (The)	4,190	434,720	606,000
		1,723,550	2,316,786
Industrials (7.03%)			
Boeing Co. (The)	1,469	396,282	478,541
Caterpillar Inc.	4,338	459,876	640,636
Union Pacific Corp.	1,740	246,618	314,575
United Technologies Corp.	4,085	477,355	611,770
		1,580,131	2,045,522
Energy (5.26%)			
Chevron Corp.	4,299	493,368	518,072
ConocoPhillips	9,237	564,874	600,682
Exxon Mobil Corp.	5,893	495,792	411,214
		1,554,034	1,529,968
Materials (4.03%)			
DuPont de Nemours Inc.	7,830	458,566	502,686
Freeport-McMoRan Inc., Class 'B'	50,954	712,771	668,516
		1,171,337	1,171,202
Utilities (1.83%)			
Duke Energy Corp.	5,825	478,168	531,298
		478,168	531,298
TOTAL U.S. EQUITIES		23,827,784	28,828,113
DERIVATIVES (-0.74%)			
SHORT POSITIONS (-0.74%)			
Equity Call Options (-0.74%)			
Adobe Inc., January 2020, \$310.00 USD	(5)	(3,065)	(10,562)
Adobe Inc., January 2020, \$315.00 USD	(5)	(3,040)	(8,275)
Adobe Inc., January 2020, \$325.00 USD	(4)	(2,512)	(3,420)
Alphabet Inc., Class 'A', January 2020, \$1,370.00 USD	(1)	(1,598)	(655)

Schedule of Investments (continued)

As at December 31, 2019

Security	Shares/ Contracts	Average Cost	Fair Value
Alphabet Inc., Class 'A', January 2020, \$1,400.00 USD	(1)	(1,288)	(160)
Amazon.com Inc., January 2020, \$1,895.00 USD	(2)	(8,466)	(3,190)
American International Group Inc., January 2020, \$55.00 USD	(24)	(552)	(168)
American International Group Inc., January 2020, \$57.50 USD	(24)	(899)	(48)
Amgen Inc., January 2020, \$230.00 USD	(7)	(1,918)	(8,522)
Amgen Inc., January 2020, \$240.00 USD	(7)	(2,471)	(3,658)
Apple Inc., January 2020, \$270.00 USD	(10)	(6,980)	(24,575)
Apple Inc., January 2020, \$275.00 USD	(10)	(4,780)	(19,275)
Bank of America Corp., January 2020, \$35.50 USD	(47)	(2,162)	(1,199)
Bank of America Corp., January 2020, \$36.00 USD	(75)	(3,075)	(2,663)
Berkshire Hathaway Inc., Class 'B', January 2020, \$230.00 USD	(6)	(1,008)	(588)
Berkshire Hathaway Inc., Class 'B', February 2020, \$230.00 USD	(6)	(2,088)	(1,935)
Boeing Co. (The), January 2020, \$375.00 USD	(3)	(894)	(59)
Bristol-Myers Squibb Co., January 2020, \$65.00 USD	(55)	(2,887)	(3,575)
Caterpillar Inc., January 2020, \$148.00 USD	(11)	(1,848)	(853)
Caterpillar Inc., January 2020, \$155.00 USD	(21)	(3,406)	(756)
Chevron Corp., January 2020, \$124.00 USD	(13)	(853)	(552)
Chevron Corp., January 2020, \$125.00 USD	(10)	(661)	(245)
Cisco Systems Inc., January 2020, \$48.00 USD	(28)	(728)	(336)
Cisco Systems Inc., February 2020, \$49.50 USD	(26)	(1,066)	(858)
Citigroup Inc., January 2020, \$80.00 USD	(61)	(6,331)	(5,277)
Coca-Cola Co. (The), January 2020, \$55.00 USD	(25)	(1,200)	(1,963)
Coca-Cola Co. (The), January 2020, \$55.50 USD	(30)	(1,050)	(1,080)
Comcast Corp., Class 'A', January 2020, \$45.00 USD	(59)	(2,682)	(3,776)
ConocoPhillips, January 2020, \$65.00 USD	(23)	(2,081)	(1,242)
ConocoPhillips, January 2020, \$65.50 USD	(24)	(1,524)	(816)
Duke Energy Corp., January 2020, \$92.50 USD	(28)	(1,435)	(1,050)
DuPont de Nemours Inc., January 2020, \$65.00 USD	(19)	(517)	(361)
Exxon Mobil Corp., January 2020, \$70.00 USD	(11)	(720)	(1,039)
Facebook Inc., Class 'A', January 2020, \$210.00 USD	(14)	(4,662)	(2,779)
Freeport-McMoRan Inc., January 2020, \$13.00 USD	(354)	(9,513)	(7,434)
General Motors Co., January 2020, \$38.00 USD	(37)	(1,480)	(740)
Gilead Sciences Inc., January 2020, \$70.00 USD	(45)	(2,767)	(1,170)
Goldman Sachs Group Inc. (The), January 2020, \$235.00 USD	(13)	(2,288)	(1,131)
Home Depot Inc. (The), February 2020, \$230.00 USD	(6)	(1,308)	(867)
Intel Corp., January 2020, \$55.00 USD	(28)	(3,298)	(13,930)
International Business Machines Corp., January 2020, \$135.00 USD	(9)	(2,070)	(1,215)
International Business Machines Corp., January 2020, \$136.00 USD	(9)	(655)	(72)
Johnson & Johnson, January 2020, \$140.00 USD	(10)	(3,615)	(6,400)
Johnson & Johnson, January 2020, \$145.00 USD	(21)	(4,221)	(4,882)
JPMorgan Chase & Co., January 2020, \$139.00 USD	(12)	(1,632)	(1,404)
McDonald's Corp., January 2020, \$210.00 USD	(12)	(737)	(36)
Merck & Co. Inc., January 2020, \$89.50 USD	(21)	(3,457)	(4,935)

Schedule of Investments (continued)

As at December 31, 2019

Security	Shares/ Contracts	Average Cost	Fair Value
Merck & Co. Inc., January 2020, \$90.00 USD	(32)	(3,936)	(5,696)
Microsoft Corp., January 2020, \$155.00 USD	(10)	(1,720)	(3,775)
Microsoft Corp., January 2020, \$160.00 USD	(10)	(1,282)	(1,065)
NVIDIA Corp., February 2020, \$240.00 USD	(7)	(5,236)	(4,305)
NVIDIA Corp., February 2020, \$242.50 USD	(10)	(7,980)	(5,150)
Oracle Corp., February 2020, \$60.00 USD	(33)	(1,897)	(82)
PayPal Holdings Inc., January 2020, \$115.00 USD	(13)	(631)	(293)
Pfizer Inc., January 2020, \$39.00 USD	(38)	(988)	(2,546)
Philip Morris International Inc., January 2020, \$87.50 USD	(57)	(3,224)	(1,966)
Philip Morris International Inc., January 2020, \$90.00 USD	(19)	(893)	(133)
Procter & Gamble Co. (The), January 2020, \$124.00 USD	(11)	(1,210)	(1,226)
Procter & Gamble Co. (The), January 2020, \$126.00 USD	(11)	(940)	(154)
Procter & Gamble Co. (The), January 2020, \$130.00 USD	(11)	(343)	(94)
QUALCOMM Inc., January 2020, \$89.00 USD	(35)	(3,256)	(1,190)
Simon Property Group Inc., January 2020, \$170.00 USD	(8)	(660)	(28)
Starbucks Corp., January 2020, \$90.00 USD	(15)	(1,132)	(638)
Union Pacific Corp., January 2020, \$185.00 USD	(8)	(1,400)	(1,092)
United Technologies Corp., January 2020, \$149.00 USD	(10)	(1,690)	(2,040)
United Technologies Corp., January 2020, \$150.00 USD	(10)	(1,510)	(635)
United Technologies Corp., January 2020, \$150.00 USD	(10)	(2,340)	(1,985)
UnitedHealth Group Inc., January 2020, \$290.00 USD	(14)	(6,292)	(11,935)
UnitedHealth Group Inc., March 2020, \$310.00 USD	(6)	(3,888)	(3,165)
Verizon Communications Inc., January 2020, \$61.00 USD	(22)	(1,199)	(1,397)
Verizon Communications Inc., January 2020, \$62.50 USD	(30)	(900)	(360)
Visa Inc., Class 'A', January 2020, \$190.00 USD	(10)	(2,340)	(2,145)
Visa Inc., Class 'A', January 2020, \$192.50 USD	(8)	(1,226)	(624)
Walmart Inc., January 2020, \$125.00 USD	(11)	(578)	(71)
Walt Disney Co. (The), January 2020, \$155.00 USD	(13)	(1,989)	(260)
Walt Disney Co. (The), January 2020, \$165.00 USD	(10)	(795)	(65)
Wells Fargo & Co., January 2020, \$57.50 USD	(29)	(1,131)	(174)
Wells Fargo & Co., March 2020, \$57.50 USD	(28)	(2,198)	(1,372)
		(182,292)	(215,387)
TOTAL DERIVATIVES		(182,292)	(215,387)
Transaction Costs		(44,833)	
TOTAL INVESTMENT PORTFOLIO (98.34%)		\$ 23,600,659	\$ 28,612,726
Cash and cash equivalents (2.12%)			617,406
Other assets less liabilities (-0.46%)			(133,311)
TOTAL NET ASSETS (100.00%)			\$ 29,096,821

(See accompanying notes to financial statements)

Notes to Financial Statements

For the Years Ended December 31, 2019 and 2018

1. REPORTING ENTITY

Horizons Enhanced Income US Equity (USD) ETF (“HEA.U” or the “ETF”) is an investment trust established under the laws of the Province of Ontario by Declaration of Trust and effectively began operations on September 13, 2011. The address of the ETF’s registered office is: c/o Horizons ETFs Management (Canada) Inc., 55 University Avenue, Suite 800, Toronto, Ontario, M5J 2H7.

The ETF is offered for sale on a continuous basis by its prospectus in class E units (“Class E”) which trade on the Toronto Stock Exchange (“TSX”) in U.S. dollars (“US\$ units”) and in Canadian dollars (“C\$ units”) under the symbols HEA.U and HEA, respectively. C\$ units are not a separate class of units of the ETF, but rather, represent the Canadian dollar value of the US\$ Class E units at the current day’s Canada/U.S. exchange rate. An investor may buy or sell units of the ETF on the TSX only through a registered broker or dealer in the province or territory where the investor resides. Investors are able to trade units of the ETF in the same way as other securities traded on the TSX, including by using market orders and limit orders and may incur customary brokerage commissions when buying or selling units.

The investment objective of HEA.U is to provide unitholders with: (a) exposure to the performance of an equal weighted portfolio of large capitalization U.S. companies; and (b) monthly U.S. dollar distributions of dividend and call option income. HEA.U invests primarily in a portfolio of equity and equity related securities of U.S. companies that are amongst the largest by market capitalization and most liquid issuers on the New York Stock Exchange (the “NYSE”) or the NASDAQ Stock Market (“NASDAQ”). To mitigate downside risk and generate income, the ETF’s investment manager actively manages a covered call strategy that generally writes out of the money covered call options on up to 100% of the portfolio securities. The level of covered call option writing may vary based on market volatility and other factors. HEA.U does not to seek to hedge its exposure to the U.S. dollar back to the Canadian dollar.

Horizons ETFs Management (Canada) Inc. is the manager, trustee and investment manager of the ETF (“Horizons Management”, the “Manager” or the “Investment Manager”). The Investment Manager is responsible for implementing the ETF’s investment strategies.

2. BASIS OF PREPARATION

(i) Statement of compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”). Any mention of total net assets, net assets, net asset value or increase (decrease) in net assets is referring to net assets or increase (decrease) in net assets attributable to holders of redeemable units as reported under IFRS.

These financial statements were authorized for issue on March 11, 2020, by the Board of Directors of the Manager.

(ii) Basis of measurement

The financial statements have been prepared on the historical cost basis except for financial instruments at fair value though profit or loss, which are measured at fair value.

(iii) Functional and presentation currency

These financial statements are presented in U.S. dollars, which is the ETF’s functional currency.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) Financial instruments

(i) Recognition, initial measurement and classification

The ETF is subject to IFRS 9, Financial Instruments (“IFRS 9”) for the classification and measurement requirements for financial instruments, including impairment on financial assets and hedge accounting.

This standard requires assets to be classified based on the ETF’s business model for managing the financial assets and contractual cash flow characteristics of the financial assets. The standard includes three principal classification categories for financial assets: measured at amortized cost, fair value through other comprehensive income, and fair value through profit and loss (“FVTPL”). IFRS 9 requires classification of debt instruments, if any, based solely on payments of principal and interests, and business model tests.

The ETF’s financial assets and financial liabilities are managed and its performance is evaluated on a fair value basis. The contractual cash flows of the ETF’s debt securities, if any, consist solely of principal and interest, however, these securities are neither held in held-to-collect, or held-to-collect-and-sell business models in IFRS 9.

Financial assets and financial liabilities at FVTPL are initially recognized on the trade date, at fair value (see below), with transaction costs recognized in the statements of comprehensive income. Other financial assets and financial liabilities are recognized on the date on which they are originated at fair value.

The ETF classifies financial assets and financial liabilities into the following categories:

- Financial assets mandatorily classified at fair value through profit or loss: debt securities, equity investments and derivative financial instruments
- Financial assets at amortized cost: All other financial assets
- Financial liabilities classified at fair value through profit or loss: derivative financial instruments and securities sold short, if any
- Financial liabilities at amortized cost: all other financial liabilities

(ii) 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 in the principal or, in its absence, the most advantageous market to which the ETF has access at that date. The fair value of a liability reflects its non-performance risk.

Investments are valued at fair value as of the close of business on each day upon which a session of the TSX is held (“Valuation Date”) and based on external pricing sources to the extent possible. Investments held that are traded in an active market through recognized public stock exchanges, over-the-counter markets, or through recognized investment dealers, are valued at their closing sale price. However, such prices may be adjusted if a more accurate value can be obtained

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

from recent trading activity or by incorporating other relevant information that may not have been reflected in pricing obtained from external sources. Short-term investments, including notes and money market instruments, are valued at amortized cost which approximates fair value.

Investments held that are not traded in an active market, including some derivative financial instruments, are valued using observable market inputs where possible, on such basis and in such manner as established by the Manager. Derivative financial instruments are recorded in the statements of financial position according to the gain or loss that would be realized if the contracts were closed out on the Valuation Date. Margin deposits, if any, are included in the schedule of investments as margin deposits. See also the summary of fair value measurements in note 6.

Fair value policies used for financial reporting purposes are the same as those used to measure the net asset value ("NAV") for transactions with unitholders.

The fair value of other financial assets and liabilities approximates their carrying values due to the short-term nature of these instruments.

(iii) Offsetting

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis for gains and losses from financial instruments at fair value through profit or loss and foreign exchange gains and losses.

(iv) Specific instruments

Cash and cash equivalents

Cash and cash equivalents consist of cash on deposit and short-term, interest bearing notes with a term to maturity of less than three months from the date of purchase.

Forward foreign exchange contracts

Forward foreign exchange contracts, if any, are valued at the current market value thereof on the Valuation Date. The value of these forward contracts is the gain or loss that would be realized if, on the Valuation Date, the positions were to be closed out and recorded as derivative assets and/or liabilities in the statements of financial position and as a net change in unrealized appreciation (depreciation) of investments and derivatives in the statements of comprehensive income. When the forward contracts are closed out or mature, realized gains or losses on forward contracts are recognized and are included in the statements of comprehensive income in net realized gain (loss) on sale of investments and derivatives. The U.S. dollar value of forward foreign exchange contracts is determined using forward currency exchange rates supplied by an independent service provider.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

Options

As part of the ETF's investment strategy, call options are written on the equities in the ETF's portfolio. The premium received from writing a call option is recorded as a derivative liability in the statements of financial position. These call options are valued at the current market value thereof on the Valuation Date. The difference between the premium received when the option was written and its current market value is recorded as a net change in unrealized appreciation (depreciation) of investments and derivatives in the statements of comprehensive income.

When a written call option expires, the ETF will realize a gain equal to the premium received. When a written option is bought back, the ETF will realize a gain or loss equal to the difference between the cost at which the contract was re-purchased and the premium received. When a written call option is exercised, the premium received is added to the proceeds from the sale of the underlying investments to determine the realized gain or loss. In all three cases, the gains or losses realized on call option premiums written is recorded as a net realized gain (loss) on sale of investments and derivatives in the statements of comprehensive income.

Redeemable units

The redeemable units are measured at the present value of the redemption amounts and are considered a residual amount of the net assets attributable to holders of redeemable units. They are classified as financial liabilities as a result of the ETF's requirement to distribute net income and capital gains to unitholders.

(b) Investment income

Investment transactions are accounted for as of the trade date. Realized gains and losses from investment transactions are calculated on a weighted average cost basis. The difference between fair value and average cost, as recorded in the financial statements, is included in the statements of comprehensive income as part of the net change in unrealized appreciation (depreciation) of investments and derivatives. Interest income for distribution purposes from investments in bonds and short-term investments represents the coupon interest received by the ETF accounted for on an accrual basis. Dividend income is recognized on the ex-dividend date. Distribution income from investments in other funds or ETFs is recognized when earned.

Income from derivatives is shown in the statements of comprehensive income as net realized gain (loss) on sale of investments and derivatives; net change in unrealized appreciation (depreciation) of investments and derivatives; and, interest income for distribution purposes, in accordance with its nature.

Income from securities lending, if any, is included in "Securities lending income" on the statements of comprehensive income and is recognized when earned. Any securities on loan continue to be displayed in the schedule of investments and the market value of the securities loaned and collateral held is determined daily (see note 7).

If the ETF incurs withholding taxes imposed by certain countries on investment income and capital gains, such income and gains are recorded on a gross basis and the related withholding taxes are shown as a separate expense in the statements of comprehensive income.

(c) Foreign currency

Transactions in foreign currencies are translated into the ETF's reporting currency using the exchange rate prevailing on the trade date. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

at the year-end exchange rate. Foreign exchange gains and losses are presented as “Net realized gain (loss) on foreign exchange”, except for those arising from financial instruments at fair value through profit or loss, which are recognized as a component within “Net realized gain (loss) on sale of investments and derivatives” and “Net change in unrealized appreciation (depreciation) of investments and derivatives” in the statements of comprehensive income.

(d) Cost basis

The cost of portfolio investments is determined on an average cost basis.

(e) Increase (decrease) in net assets attributable to holders of redeemable units per unit

The increase (decrease) in net assets per unit in the statements of comprehensive income represents the change in net assets attributable to holders of redeemable units from operations divided by the weighted average number of units of the ETF outstanding during the reporting year.

(f) Unitholder transactions

The value at which units are issued or redeemed is determined by dividing the net asset value of the ETF by the total number of units outstanding of the ETF on the applicable Valuation Date. Amounts received on the issuance of units and amounts paid on the redemption of units are included in the statements of changes in financial position. Orders for subscriptions or redemptions are only permissible on valid trading days, as defined in the ETF’s prospectus.

(g) Amounts receivable (payable) relating to portfolio assets sold (purchased)

In accordance with the ETF’s policy of trade date accounting for sale and purchase transactions, sales/purchase transactions awaiting settlement represent amounts receivable/payable for securities sold/purchased, but not yet settled as at the reporting date.

(h) Net assets attributable to holders of redeemable units per unit

Net assets attributable to holders of redeemable units per unit is calculated by dividing the ETF’s net assets attributable to holders of redeemable units by the number of units of the ETF outstanding on the Valuation Date.

(i) Transaction costs

Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of an investment, which include fees and commissions paid to agents, advisors, brokers and dealers, levies by regulatory agencies and securities exchanges, and transfer taxes and duties. Transaction costs are expensed and are included in “Transaction costs” in the statements of comprehensive income.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing these financial statements, the Manager has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

The ETF may hold financial instruments that are not quoted in active markets, including derivatives. The determination of the fair value of these instruments is the area with the most significant accounting judgements and estimates that the ETF has made in preparing the financial statements. See note 6 for more information on the fair value measurement of the ETF's financial instruments.

5. FINANCIAL INSTRUMENTS RISK

In the normal course of business, the ETF's investment activities expose it to a variety of financial risks. The Manager seeks to minimize potential adverse effects of these risks for the ETF's performance by employing professional, experienced portfolio advisors, by daily monitoring of the ETF's positions and market events, and periodically may use derivatives to hedge certain risk exposures. To assist in managing risks, the Manager maintains a governance structure that oversees the ETF's investment activities and monitors compliance with the ETF's stated investment strategies, internal guidelines and securities regulations.

Please refer to the most recent prospectus for a complete discussion of the risks attributed to an investment in the units of the ETF. Significant financial instrument risks that are relevant to the ETF and an analysis of how they are managed are presented below.

(a) Market risk

Market risk is the risk that changes in market prices, such as interest rates, equity prices, foreign exchange rates and credit spreads (not relating to changes in the obligor's/issuer's credit standing) will affect the ETF's income or the fair value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

(i) Currency risk

Currency risk is the risk that financial instruments which are denominated in currencies other than the ETF's reporting currency, the U.S. dollar, will fluctuate due to changes in exchange rates and adversely impact the ETF's income, cash flows or fair values of its investment holdings. The ETF may reduce its foreign currency exposure through the use of derivative arrangements such as foreign exchange forward contracts or futures contracts. As at December 31, 2019 and 2018, the ETF did not have any material exposure to foreign currencies.

(ii) Interest rate risk

The ETF may be exposed to the risk that the fair value of future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. In general, the value of interest-bearing financial instruments will rise if interest rates fall, and conversely, will generally fall if interest rates rise. There is minimal sensitivity to interest rate fluctuation on cash and cash equivalents invested at short-term market rates since those securities are usually held to maturity and are short term in nature.

As at December 31, 2019 and 2018, the ETF did not hold any long-term debt instruments and did not have any exposure to interest rate risk.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

(iii) Other market risk

Other market risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. The Manager has imposed internal risk management controls on the ETF which are intended to limit the loss on its trading activities.

The table below shows the estimated impact on the ETF of a 1% increase or decrease in a broad-based market index, based on historical correlation, with all other factors remaining constant, as at the dates shown. In practice, actual results may differ from this sensitivity analysis and the difference could be material. The historical correlation may not be representative of future correlation.

Comparative Index	December 31, 2019	December 31, 2018
S&P 500®	\$274,971	\$257,292

(b) Credit risk

Credit risk on financial instruments is the risk of a financial loss occurring as a result of the default of a counterparty on its obligation to the ETF. It arises principally from debt securities held, and also from derivative financial assets, cash and cash equivalents, and other receivables. The ETF's maximum credit risk exposure as at the reporting date is represented by the respective carrying amounts of the financial assets in the statements of financial position. The ETF's credit risk policy is to minimise its exposure to counterparties with perceived higher risk of default by dealing only with counterparties that meet the credit standards set out in the ETF's prospectus and by taking collateral.

As at December 31, 2019 and 2018, due to the nature of its portfolio investments, the ETF did not have any material credit risk exposure.

(c) Liquidity risk

Liquidity risk is the risk that the ETF will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The ETF's policy and the Investment Manager's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stress conditions, including estimated redemptions of shares, without incurring unacceptable losses or risking damage to the ETF's reputation. Generally, liabilities of the ETF are due within 90 days. Liquidity risk is managed by investing the majority of the ETF's assets in investments that are traded in an active market and can be readily disposed. The ETF aims to retain sufficient cash and cash equivalent positions to maintain liquidity; therefore, the liquidity risk for the ETF is considered minimal.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

6. FAIR VALUE MEASUREMENT

Below is a classification of fair value measurements of the ETF's investments based on a three level fair value hierarchy and a reconciliation of transactions and transfers within that hierarchy. The hierarchy of fair valuation inputs is summarized as follows:

- Level 1: securities that are valued based on quoted prices in active markets.
- Level 2: securities that are valued based on inputs other than quoted prices that are observable, either directly as prices, or indirectly as derived from prices.
- Level 3: securities that are valued with significant unobservable market data.

Changes in valuation methods may result in transfers into or out of an investment's assigned level. The following is a summary of the inputs used as at December 31, 2019 and 2018, in valuing the ETF's investments and derivatives carried at fair values:

	December 31, 2019			December 31, 2018		
	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)
Financial Assets						
Equities	28,828,113	–	–	27,377,211	–	–
Total Financial Assets	28,828,113	–	–	27,377,211	–	–
Financial Liabilities						
Options	(215,387)	–	–	(152,857)	–	–
Total Financial Liabilities	(215,387)	–	–	(152,857)	–	–
Net Financial Assets and Liabilities	28,612,726	–	–	27,224,354	–	–

There were no significant transfers made between Levels 1 and 2 as a result of changes in the availability of quoted market prices or observable market inputs during the years shown. In addition, there were no investments or transactions classified in Level 3 for the years ended December 31, 2019 and 2018.

7. SECURITIES LENDING

In order to generate additional returns, the ETF is authorized to enter into securities lending agreements with borrowers deemed acceptable in accordance with National Instrument 81-102 – *Investment Funds* ("NI 81-102"). Under a securities lending agreement, the borrower must pay the ETF a negotiated securities lending fee, provide compensation to the ETF equal to any distributions received by the borrower on the securities borrowed, and the ETF must receive an acceptable form of collateral in excess of the value of the securities loaned. Although such collateral is marked to market, the ETF may be exposed to the risk of loss should a borrower default on its obligations to return the borrowed securities and the collateral is insufficient to reconstitute the portfolio of loaned securities. Revenue, if any, earned on securities lending transactions during the year is disclosed in the ETF's statements of comprehensive income.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

The aggregate closing market value of securities loaned and collateral received as at December 31, 2019 and 2018, was as follows:

As at	Securities Loaned	Collateral Received
December 31, 2019	\$734,442	\$772,767
December 31, 2018	\$166,283	\$174,759

Collateral may comprise, but is not limited to, cash and obligations of or guaranteed by the Government of Canada or a province thereof; by the United States government or its agencies; by some sovereign states; by permitted supranational agencies; and short-term debt of Canadian financial institutions, if, in each case, the evidence of indebtedness has a designated rating as defined by NI 81-102.

The table below presents a reconciliation of the securities lending income as presented in the statements of comprehensive income for the years ended December 31, 2019 and 2018. It shows the gross amount of securities lending revenues generated from the securities lending transactions of the ETF, less any taxes withheld and amounts earned by parties entitled to receive payments out of the gross amount as part of any securities lending agreements.

For the years ended	December 31, 2019	% of Gross Income	December 31, 2018	% of Gross Income
Gross securities lending income	\$259		\$485	
Withholding taxes	(9)	3.47%	–	–
Lending Agents' fees:				
Canadian Imperial Bank of Commerce	(68)	26.25%	(145)	29.90%
Net securities lending income paid to the ETF	\$182	70.28%	\$340	70.10%

8. REDEEMABLE UNITS

The ETF is authorized to issue an unlimited number of redeemable, transferable Class E units each of which represents an equal, undivided interest in the net assets of the ETF. Each unit entitles the owner to one vote at meetings of unitholders. Each unit is entitled to participate equally with all other units with respect to all payments made to unitholders, other than management fee distributions, whether by way of income or capital distributions and, on liquidation, to participate equally in the net assets of the ETF remaining after satisfaction of any outstanding liabilities that are attributable to units of that class of the ETF. All units will be fully paid and non-assessable, with no liability for future assessments, when issued and will not be transferable except by operation of law.

The redeemable units issued by the ETF provide an investor with the right to require redemption for cash at a value proportionate to the investor's share in the ETF's net assets at each redemption date. They are classified as liabilities as a result of the ETF's requirement to distribute net income and capital gains to unitholders. The ETF's objectives in managing the redeemable units are to meet the ETF's investment objective, and to manage liquidity risk arising from redemptions. The ETF's management of liquidity risk arising from redeemable units is discussed in note 5.

On any valid trading day, as defined in the ETF's prospectus, unitholders of the ETF may (i) redeem units of the ETF for cash at a redemption price per unit equal to 95% of the closing price for units of the ETF on the TSX on the effective day of the redemption, where the units being redeemed are not equal to a prescribed number of units ("PNU") or a multiple

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

PNU; or (ii) redeem, less any applicable redemption charge as determined by the Manager in its sole discretion from time to time, a PNU or a multiple PNU of the ETF for cash equal to the net asset value of that number of units.

Units of the ETF are issued or redeemed on a daily basis at the net asset value per security that is determined as at 4:00 p.m. (Eastern Time) each business day. Purchase and redemption orders are subject to a 9:30 a.m. (Eastern Time) cut-off time.

Please consult the ETF's most recent prospectus for a full description of the subscription and redemption features of the ETF's units.

For the years ended December 31, 2019 and 2018, the number of units issued by subscription and/or distribution reinvestment, the number of units redeemed, the total and average number of units outstanding was as follows:

Year	Beginning Units Outstanding	Units Issued	Units Redeemed	Ending Units Outstanding	Average Units Outstanding
2019	2,558,820	1,653	(200,000)	2,360,473	2,483,300
2018	2,482,182	251,638	(175,000)	2,558,820	2,431,823

9. EXPENSES
Management fees

The Manager provides, or oversees the provision of, administrative services required by the ETF including, but not limited to: negotiating contracts with certain third-party service providers, such as portfolio managers, custodians, registrars, transfer agents, auditors and printers; authorizing the payment of operating expenses incurred on behalf of the ETF; arranging for the maintenance of accounting records for the ETF; preparing reports to unitholders and to the applicable securities regulatory authorities; calculating the amount and determining the frequency of distributions by the ETF; preparing financial statements, income tax returns and financial and accounting information as required by the ETF; ensuring that unitholders are provided with financial statements and other reports as are required from time to time by applicable law; ensuring that the ETF complies with all other regulatory requirements, including the continuous disclosure obligations of the ETF under applicable securities laws; administering purchases, redemptions and other transactions in units of the ETF; and dealing and communicating with unitholders of the ETF. The Manager provides office facilities and personnel to carry out these services, if not otherwise furnished by any other service provider to the ETF. The Manager also monitors the investment strategies of the ETF to ensure that the ETF complies with its investment objectives, investment strategies and investment restrictions and practices.

In consideration for the provision of these services, the Manager receives a monthly management fee at the annual rate of 0.65%, plus applicable sales taxes, of the net asset value of the ETF's units, calculated and accrued daily and payable monthly in arrears. Any expenses of the ETF which are waived or absorbed by the Manager are paid out of the management fees received by the Manager.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

Other expenses

Unless otherwise waived or reimbursed by the Manager, the ETF pays all of its operating expenses, including but not limited to: audit fees; trustee and custodial expenses; valuation, accounting and record keeping costs; legal expenses; permitted prospectus preparation and filing expenses; costs associated with delivering documents to unitholders; listing and annual stock exchange fees; index licensing fees, if applicable; fees payable to CDS Clearing and Depository Services Inc.; bank related fees and interest charges; extraordinary expenses; unitholder reports and servicing costs; registrar and transfer agent fees; costs associated with the Independent Review Committee; income taxes; sales taxes; brokerage expenses and commissions; and withholding taxes.

The Manager, at its discretion, may waive and/or absorb a portion of the fees and/or expenses otherwise payable by the ETF. The waiving and/or absorption of such fees and/or expenses by the Manager may be terminated at any time, or continued indefinitely, at the discretion of the Manager.

10. BROKER COMMISSIONS, SOFT DOLLARS AND RELATED PARTY TRANSACTIONS

Brokerage commissions paid on securities transactions may include amounts paid to related parties of the Manager for brokerage services provided to the ETF.

Research and system usage related services received in return for commissions generated with specific dealers are generally referred to as soft dollars.

Total brokerage commissions paid to dealers in connection with investment portfolio transactions, soft dollar transactions incurred and amounts paid to related parties of the Manager, if any, for the years ended December 31, 2019 and 2018, were as follow:

Year Ended	Brokerage Commissions Paid	Soft Dollar Transactions	Amount Paid to Related Parties
December 31, 2019	\$77,206	\$nil	\$nil
December 31, 2018	\$53,802	\$nil	\$nil

In addition to the information contained in the table above, the management fees paid to the Manager described in note 9 are related party transactions, as the Manager is considered to be a related party to the ETF. Fees paid to the Independent Review Committee are also considered to be related party transactions. Both the management fees and fees paid to the Independent Review Committee are disclosed in the statements of comprehensive income. The management fees payable by the ETF as at December 31, 2019 and 2018, are disclosed in the statements of financial position.

The ETF may invest in other ETFs managed by the Manager or its affiliates, in accordance with the ETF's investment objectives and strategies. Such investments, if any, are disclosed in the schedule of investments.

11. INCOME TAX

The ETF has qualified as a mutual fund trust under the *Income Tax Act* (Canada) (the "Tax Act") and accordingly, is not taxed on the portion of taxable income that is paid or allocated to unitholders. As well, tax refunds (based on redemptions and realized and unrealized gains during the year) may be available that would make it possible to retain some net capital gains in the ETF without incurring any income taxes.

Notes to Financial Statements (continued)

For the Years Ended December 31, 2019 and 2018

12. TAX LOSSES CARRIED FORWARD

Capital losses for income tax purposes may be carried forward indefinitely and applied against capital gains realized in future years. Non-capital losses carried forwards may be applied against future years' taxable income. Non-capital losses that are realized in the current taxation year may be carried forward for 20 years. As at December 31, 2019, the ETF had net capital losses and/or non-capital losses, with the year of expiry of the non-capital losses as follows:

Net Capital Losses	Non-Capital Losses	Year of Expiry of the Non-Capital Losses
\$8	–	–

13. OFFSETTING OF FINANCIAL INSTRUMENTS

In the normal course of business, the ETF may enter into various master netting arrangements or other similar agreements that do not meet the criteria for offsetting in the statements of financial position but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy or termination of the contracts. As at December 31, 2019 and 2018, the ETF did not have any financial instruments eligible for offsetting.

14. INTERESTS IN SUBSIDIARIES, ASSOCIATES AND UNCONSOLIDATED STRUCTURED ENTITIES

The ETF may invest in units of other ETFs as part of its investment strategies ("Investee ETF(s)"). The nature and purpose of these Investee ETFs generally, is to manage assets on behalf of third party investors in accordance with their investment objectives, and are financed through the issue of units to investors.

In determining whether the ETF has control or significant influence over an Investee ETF, the ETF assesses voting rights, the exposure to variable returns, and its ability to use the voting rights to affect the amount of the returns. In instances where the ETF has control over an Investee ETF, the ETF qualifies as an investment entity under IFRS 10 - *Consolidated Financial Statements*, and therefore accounts for investments it controls at fair value through profit and loss. The ETF's primary purpose is defined by its investment objectives and uses the investment strategies available to it as defined in the ETF's prospectus to meet those objectives. The ETF also measures and evaluates the performance of any Investee ETFs on a fair value basis.

Investee ETFs over which the ETF has control or significant influence are categorized as subsidiaries and associates, respectively. All other Investee ETFs are categorized as unconsolidated structured entities. Investee ETFs may be managed by the Manager, its affiliates, or by third-party managers.

Investments in Investee ETFs are susceptible to market price risk arising from uncertainty about future values of those Investee ETFs. The maximum exposure to loss from interests in Investee ETFs is equal to the total fair value of the investment in those respective Investee ETFs at any given point in time. The fair value of Investee ETFs, if any, are disclosed in investments in the statements of financial position and listed in the schedule of investments. As at December 31, 2019 and 2018, the ETF had no exposure to subsidiaries, associates or unconsolidated structured entities.

15. COMPARATIVE FINANCIAL STATEMENTS

Certain information in the comparative financial statements and/or notes to the financial statements for 2018 has been reclassified to conform to the financial statement presentation adopted for 2019.

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