

**2024** **US FINANCIAL 15 SPLIT CORP.**  
**ANNUAL REPORT**



This report may contain forward-looking statements about the Company. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates” or negative versions thereof and similar expressions. In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Company action, is also forward-looking. Forward-looking statements are based on current expectations and projections about future events and are inherently subject to, among other things, risks, uncertainties and assumptions about the Company and economic factors.

Forward-looking statements are not guarantees of future performance, and actual events and results could differ materially from those expressed or implied in any forward-looking statements made by the Company. Any number of important factors could contribute to any divergence between what is anticipated and what actually occurs, including, but not limited to, general economic, political and market factors, interest and foreign exchange rates, global equity and capital markets, business competition, technology change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events.

The above-mentioned list of important factors is not exhaustive. You should consider these and other factors carefully before making any investment decisions and you should avoid placing undue reliance on forward-looking statements. While the Company currently anticipates that subsequent events and developments may cause the Company’s views to change, the Company does not undertake to update any forward-looking statements.

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# US FINANCIAL 15 SPLIT CORP.

## ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

NOVEMBER 30, 2024

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This is the annual Management Report of Fund Performance (MRFP) for the year ended November 30, 2024. This MRFP contains financial highlights but does not contain the complete financial statements of the Company. The annual financial statements and accompanying notes are attached to this report.

Investors may also obtain a copy of the Company's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure by visiting our website at [www.financial15.com](http://www.financial15.com) or by writing to the Company at Investor Relations, 200 Front Street West, Suite 2510, Toronto, Ontario M5V 3K2.

These reports are available to view and download at [www.financial15.com](http://www.financial15.com) or [www.sedarplus.com](http://www.sedarplus.com).

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### INVESTMENT OBJECTIVES AND STRATEGIES

US Financial 15 Split Corp. invests primarily in a portfolio of commons shares which will include each of the following U.S. financial services companies listed below:

American Express Company	Morgan Stanley
Bank of America Corp.	PNC Financial Services Group Inc.
Bank of New York Mellon Corp.	Regions Financial Corp.
Citigroup Inc.	State Street Corp.
CME Group Inc.	Truist Financial Corporation
Fifth Third Bancorp	US Bancorp.
Goldman Sachs Group Inc.	Wells Fargo & Co.
J.P. Morgan Chase & Co.	

The Company may also invest up to 20% of the net asset value in equity securities of issuers other than the 15 financial services companies listed above. In order to supplement the dividends received on the portfolio and to reduce risk, the Company will from time to time write covered call options in respect of some or all of the common shares in the portfolio.

The Company offers two types of shares:

#### Preferred shares

The investment objectives with respect to the Preferred shares are as follows:

1. To provide holders with a cumulative preferential monthly dividend at an annualized rate of 10% based on the net asset value per unit as at the end of the preceding month, subject to a maximum monthly dividend of \$0.08333 per Preferred share; and
2. On or about the termination of December 1, 2030 (subject to further 6 year extensions thereafter), to pay holders the original issue price (\$10) of the Preferred shares.

## **Class A shares**

The investment objectives with respect to the Class A shares are as follows:

1. To provide holders with such dividends as the directors of the Company may from time to time determine; and
  2. On or about the termination date, to pay holders such amounts as remain after paying the holders of the Preferred shares the amounts owing to them.
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## **RISK**

The risks of investing in the Company remain as discussed in the Annual Information Form dated February 24, 2025. In addition, note 6 of the financial statements (“Management of Risk of Financial Instruments”) contains disclosure on specific types of risks related to the financial investments held by the Company.

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## **RESULTS OF OPERATIONS**

North American equity markets experienced robust gains over the year ended November 30, 2024, driven by a confluence of factors including moderating inflation, a shift in monetary policy by central banks, and a significant post-U.S. election rally.

In the U.S., equity markets benefited from moderating inflation and anticipation of a shift in monetary policy. The U.S. economy, while showing resilience, also began to exhibit signs of slowing growth in the first half of 2024. Although the labour market remained relatively strong, with low unemployment, concerns about a potential recession began to emerge as business investment softened.

The U.S. Federal Reserve held rates steady in the first half of 2024, signaling its commitment to achieving its 2% target. As inflation continued to ease and the economic data pointed towards a potential slowdown, the U.S. Federal Reserve signaled a policy shift, beginning rate cuts in September 2024 and lowering rates by 0.75% cumulatively by the end of November 2024 to support economic activity and boost market confidence.

In November 2024, U.S. equity markets rallied to record highs following the U.S. election results. This surge was attributed to both the swift confirmation of the election outcome and the market’s positive reaction to the incoming administration’s proposed economic agenda, which emphasized pro-growth measures, tax cuts, a more market-driven economy, and reduced federal government spending.

Against this backdrop, the companies held in the portfolio generally appreciated significantly over the year.

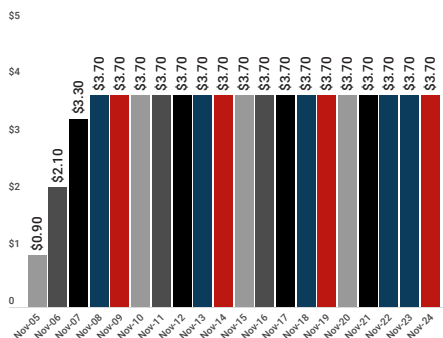
The net assets per unit of the Company was \$8.37 as at November 30, 2024, after the payment of \$0.67 in distributions to Preferred shares during the year. A combined total of \$13.64 has been paid in distributions to Class A shares and Preferred shares since inception.

As at November 30, 2024, net assets of the Company were \$15.3 million.

The covered call writing program continued to provide additional income and supplemented the dividend income earned in the portfolio.

## Class A shares – Distributions

Class A shareholders will receive dividends as the directors of the Company may from time to time determine. No distributions were made during the year.



Class A Share Distributions Since Inception

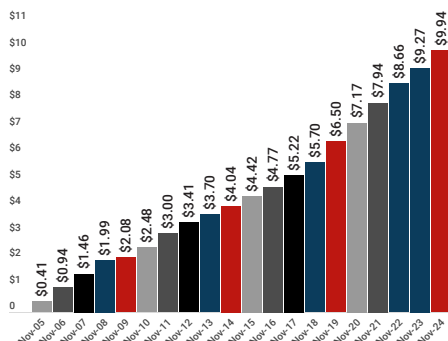


**3.70**

Cumulative total of distributions paid to Class A share since inception

## Preferred shares – Distributions

Preferred shareholders are entitled to receive fixed cumulative preferential monthly cash dividends at an annualized rate of 10% of the previous month's net asset value, subject to a maximum monthly dividend of \$0.0833 per Preferred share. Distributions during the year amounted to \$0.6690 per Preferred share.



Preferred Share Distributions Since Inception



**9.94**

Cumulative total of distributions paid to Preferred share since inception

## RECENT DEVELOPMENTS

In February 2025, the U.S. announced trade tariffs on certain Canadian exports, prompting retaliatory tariffs from Canada on specific U.S. goods. Although these trade tariffs have been temporarily suspended, the Company's investment portfolio may experience volatility as trade negotiations progress.

During the year, the Company extended its term for a further six year period from December 1, 2024 to December 1, 2030. Pursuant to the special retraction right in connection with the extension of the termination date of the Company, the Company redeemed 311,172 Preferred shares and made a retraction payment of \$2,604,510 on December 16, 2024.

## RELATED PARTY TRANSACTIONS

Quadravest Capital Management Inc. ("Quadravest") as investment manager and manager earns fees from the Company as described below in the Management Fees section.

## FINANCIAL HIGHLIGHTS

The following tables show selected financial information about the Company and are intended to help you understand the Company's financial performance for the past five years. This information is derived from the Company's audited annual financial statements. The information in the following table is presented in accordance with National Instrument ("NI") 81-106 and, as a result, does not act as a continuity of opening and closing net assets per unit.

### The Company's net assets per unit

	Years ended November 30				
	2024	2023	2022	2021	2020
Net assets per unit, beginning of year <sup>(1)</sup>	5.83	7.10	8.13	6.57	8.48
Increase (decrease) from operations					
Total revenue	0.22	0.23	0.22	0.19	0.21
Total expenses	(0.18)	(0.13)	(0.21)	(0.18)	(0.18)
Realized gains (losses) for the year	0.50	0.15	0.70	0.35	0.23
Unrealized gains (losses) for the year	2.67	(0.91)	(1.03)	1.96	(1.50)
Total increase (decrease) from operations <sup>(2)</sup>	<u>3.21</u>	<u>(0.66)</u>	<u>(0.32)</u>	<u>2.32</u>	<u>(1.24)</u>
Distributions <sup>(3)</sup>					
Canadian dividends	<u>(0.67)</u>	<u>(0.61)</u>	<u>(0.71)</u>	<u>(0.77)</u>	<u>(0.67)</u>
Total distributions	<u>(0.67)</u>	<u>(0.61)</u>	<u>(0.71)</u>	<u>(0.77)</u>	<u>(0.67)</u>
Net assets per unit at end of year	8.37	5.83	7.10	8.13	6.57
Net assets per Preferred share	8.37	5.83	7.10	8.13	6.57
Net assets per Class A share	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Net assets per unit at end of year	8.37	5.83	7.10	8.13	6.57

- (1) Net assets per unit is the difference between the aggregate amount of the Company's assets and the aggregate amount of its liabilities, excluding Preferred shares and net assets attributable to holders of redeemable Class A shares, at the valuation date, divided by the number of units then outstanding.
- (2) Total increase (decrease) from operations is before the payment of Preferred and Class A share distributions and remeasurement on Preferred shares, and is calculated based on the weighted average number of units outstanding during the year.
- (3) Distributions on the Preferred shares and Class A shares are based on the number of Preferred shares and Class A shares outstanding on the record date for each distribution in the year and were paid in cash. Characterization of distributions is based on the tax treatment that is received by investors.

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## RATIOS AND SUPPLEMENTAL DATA

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	┌ 2024	Years ended November 30			└ 2020
	2024	2023	2022	2021	2020
Net asset value (millions) <sup>(1)</sup>	\$15.3	\$11.1	\$13.5	\$15.5	\$12.5
Number of units outstanding	1,825,917	1,900,817	1,901,817	1,901,817	1,901,817
Management expense ratio <sup>(2)</sup>	2.13%	2.16%	2.01%	1.85%	2.17%
Portfolio turnover rate <sup>(3)</sup>	2.13%	0.71%	1.27%	3.54%	9.5%
Trading expense ratio <sup>(4)</sup>	0.04%	0.02%	0.03%	0.01%	0.05%
Closing market price (TSX):					
Preferred shares	\$7.72	\$5.30	\$7.00	\$7.78	\$6.89
Closing market price (TSX):					
Class A shares	\$0.69	\$0.17	\$0.38	\$0.58	\$0.27

(1) This information is provided as at November 30.

(2) Management expense ratio per unit is based on total expenses for the stated year, excluding commissions and other portfolio transaction costs, withholding tax and distributions on Preferred shares and is expressed as an annualized percentage of the average net asset value of the Company during the year.

(3) The Company's portfolio turnover rate indicates how actively Quadravest manages the portfolio investments. A portfolio turnover rate of 100% is equivalent to the Company buying and selling all of the securities in its Portfolio once in the course of the year. The Company employs a covered call writing strategy which can cause the portfolio turnover rate to be higher than conventional mutual funds. The higher the Company's portfolio turnover rate in a year, the greater the trading costs payable by the Company in the year and the greater 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 Company.

(4) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of the average net asset value of the Company during the year.

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## MANAGEMENT FEES

Pursuant to the terms of the investment management agreement, Quadravest is entitled to a base management fee payable in arrears at an annual rate equal to 0.65% of the net asset value of the Company, which includes the outstanding Preferred shares, calculated as at each month-end valuation date. In addition, Quadravest is entitled to receive a performance fee subject to the achievement of certain pre-established total return thresholds.

Pursuant to the management agreement, Quadravest is entitled to an administration fee payable monthly in arrears at an annual rate equal to 0.1% of the net asset value of the Company, which includes the outstanding Preferred shares, calculated as at each month-end valuation date.

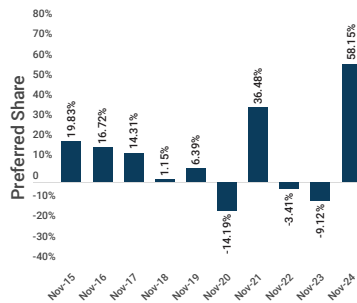
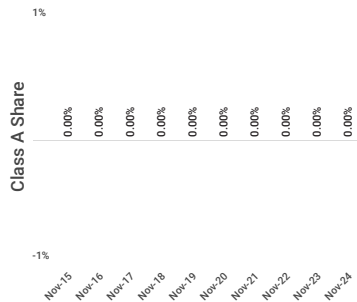
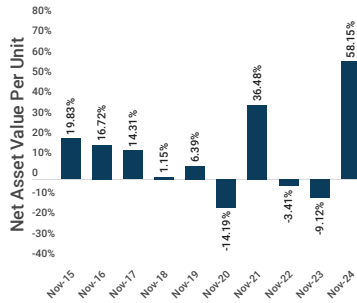
The base management fee was used by Quadravest to provide investment analysis, make investment decisions, and make brokerage arrangements for the purchase and sale of securities including the covered call writing program. The administration fee was used to provide or arrange administrative services required by the Company which includes all operational services, financial accounting, shareholder reporting and regulatory reporting.

## PAST PERFORMANCE

### Year-by-Year Returns

The past performance of 1) the net asset value per unit; 2) the Preferred share on a net asset value basis; and 3) the Class A share on a net asset value basis for each of the last 10 years are presented in the bar charts below. Each bar in the chart reflects the change in percentage terms of how a unit, a Preferred share or a Class A share would have increased or decreased during the applicable year. In respect to the charts displayed below, please note the following:

- The performance information shown assumes that all cash distributions made by the Company during the years shown were reinvested in the applicable additional securities of the Company;
- The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance; and
- Past performance of the Company does not necessarily indicate how it will perform in the future.



(1) The return per unit for the year ended November 30, 2019 reflects the consolidation of Class A shares on December 21, 2018.



## ANNUAL COMPOUND PERFORMANCE

The following table shows the Company's annual compound return for the one, three, five and ten years ended November 30, 2024 and since inception:

	One year	Three years	Five years	Ten years	Since inception
US Financial 15 Split Corp. - Unit	58.15%	11.56%	10.21%	10.83%	2.14%
US Financial 15 Split Corp. - Preferred share	58.15%	11.56%	10.21%	10.83%	6.27%
US Financial 15 Split Corp. - Class A share	0.00%	0.00%	0.00%	0.00%	-100.00%

## MARKET INDICES<sup>(1)</sup>

S&P 500 Financial Index	50.27%	16.00%	14.67%	14.48%	6.63%
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- (1) As a result of the Company being limited to a specific universe of stocks and that a covered call writing program is implemented to generate additional income, the investment profile of the Company is quite unique and any comparisons with any other market indices may not be appropriate.

## SUMMARY OF INVESTMENT PORTFOLIO

All holdings as at November 30, 2024

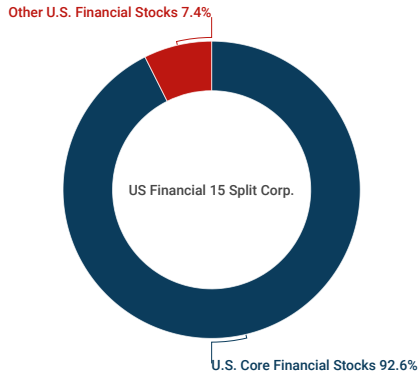
Name	Weighting (%)
Morgan Stanley	9.0
Goldman Sachs Group Inc.	8.9
State Street Corp.	8.1
J.P. Morgan Chase & Co.	7.6
Bank of America Corp.	7.4
PNC Financial Services Group Inc.	7.3
Fifth Third Bancorp.	7.0
Bank of New York Mellon Corp.	5.3
Citigroup Inc.	5.1
American Express Company	4.5
Wells Fargo & Co.	3.9
Truist Financial Corporation	3.9
Regions Financial Corp.	3.7
Metlife Inc.	3.6
Huntington Bancshares Inc.	3.3
CME Group Inc.	3.3
US Bancorp	1.8
<b>Total long positions as a percentage of net assets</b>	<b>93.7</b>
Cash	7.3
Other net assets (liabilities)	-1.0
	100.0

The summary of investment portfolio may change due to ongoing portfolio transactions of the Company. Updates are available quarterly.

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## PORTFOLIO BREAKDOWN

The following pie chart shows the composition of the Company's holdings between U.S. core financial and other U.S. financial investments.



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## US FINANCIAL 15 SPLIT CORP.

### MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements of US Financial 15 Split Corp. (the "Company") have been prepared by Quadravest Capital Management Inc. (the "Manager" of the Company) and approved by the Board of Directors of the Company. The Manager is responsible for the information and representations contained in these financial statements and the other sections of the annual report.

The Manager maintains appropriate procedures to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). The material accounting policy information applicable to the Company is described in note 4 to the financial statements.

The Board of Directors of the Company is responsible for ensuring that management fulfills its responsibilities for financial reporting and has reviewed and approved these financial statements.

The Manager with the approval of the Board of Directors of the Company has appointed PricewaterhouseCoopers LLP as the external auditor of the Company. They have audited the financial statements of the Company in accordance with Canadian generally accepted auditing standards to enable them to express to shareholders their opinion on the financial statements. The auditor has full and unrestricted access to the Audit Committee to discuss its findings.

**WAYNE FINCH**

Chief Executive Officer, President and Director  
Quadravest Capital Management Inc.

**SILVIA GOMES**

Chief Financial Officer  
Quadravest Capital Management Inc.



## Independent auditor's report

To the Shareholders of US Financial 15 Split Corp. (the Company)

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### Our opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at November 30, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

#### What we have audited

The Company's financial statements comprise:

- the statements of financial position as at November 30, 2024 and 2023;
- the statements of comprehensive income/(loss) for the years then ended;
- the statements of changes in net assets attributable to holders of redeemable Class A shares for the years then ended;
- the statements of cash flow for the years then ended; and
- the notes to the financial statements, comprising material accounting policy information and other explanatory information.

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### 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 *Auditor's responsibilities for the audit of the financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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### Other information

Management is responsible for the other information. The other information comprises the Annual Management Report of Fund Performance and the information, other than the financial statements and our auditor's report thereon, included in the annual report.

PricewaterhouseCoopers LLP  
PwC Tower, 18 York Street, Suite 2500, Toronto, Ontario, Canada M5J 0B2  
T.: +1 416 863 1133, F.: +1 416 365 8215, Fax to mail: ca\_toronto\_18\_york\_fax@pwc.com

\*PwC\* refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.



Our opinion on the financial statements does not cover the other information and we do 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, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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### **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 IFRS Accounting 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 Company'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 Company or to cease operations, or has no realistic alternative but to do so.

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

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### **Auditor's responsibilities for the audit of the financial statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting



a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company'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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Christina Fox.

*PricewaterhouseCoopers LLP*

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario  
February 20, 2025

**US FINANCIAL 15 SPLIT CORP.**  
**STATEMENTS OF FINANCIAL POSITION**

AS AT NOVEMBER 30, 2024 AND NOVEMBER 30, 2023

	November 30, 2024 (\$)	November 30, 2023 (\$)
<b>ASSETS</b>		
Current Assets		
Investments	14,313,160	10,248,132
Cash	1,115,225	878,864
Interest, dividends and other receivables	12,197	23,706
Receivable in respect of investments sold	-	73,162
	<u>15,440,582</u>	<u>11,223,864</u>
<b>LIABILITIES</b>		
Current Liabilities		
Written Options	11,519	31,710
Fees and other accounts payable	37,360	33,229
Distributions payable	114,722	84,586
Preferred shares (notes 1, 2 and 7)	15,275,981	11,073,339
Class B shares	1,000	1,000
	<u>15,440,582</u>	<u>11,223,864</u>
<b>NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE CLASS A SHARES</b>		
	-	-
Number of redeemable units		
(1 Preferred share and 1 Class A share) outstanding (note 7)	1,825,917	1,900,817
Number of Preferred shares outstanding	1,825,917	1,900,817
Number of Class A shares outstanding	1,825,917	1,900,817
Net assets per unit	\$8.37	\$5.83
Net assets per Preferred share (note 2)	\$8.37	\$5.83
Net assets per Class A share	-	-

Approved on behalf of the Board of Directors

  
**WAYNE FINCH**  
 Director

  
**PETER CRUICKSHANK**  
 Director

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

**US FINANCIAL 15 SPLIT CORP.**  
**STATEMENTS OF COMPREHENSIVE INCOME / (LOSS)**

FOR THE YEARS ENDED NOVEMBER 30

	2024 (\$)	2023 (\$)
<b>INCOME</b>		
Net gain (loss) on investments and derivatives		
Net realized gain (loss)	893,961	259,988
Net change in unrealized appreciation/depreciation	4,918,993	(1,696,846)
Dividends	379,398	403,072
Interest for distribution purposes	30,831	42,696
<b>Net gain (loss) on investments and derivatives</b>	<b>6,223,183</b>	<b>(991,090)</b>
<b>Other gain (loss)</b>		
Realized gain (loss) on currency	20,835	32,408
Change in unrealized gain (loss) in the value of currency	(1,158)	(34,871)
	<b>6,242,860</b>	<b>(993,553)</b>
<b>EXPENSES (note 9)</b>		
Management fees	96,436	86,781
Audit fees	20,100	20,042
Directors' fees	14,312	14,334
Independent Review Committee fees	4,064	4,064
Custodial fees	5,370	26,141
Legal fees	24,644	24,366
Shareholder reporting costs	15,210	15,044
Other operating expenses	65,302	34,463
Harmonized sales tax	24,057	22,829
Transaction costs	5,272	2,795
Withholding taxes	56,913	4,677
	<b>331,680</b>	<b>255,536</b>
<b>Increase (decrease) in net assets attributable to holders of redeemable Class A shares before distributions and remeasurement on Preferred shares</b>	<b>5,911,180</b>	<b>(1,249,089)</b>
Distributions on Preferred shares	(1,232,923)	(1,166,799)
Gain (loss) on remeasurement of Preferred shares (note 2)	(4,678,257)	2,415,888
<b>Increase (decrease) in net assets attributable to holders of redeemable Class A shares</b>	<b>-</b>	<b>-</b>
<b>Increase (decrease) in net assets attributable to holders per redeemable Class A share (note 10)</b>	<b>-</b>	<b>-</b>

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

**US FINANCIAL 15 SPLIT CORP.**  
**STATEMENTS OF CHANGES IN NET ASSETS**  
**ATTRIBUTABLE TO HOLDERS OF REDEEMABLE CLASS A SHARES**  
**FOR THE YEARS ENDED NOVEMBER 30**

	2024 (\$)	2023 (\$)
<b>Net assets attributable to holders of redeemable Class A shares - Beginning of year</b>	-	-
Increase (decrease) in net assets attributable to holders of redeemable Class A shares	-	-
<b>Change in net assets attributable to holders of redeemable Class A shares</b>	<u>-</u>	<u>-</u>
<b>Net Assets attributable to holders of redeemable Class A shares - End of year</b>	<u>-</u>	<u>-</u>

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



# US FINANCIAL 15 SPLIT CORP.

## STATEMENTS OF CASH FLOW

FOR THE YEARS ENDED NOVEMBER 30

	2024	2023
	(\$)	(\$)
<b>Cash flows from (used in) operating activities</b>		
Increase (decrease) in net assets attributable to holders of redeemable Class A shares	-	-
Adjustment for:		
Distributions on Preferred shares	1,232,923	1,166,799
Unrealized (gain) loss in the value of currency	1,158	34,871
Net realized (gain) loss on investments and derivatives	(893,961)	(259,988)
Net change in unrealized appreciation/depreciation of investments and derivatives	(4,918,993)	1,696,846
(Gain) loss on remeasurement of Preferred shares	4,678,257	(2,415,888)
Purchase of investments, net of option premiums	(107,792)	(7,318)
Proceeds from sale of investments	1,908,689	475,333
(Increase) decrease in interest, dividends and other receivables	11,509	(4,914)
Increase (decrease) in fees and other accounts payable	4,131	128
Cash flows from (used in) operating activities	<u>1,915,921</u>	<u>685,869</u>
<b>Cash flows from (used in) financing activities</b>		
Amounts Paid on Redemption of Class A shares and Preferred shares	(475,615)	(7,030)
Distributions paid on Preferred shares	<u>(1,202,787)</u>	<u>(1,189,818)</u>
Cash flows from (used in) financing activities	<u>(1,678,402)</u>	<u>(1,196,848)</u>
Unrealized gain (loss) in the value of currency	<u>(1,158)</u>	<u>(34,871)</u>
Net increase (decrease) in cash	236,361	(545,850)
Cash at beginning of the year	<u>878,864</u>	<u>1,424,714</u>
<b>Cash at end of the year</b>	<u><b>1,115,225</b></u>	<u><b>878,864</b></u>
Dividends received, net of withholding taxes*	334,454	393,647
Interest received *	30,831	42,696

\* Included as part of Cash Flows from Operating Activities.

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

**US FINANCIAL 15 SPLIT CORP.**  
**SCHEDULE OF PORTFOLIO INVESTMENTS**

AS AT NOVEMBER 30, 2024

No. of shares (contracts)	Description	Average Cost (\$) (Premiums received)	Fair Value (\$)
	<b>15 Core Holdings</b>		
	<b>U.S. Common Equities</b>		
1,600	American Express Company	149,059	682,556
17,100	Bank of America Corp.	519,981	1,137,510
7,000	Bank of New York Mellon Corp.	230,363	802,411
7,800	Citigroup Inc.	595,728	773,982
1,500	CME Group Inc.	100,398	499,853
16,000	Fifth Third Bancorp.	337,474	1,076,658
1,600	Goldman Sachs Group Inc.	371,358	1,363,341
3,300	J.P. Morgan Chase & Co.	272,386	1,153,829
7,500	Morgan Stanley	472,610	1,382,052
3,700	PNC Financial Services Group Inc.	357,185	1,112,368
15,000	Regions Financial Corp.	166,749	572,521
9,000	State Street Corp.	525,160	1,241,358
8,881	Truist Financial Corporation	390,412	592,887
3,600	US Bancorp	164,628	268,610
5,623	Wells Fargo & Co.	287,632	599,689
	<b>Total Foreign Common Equities in Core Holdings (92.7%)</b>	<b>4,941,123</b>	<b>13,259,625</b>
	<b>Other U.S. Common Equity Holdings</b>		
4,400	Metlife Inc.	216,312	543,554
20,224	Huntington Bancshares Inc.	198,635	509,981
	<b>Total Other U.S. Common Equities (7.4%)</b>	<b>414,947</b>	<b>1,053,535</b>
	<b>Total Foreign Common Equities (100.1%)</b>	<b>5,356,070</b>	<b>14,313,160</b>

# US FINANCIAL 15 SPLIT CORP.

## SCHEDULE OF PORTFOLIO INVESTMENTS (CONTINUED...)

AS AT NOVEMBER 30, 2024

No. of shares (contracts)	Description	Average Cost (\$) (Premiums received)	Fair Value (\$)
	<b>Call Options written (100 shares per contract)</b>		
<b>No. of contracts</b>	<b>U.S. call options written</b>		
(5)	American Express Company @ \$315 December 2024	(2,170)	(2,076)
(25)	Bank of America Corp. @ \$50 December 2024	(840)	(595)
(10)	Citigroup Inc. @ \$72 December 2024	(1,413)	(1,778)
(30)	Fifth Third Bancorp. @ \$50 December 2024	(1,891)	(1,470)
(2)	Goldman Sachs Group Inc. @ \$635 December 2024	(1,148)	(983)
(5)	J.P. Morgan Chase & Co. @ \$260 December 2024	(1,115)	(942)
(8)	Metlife Inc. @ \$92.5 January 2025	(1,400)	(1,316)
(10)	Morgan Stanley @ \$137 December 2024	(1,358)	(1,414)
(5)	Regions Financial Corp. @ \$30 January 2025	(154)	(140)
(5)	US Bancorp @ \$56 December 2024	(273)	(231)
(10)	Wells Fargo & Co. @ \$81 December 2024	(980)	(574)
	<b>Total U.S. call options written (-0.1%)</b>	<b>(12,742)</b>	<b>(11,519)</b>
		<b>5,343,328</b>	<b>14,301,641</b>
	Less adjustments for transaction costs	(3,754)	
	<b>Total Investments (100.0%)</b>	<b>5,339,574</b>	<b>14,301,641</b>

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**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEARS ENDED NOVEMBER 30, 2024 AND 2023

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### **1. Incorporation**

US Financial 15 Split Corp. (the “Company”) is a mutual fund corporation established under the laws of the Province of Ontario on December 17, 2004 that began investment operations on February 15, 2005. The manager and the investment manager of the Company is Quadravest Capital Management Inc. (“Quadravest” or “Manager”). The Company’s principal office is located at 200 Front Street West, Suite 2510, Toronto, Ontario M5V 3K2. The Company invests in an actively managed portfolio of common shares comprised primarily of 15 core large capitalization U.S. financial services companies. The Company employs an active covered call writing program to enhance the income earned from the portfolio.

In connection with the extension of the Company’s term for a further six year period from December 1, 2024 to December 1, 2030, a special retraction right was offered allowing shareholders to tender one or both classes of shares and receive a retraction price based on the November 29, 2024 net asset value per unit of \$8.37. The Company redeemed 311,172 Preferred shares on December 16, 2024, pursuant to the special retraction right. As at November 30, 2024, the Preferred shares amount on the statements of financial position includes the subsequent retraction payment of \$2,604,510.

The termination date may be extended thereafter at the Company’s discretion for additional terms of six years each. Shareholders will be provided with a special retraction right in connection with any such extension.

### **2. Sufficiency of Assets**

The Company has 1,825,917 Preferred shares outstanding as at November 30, 2024 with a principal repayment target of \$10 per Preferred share for a total of \$18,259,170 due on the termination date, December 1, 2030. As at November 30, 2024, the Company has net assets equivalent to \$8.37 per Preferred share for a total of \$15,275,981. This represents a deficiency as at November 30, 2024 of \$1.63 per Preferred share and a total deficiency of \$2,983,189, as compared to the principal repayment amount. For so long as the net asset value per unit of the Company is equal to or less than \$10, all income and expenses of the Company will be attributable to the Preferred shares.

### **3. Basis of presentation**

These financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”). These financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss (“FVTPL”).

These financial statements were approved by the Board of Directors of the Company on February 20, 2025.

### **4. Material accounting policy information**

The following is a summary of material accounting policy information applicable to the Company.

#### **Investments and financial instruments**

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

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**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED NOVEMBER 30, 2024 AND 2023**

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to make decisions. The Company has not taken the option to irrevocably designate any equity securities as fair value in other comprehensive income ("FVOCI"). Consequently, all investments, including derivatives are measured at fair value through profit or loss.

The Company's obligations for net assets attributable to holders of redeemable Class A shares are presented at the annual redemption amount. All other financial assets and liabilities are recognized initially at fair value and subsequently measured at amortized cost, which approximates fair value.

The Company recognizes regular purchases and sales of financial instruments on the trade date, which is the date on which it commits to purchase or sell the instrument. Transaction costs, such as brokerage commissions, related to financial assets and financial liabilities at FVTPL are expensed as incurred and transaction costs related to financial instruments not at FVTPL are included in the carrying amounts thereof. A financial asset is derecognized when the rights to receive cash flows from the investment have expired or have been transferred and when the Company has transferred substantially all the risks and rewards of ownership of the asset. Dividends are recognized as income on the ex-dividend date. Realized gains and losses and unrealized appreciation and depreciation are determined on an average cost basis. The cost of investments is determined using the average cost method.

Written option premiums received by the Company are, so long as the options are outstanding, reflected as a liability, in the Statements of Financial Position and are valued at an amount equal to the current market value of an option that would have the effect of closing the position. Gains or losses realized upon expiration or exercise of the option are included in net realized gain (loss) on investments and derivatives in the Statements of Comprehensive Income/(Loss).

The Preferred shares rank prior to the Class A and Class B shares and are thus not subordinate to all other classes of puttable instruments and therefore, the shares have been classified as financial liabilities. These shares are carried at amortized cost. Amortization of premiums or discounts on the issuance of Preferred shares is included in the Statements of Comprehensive Income/(Loss).

The Class B shares are subordinate to the Preferred shares but rank prior to the Class A shares and are thus not subordinate to all other classes of puttable instruments and therefore, the shares have been classified as financial liabilities. These shares are carried at amortized cost.

The Class A shares may be retracted monthly, annually, or on the termination date of the Company. As a result, the shares contain multiple contractual obligations, and therefore, have been presented as financial liabilities.

The net asset value of the Company is determined in accordance with requirements of law, including National Instrument 81-106, Investment Fund Continuous Disclosure, and is used to process shareholder transactions. For financial reporting purposes under IFRS Accounting Standards, net assets of the Company is determined as the difference between the aggregate amount of the Company's assets and the aggregate amount of its liabilities, excluding Preferred shares and net assets attributable to holders of redeemable Class A shares ("Net Assets of the Company").

### **Valuation of investments**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets (such as publicly traded shares and options) are based on the last traded prices at the close of trading on the reporting date. The

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**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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Company uses the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. The Company's policy is to recognize transfers into and out of the fair value hierarchy levels as of the date of the event or change in circumstances giving rise to the transfer.

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. The Company uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Valuation techniques include the use of comparable recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, option pricing models and others commonly used by market participants and which make the maximum use of observable inputs. Refer to note 6 for further information about the Company's fair value measurements.

### **Cash**

Cash is comprised of demand deposits with a financial institution.

### **Translation of foreign currencies**

The Company's functional and presentation currency is Canadian dollars. The fair value of investments and other assets and liabilities in foreign currencies are translated into the Company's functional currency at the rates of exchange prevailing at each measurement date. Purchases and sales of investments, income and expenses are translated at the rates of exchange prevailing on the respective dates of such transactions.

### **Management fees, administration fees and performance fees**

Management fees and administration fees are accrued by the Company over time, as services are rendered by QuadraVest. At each measurement date, the Company recognizes an expense and financial liability based on the amount, if any, of performance fees expected to be paid based on net asset value of the Company. Refer to note 9 for further information about the calculation of management, administration fees and performance fees, if any, of the Company.

### **Increase (decrease) in net assets attributable to holders per redeemable Class A share**

Increase (decrease) in net assets attributable to holders per redeemable Class A share based on the increase or decrease in net assets attributable to holders of redeemable Class A shares divided by the weighted average number of such shares outstanding during the year. Refer to note 10 for the calculation.

### **Taxation**

The Company qualifies as a mutual fund corporation under the Income Tax Act (Canada) (the "Tax Act") and it is subject to income tax in each taxation year on the amount of its net income for the taxation year, including net realized taxable capital gains, if any, at the rate applicable to mutual fund corporations. The general income tax rules associated with a public corporation also apply to a mutual fund corporation with the exception that taxes payable on net realized capital gains are refundable on a formula basis when its shares are redeemed or when it pays capital gains dividends out of its capital gains dividend account to its shareholders.

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**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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Interest and foreign income are taxed at normal corporate rates applicable to mutual fund corporations and can be reduced by permitted deductions for tax purposes.

All of the Company's expenses including management fees, administration fees and operating expenses will be taken into account in determining its overall tax liability.

As a mutual fund corporation, taxable dividends received from taxable Canadian corporations are subject to a Part IV tax of 38 1/3%. Such taxes are fully refundable upon payment of taxable dividends to its shareholders on a basis of \$1.15 for every \$3 of dividends paid. Any such tax paid is reported as an amount receivable until recovered through the payment to shareholders of dividends out of net investment income. All tax on net taxable realized capital gains is refundable when the gains are distributed to shareholders as capital gains dividends or through redemption of shares at the request of shareholders, while the Company qualifies as a mutual fund corporation. As a result of the capital gains refund mechanism and Part IV tax refunds, the Company recovers any Canadian income taxes paid in respect of its capital gains and taxable Canadian dividends. As a result, the Company has determined that it is in substance not taxable. Consequently, the tax benefit of capital and non-capital losses and other temporary differences have not been reflected in the Statements of Financial Position as deferred income tax assets or liabilities.

The Company has estimated accumulated non capital losses for tax purposes as at November 30, 2024 of \$3,371,017 (November 30, 2023-\$3,503,301) that are available to lower taxable income in future years if required and expire after the scheduled termination date of the Company. The Company also has estimated accumulated capital losses for tax purposes of \$49,573,212 (November 30, 2023-\$50,482,363) which may be used to lower future capital gains if required and which do not expire.

The Company currently incurs withholding taxes imposed by certain countries on investment income and capital gains. Such income and gains are recorded on a gross basis and the related withholding taxes are shown as a separate expense in the Statements of Comprehensive Income/(Loss).

## **5. Critical Accounting Estimates and Judgments**

The preparation of these financial statements include estimates and assumptions by management based on past experiences, present conditions and expectations of future events. Where estimates were made, the reported amounts for assets, liabilities, income and expenses may differ from the amounts that would otherwise be reflected if the ultimate outcome of all uncertainties and future events were known at the time these financial statements were prepared. The Company's most significant estimates involve the measurement of investments and derivatives at fair value as described in note 6.

## **6. Management of Risk of Financial Instruments**

The Company classifies fair value measurements within a hierarchy which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities and lowest priority to unobservable inputs. The three levels of the fair value hierarchy are:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can assess at the measurement date;

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3 - Inputs that are unobservable for the asset or liability.

**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as at November 30, 2024 and November 30, 2023:

Financial assets and liabilities at fair value as at November 30, 2024

	Level 1	Level 2	Level 3	Total
Equities	\$14,313,160	-	-	\$14,313,160
Options	(\$11,519)	-	-	(\$11,519)
	<u>\$14,301,641</u>	<u>-</u>	<u>-</u>	<u>\$14,301,641</u>

Financial assets and liabilities at fair value as at November 30, 2023

	Level 1	Level 2	Level 3	Total
Equities	\$10,248,132	-	-	\$10,248,132
Options	(\$31,710)	-	-	(\$31,710)
	<u>\$10,216,422</u>	<u>-</u>	<u>-</u>	<u>\$10,216,422</u>

All fair value measurements above are recurring and fair values are classified as Level 1 when the related security or derivative is actively traded and a quoted price is available. There were no transfers or reclassifications between levels for the years ended November 30, 2024 and 2023.

The Company's investment activities expose it to a variety of financial risks: market risk (including price risk, interest rate risk and currency risk), credit risk and liquidity risk.

Any sensitivity analysis presented below may differ from actual results and the difference could be material.

**Market Price Risk**

All securities investments present a risk of loss of capital. The 15 core holdings were selected because of their long term history of market price appreciation and dividend growth. These Portfolio companies were selected from the financial services index of the S&P 500 index and are among the largest financial services companies in United States.

The market price risk is affected by three main components: price risk, interest rate risk and foreign currency movements.

**Price risk**

Other price 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).

The Manager manages market price risk by limiting investment in any one portfolio company to no more than 10% of the net asset value of the Company at the time of purchase.

In addition, the supplemental covered call writing program generates an additional stream of income to the portfolio which may also help mitigate against market price declines during years in which a particular portfolio company has a covered call option written against that position.

Since the 15 core holdings are significant components of their corresponding financial services index, it would be reasonable to expect that the Company's portfolio will exhibit market price movements that are reflective and generally highly correlated with those particular securities and to a lesser extent with the price movements of the S&P U.S. financial services index.

The Company is exposed to other price risk from its investment in equity securities and written options. As at November 30, 2024, had the prices on the respective stock exchanges



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**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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for these equity securities increased by 10%, with all other variables held constant, Net Assets of the Company would have increased by approximately \$1,359,000 (November 30, 2023-\$954,000). Similarly, had the prices on the respective stock exchanges for these equity securities decreased by 10%, with all other variables held constant, Net Assets of the Company would have decreased by approximately \$1,425,000 (November 30, 2023-\$1,007,000).

**Interest rate risk**

Interest rate risk is the risk that the fair value of interest bearing financial instruments will fluctuate due to changes in market interest rates. The majority of the Company's financial assets and liabilities are non interest bearing. As a result, the Company is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates and considers interest rate risk insignificant as at November 30, 2024 and 2023.

**Currency risk**

Currency risk is the risk that financial instruments that are denominated in a currency other than the Canadian dollar, which is the Company's reporting currency, will fluctuate due to changes in exchange rates. All portfolio holdings are listed on the New York stock exchange and trade in U.S. dollars. As at November 30, 2024, 100.3% (November 30, 2023-100.8%) of the Net Assets of the Company are invested in U.S. dollar denominated assets which includes U.S. dollar cash held. As a result, the Company's Net Assets will be affected by changes in the U.S. dollar relative to the Canadian dollar. If the Canadian dollar appreciated/depreciated by 5% against the U.S. dollar, the Net Assets of the Company would currently decrease/increase by approximately \$766,000 (November 30, 2023-\$558,000).

**Other risks**

**Credit risk**

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. All of the Company's transactions are in listed securities and options and are settled and paid for using approved brokers. The risk of default is considered minimal as delivery of securities sold is only made once the broker has received payment. Payment is made on purchase once the securities have been received by the broker. Cash is held with a reputable and regulated financial institution. As at November 30, 2024 and 2023, the Company did not have significant credit risk exposure.

**Liquidity risk**

Liquidity risk is the risk that the Company may not be able to settle or meet its obligations on time or at a reasonable price. The Company is exposed to liquidity risk primarily through its monthly and annual retractions of Class A shares and Preferred shares. The Company receives adequate notice for all retraction requests. The Company's portfolio is invested in highly liquid large capitalization investments that trade on the New York Stock Exchange. All Class A shares and Preferred shares outstanding are redeemable on a monthly and annual basis but are scheduled to be redeemed upon termination of the Company. As at November 30, 2024 and 2023, all other financial liabilities are payable within three months from the end of the year.

**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED NOVEMBER 30, 2024 AND 2023**

**Concentration risk**

The Company's holdings are concentrated in the financial services sector and as such will be exposed to the specific factors that affect this sector. An individual Portfolio holding may represent no more than 10% of the net asset value of the Company at the time of purchase.

**The Company's investment portfolio is concentrated in the following segments as at:**

	November 30, 2024	November 30, 2023
U.S. core common equities	86.8%	85.7%
Other U.S. common equities	6.9%	6.6%
Call options written	-0.1%	-0.3%
Other assets less liabilities (excluding Preferred shares)	6.4%	8.0%
	<u>100.0%</u>	<u>100.0%</u>

**7. Redeemable Units**

**Preferred shares**

The Company is authorized to issue an unlimited number of Preferred shares.

<u>Preferred share transactions</u>	November 30, 2024	November 30, 2023
Beginning of year	1,900,817	1,901,817
Redemptions during the year	<u>(74,900)</u>	<u>(1,000)</u>
End of year	1,825,917	1,900,817

Preferred shares were originally issued at \$10 per share.

Preferred shareholders are entitled to receive fixed cumulative preferential monthly cash dividends at an annualized rate of 10% of the previous month's net asset value, subject to a maximum monthly dividend of \$0.08333 per Preferred share. All Preferred shares outstanding on the termination date will be redeemed by the Company on that date. The Preferred shares have been presented as liabilities in the financial statements.

Preferred shares trade under the symbol "FTU.PR.B" on the Toronto Stock Exchange ("TSX"). The trading price of Preferred shares on the TSX was \$7.72 as at November 30, 2024 (November 30, 2023-\$5.30). Preferred shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last business day of each month. Shareholders who concurrently retract a Preferred share and a Class A share (together, a "unit") in the month of February in each year will be entitled to receive an amount equal to the net asset value per unit calculated on the last business day of February. Preferred shares retracted in any other month will receive a retraction price based on a discounted specified retraction formula. Under the terms of a recirculation agreement, the Company may, but is not obligated to, require the recirculation agent to use its best efforts to find purchasers for any Preferred shares or Class A shares tendered for retraction.

The Preferred shares rank in priority to the Class A shares and Class B shares with respect to the payment of dividends. Preferred shares rank in priority to the Class A shares upon termination of the Company. Upon termination of the Company, Preferred shareholders will receive the lower of the net asset value or \$10 per Preferred share.

**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**Class A shares and Class B shares**

Authorized

An unlimited number of Class A shares

1,000 Class B shares

<u>Class A share transactions</u>	November 30, 2024	November 30, 2023
Beginning of year	1,901,817	1,901,817
Redemptions during the year	<u>(74,900)</u>	<u>(1,000)</u>
End of year	1,825,917	1,900,817

Class A shares were originally issued at \$15 per share. All Class A shares outstanding on the termination date will be redeemed by the Company on that date.

Class A shares trade under the symbol “FTU” on the TSX. The trading price of Class A shares on the TSX was \$0.69 as at November 30, 2024 (November 30, 2023-\$0.17). Class A shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last business day of each month. Shareholders who concurrently retract a Class A share and a Preferred share in the month of February in each year will be entitled to receive an amount equal to the net asset value per unit calculated on the last business day of February. Class A shares retracted in any other month will receive a retraction price based on a discounted specified retraction formula. Under the terms of a recirculation agreement, the Company may, but is not obligated to, require the recirculation agent to use its best efforts to find purchasers for any Preferred shares or Class A shares tendered for retraction. Gains or losses from the redemption of shares, if any, are recorded in gain (loss) on redemptions on the Statements of Comprehensive Income/(Loss).

The Preferred shares rank in priority to the Class A shares with respect to the payment of dividends. Upon the termination of the Company, Class A shareholders will receive an amount equal to any excess of net asset value per unit less \$10 (the redemption value of the Preferred shares).

The holders of Class B shares are not entitled to receive dividends. The Class B shares are retractable at a price of \$1.00 per share. Class B shareholders are entitled to one vote per share. On February 15, 2005, the Company issued 1,000 Class B shares to Quadravest, the Company’s investment manager, for cash consideration of \$1,000.

**8. Distributions**

Distributions per share were as follows:

	November 30, 2024	November 30, 2023
Preferred shares	\$0.6690	\$0.6138
Class A shares	\$-	\$-

**9. Expenses**

The Company is responsible for all expenses incurred in connection with the operation and administration of the Company, including, but not limited to, accounting and administration fees, custodian fees, transfer agent fees, legal and audit expenses, fees payable to the independent directors of the Company and the Company’s independent review committee, regulatory filing and stock exchange fees, costs of reporting to shareholders and costs and expenses arising as a result of complying with all applicable laws, regulations and policies.

Pursuant to the management agreement, Quadravest is entitled to an administration fee payable monthly in arrears at an annual rate of 0.10% of the net asset value of the Company, which includes the outstanding Preferred shares, calculated as at each month-end valuation date.

**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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Pursuant to the terms of the investment management agreement, Quadravest is entitled to a base management fee payable in arrears at an annual rate equal to 0.65% of the net asset value of the Company, which includes the outstanding Preferred shares, calculated as at each month-end valuation date. In addition, Quadravest is entitled to receive a performance fee subject to the achievement of certain pre-established total return thresholds.

The monthly discount to net asset value of 2% applicable to the redemption of Preferred shares and Class A shares is payable to Quadravest. Redemption fees paid for the year ended November 30, 2024 were \$NIL (November 30, 2023-\$NIL).

Total management fees of \$96,436 (November 30, 2023-\$86,781), incurred during the year ended November 30, 2024, include the administration fee and base management fee. As at November 30, 2024, \$9,393 (November 30, 2023-\$6,815) was payable to the Manager with respect to the administration fee and investment management fee. No performance fees were paid during the years ended November 30, 2024 and 2023.

Total brokerage commissions paid during the year ended November 30, 2024 by the Company for its portfolio transactions were \$5,272 (November 30, 2023-\$2,795). Brokerage commissions paid to certain brokers may, in addition to paying for the cost of brokerage services in respect of portfolio transactions, also provide for the cost of investment research services provided to the investment manager. The value of such research services included in commissions paid to brokers for the year ended November 30, 2024 amounted to \$12 (November 30, 2023-\$5).

For the year ended November 30, 2024, fees paid or payable to PricewaterhouseCoopers LLP and other PwC Network firms for the audit of the financial statements of the Company were \$20,488. Fees for other services were \$1,564.

**10. Increase (decrease) in net assets attributable to holders per redeemable Class A shares**

The increase (decrease) in net assets attributable to holders per redeemable Class A shares for the years ended November 30, 2024 and 2023 is calculated as follows:

	2024	2023
Increase (decrease) in net assets attributable to holders of redeemable Class A shares	\$-	\$-
Weighted average Class A shares outstanding	1,844,642	1,901,067
Increase (decrease) in net assets attributable to holders per redeemable Class A share	\$-	\$-

**11. Capital Management**

The Company considers its capital to consist of Class A, Class B and Preferred shares.

The Company's objectives in managing its capital are:

- i) to provide holders of Preferred shares with a cumulative preferential monthly dividend at an annualized rate of 10% based on the net asset value per unit as at the end of the preceding month, subject to a maximum monthly dividend of \$0.08333 per Preferred share and to pay holders the original issue price (\$10) of the Preferred shares on or about the termination date; and
- ii) to provide holders of Class A shares with such dividends as the directors of the Company may from time to time determine and to pay on the termination date such amounts as remain after paying the holders of Preferred shares the amounts owing to them.

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**US FINANCIAL 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED NOVEMBER 30, 2024 AND 2023**

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In order to manage its capital structure, the Company may adjust the amount of dividends paid to shareholders or return capital to shareholders.

**12. Reconciliation of net asset value per Class A share to net assets attributable to holders per redeemable Class A share**

As at November 30, 2024 and November 30, 2023, there were no differences between net asset value per Class A share used for transactional purposes and net assets attributable to holders per redeemable Class A share for financial reporting purposes.

**13. New IFRS Accounting Standard**

In April 2024, the International Accounting Standards Board issued IFRS 18, "Presentation and Disclosure in the Financial Statements" which aims to improve the quality of financial reporting by introducing new requirements which include new required categories and subtotals in the statement of comprehensive income and enhanced guidance on grouping of information. IFRS 18 replaces IAS 1, "Presentation of Financial Statements". This standard is effective for annual periods beginning on or after January 1, 2027, with early adoption permitted. The Company is currently assessing the impact of these new requirements.

**14. Subsequent event**

Pursuant to the special retraction right in connection with the extension of the termination date of the Company, the Company redeemed 311,172 Preferred shares and made a retraction payment of \$2,604,510 on December 16, 2024.



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## **QUADRVEST CAPITAL MANAGEMENT INC.**

Quadravest Capital Management Inc. was formed in 1997 and is focused on the creation and management of enhanced yield products for retail investors. The investment strategy combines fundamental based equity investing with covered call writing. Guided by four key principles, Quadravest sets attainable investment objectives that allow the team to stay focused on a long-term investment strategy.

The four principles – innovation in financial products, discipline in investment management, solid results for investors, and excellence in client service – form the foundation of Quadravest. Each member of the firm’s tight-knit team is committed to upholding these principles, ensuring a coherence and dedication that is unique to the Company.

Quadravest has raised over \$2.5 billion in initial public offerings.

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## **BOARD OF DIRECTORS**

Wayne Finch,  
Director, President, Chief Executive  
and Chief Investment Officer,  
Quadravest Capital Management Inc.

Peter Cruickshank,  
Director,  
Quadravest Capital Management Inc.

Laura Johnson,  
Chief Investment Strategist  
and Portfolio Manager,  
Quadravest Capital Management Inc.

Michael W. Sharp,  
Retired Partner,  
Blake, Cassels & Graydon LLP

John Steep,  
President, S. Factor Consulting Inc.

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## **CORPORATE DETAILS**

### **Auditor**

PricewaterhouseCoopers LLP  
18 York Street, Suite 2500  
Toronto, Ontario M5J 0B2

### **Transfer Agent**

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100 University Avenue  
Toronto, Ontario M5J 2Y1

### **Legal Counsel**

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Commerce Court West, Suite 4000  
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### **Custodian**

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