

2020

**DIVIDEND 15 SPLIT CORP.**  
**ANNUAL REPORT**



**Dividend 15**

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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**DIVIDEND 15 SPLIT CORP.**  
**ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE**  
NOVEMBER 30, 2020

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This is the annual Management Report of Fund Performance (MRFP) for the year ended November 30, 2020. 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.dividend15.com](http://www.dividend15.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.dividend15.com](http://www.dividend15.com) or [www.sedar.com](http://www.sedar.com).

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**INVESTMENT OBJECTIVES AND STRATEGIES**

Dividend 15 Split Corp. invests primarily in a portfolio of dividend yielding common shares which will include each of the 15 Canadian companies listed below:

Bank of Montreal	Royal Bank of Canada
Bank of Nova Scotia	Sun Life Financial Inc.
BCE Inc.	TC Energy Corp.
Canadian Imperial Bank of Commerce	TELUS Corporation
CI Financial Corp.	Thomson Reuters Corporation
Enbridge Inc.	Toronto-Dominion Bank
Manulife Financial Corp.	TransAlta Corporation
National Bank of Canada	

The Company may also invest up to 15% of the net asset value in equity securities of issuers other than the 15 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 of the portfolio.

The Company offers two types of shares:

**Preferred shares**

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

1. Effective December 1, 2019, to provide holders with fixed cumulative preferential monthly cash dividends in the amount of \$0.04583 per Preferred share to yield 5.5% per annum on the \$10 repayment amount (previously, \$0.04375 per Preferred share to yield 5.25%); and
2. On or about the termination date of December 1, 2024 (subject to further 5 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 regular monthly cash dividends targeted to be \$0.10 per Class A shares. The net asset value per unit must remain above the required \$15 per unit threshold for monthly distributions to be declared; and
2. On or about the termination date to pay holders at least the original issue price (\$15) of those shares.

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## **RISK**

The risks of investing in the Company remain as discussed in the Annual Information Form dated February 23 2021. In addition, note 5 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**

Equity markets rebounded significantly during the period after reaching a multi-year low in March brought on by the unprecedented effects of the global pandemic. This recovery was fueled in large part by extraordinary levels of monetary easing and fiscal stimulus, with the Bank of Canada aggressively reducing interest rates to near zero and the Canadian government introducing significant individual consumer and business programs designed to provide necessary support through the adverse financial consequences of the pandemic. The rapid pace of the development of a coronavirus vaccine, as well as decreasing infection rates and the gradual reopening of economies served to boost investor confidence allowing investors to price in an eventual return to a more normalized living and economic environment. During the latter months of the fiscal year, many of the sectors that had been hit the hardest experienced significant price appreciation joining those sectors that had previously benefitted from the “stay at home” economy.

The portfolio companies generally followed this pattern with their market prices reaching extreme lows in late March and then recovering significantly in the latter months of the fiscal year.

The net assets per unit (consisting of one Preferred share and one Class A share) finished the year at \$15.45 as at November 30, 2020. A combined total of \$1.35 was paid in distributions during the year, bringing total distributions paid per unit to \$31.90 since inception.

Pursuant to the special retraction right in connection with the extension of the termination date of the Company, the Company redeemed 1,285,399 Preferred shares and made retraction payments of \$12,852,702 on December 16, 2019.

In connection with the extension, the Company also amended the dividend entitlement of the Preferred shares, effective December 1, 2019, to pay a fixed monthly dividend at an annual rate equivalent to 5.5% based on the \$10 repayment value (previously, 5.25% per annum).

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

The Company announced on May 11, 2020 that the TSX accepted its notice of intention to make a Normal Course Issuer Bid (the “NCIB”) to purchase its Preferred shares and Class A shares through the facilities of the TSX. The NCIB commenced on May 13, 2020 and will terminate on May 12, 2021. Pursuant to the NCIB, the Company proposes to purchase, from time to time, if it is considered advisable, up to 5,331,492 Preferred shares and 5,334,836 Class A shares of the Company, representing 10% of the public float of Preferred shares and Class A shares. Subject to TSX temporary blanket relief, the Company will not purchase, in any given 30-day period, in the aggregate, more than 1,070,091 Preferred shares or more than 1,070,091 Class A shares, being 2% of the issued and outstanding Preferred shares and Class A shares as of May 1, 2020. There were no Preferred shares nor Class A shares purchased for cancellation during the year ended November 30, 2020.

The Company issued 2,000,000 Preferred shares at \$10 per share pursuant to a secondary offering that was completed on September 2, 2020. Gross proceeds of \$20,000,000 were received from the sale of Preferred shares. Agent's fees and filing fees were \$750,000 in connection with this offering.

The Company issued 1,000,000 Preferred shares at \$10.10 per share pursuant to a secondary offering that was completed on November 30, 2020. Gross proceeds of \$10,100,000 were received from the sale of Preferred shares. Agent's fees and filing fees were \$453,000 in connection with this offering.

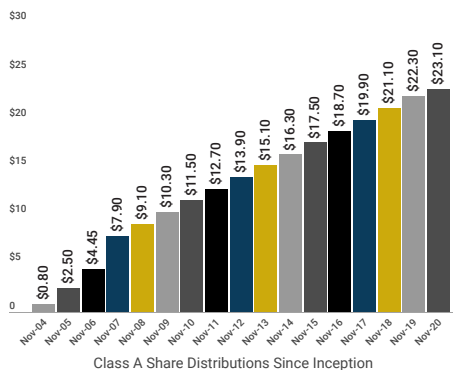
During the year ended November 30, 2020, 1,971,899 Preferred shares were sold through the at-the-market program ("ATM Program") which commenced in October 2019. Preferred shares were sold at an average selling price of \$10.13 per Preferred share. Gross proceeds, net proceeds and commissions on the Preferred share sales were \$19,974,018, \$19,480,715 and \$493,303, respectively.

During the year ended November 30, 2020, 4,154,100 Class A shares were sold through the ATM Program at an average selling price of \$6.55 per Class A share. Gross proceeds, net proceeds and commissions on the Class A share sales were \$27,205,480, \$26,529,258 and \$676,222, respectively. Net assets of the Company finished the year at \$891 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 are entitled to receive regular monthly cash dividends currently targeted to be \$0.10 per Class A share. The net asset value per unit must remain above the required \$15 per unit threshold for monthly distributions to be declared. Total distributions per Class A share during the year amounted to \$0.80.



**23.10**

Cumulative total of distributions paid to Class A share since inception

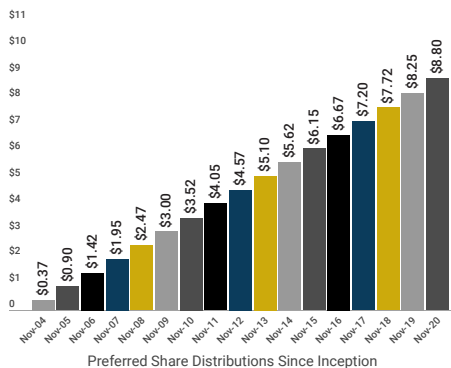


**3.50**

Special distributions paid since inception

## Preferred shares – Distributions

Effective December 1, 2019, Preferred shareholders are entitled to fixed, cumulative preferential monthly cash dividends in the amount of \$0.04583 per Preferred share to yield 5.5% per annum on the \$10 repayment amount (previously, \$0.04375 per Preferred share to yield 5.25%). Distributions during the year were at the fixed rate for a total of \$0.5500 per Preferred share.



**8.80**

Cumulative total of distributions paid to Preferred share since inception

## RECENT DEVELOPMENTS

Financial markets and equity markets in particular have experienced significant volatility in response to the COVID-19 pandemic. The investment portfolio of the Company has been subject to these market fluctuations and may continue to experience significant volatility as the situation evolves.

On February 17, 2021, the Company completed a secondary offering of 3,916,000 Class A shares and 6,416,000 Preferred shares for net proceeds of \$88,684,630 (gross proceeds of \$92,159,400).

## 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				
	2020	2019	2018	2017	2016
Net assets per unit, beginning of year <sup>(1)</sup>	18.01	17.31	19.51	19.25	18.59
Increase (decrease) from operations					
Total revenue	0.68	0.68	0.69	0.66	0.71
Total expenses	(0.16)	(0.21)	(0.22)	(0.24)	(0.22)
Realized gains (losses) for the year	0.02	0.35	0.17	0.55	0.10
Unrealized gains (losses) for the year	(1.75)	1.54	(1.22)	0.88	1.74
Total increase (decrease) from operations <sup>(2)</sup>	<u>(1.21)</u>	<u>2.36</u>	<u>(0.58)</u>	<u>1.85</u>	<u>2.33</u>
Distributions <sup>(3)</sup>					
Canadian dividends	(1.30)	(1.38)	(1.55)	(1.15)	(1.56)
Capital gains dividends	<u>(0.05)</u>	<u>(0.35)</u>	<u>(0.18)</u>	<u>(0.58)</u>	<u>(0.17)</u>
Total annual distributions	<u>(1.35)</u>	<u>(1.73)</u>	<u>(1.73)</u>	<u>(1.73)</u>	<u>(1.73)</u>
Net assets per unit at end of year	15.45	18.01	17.31	19.51	19.25
Net assets per Preferred share	10.00	10.00	10.00	10.00	10.00
Net assets per Class A share	<u>5.45</u>	<u>8.01</u>	<u>7.31</u>	<u>9.51</u>	<u>9.25</u>
Net assets per unit at end of year	15.45	18.01	17.31	19.51	19.25

- (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 other income (charges) related to 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.

## RATIOS AND SUPPLEMENTAL DATA (BASED ON NET ASSET VALUE)

	┌ 2020	Years ended November 30			└ 2016
	2020	2019	2018	2017	2016
Net asset value (millions) <sup>(1)</sup>	\$891.0	\$968.3	\$778.2	\$758.7	\$609.1
Number of units outstanding <sup>(2)</sup>	57,658,652	53,762,120	44,966,552	38,881,074	31,643,074
Base Management expense ratio <sup>(3)</sup>	0.97%	1.14%	1.15%	1.19%	1.18%
Management expense ratio including one time offering expenses <sup>(4)</sup>	1.26%	1.92%	1.83%	2.12%	1.55%
Management expense ratio per Class A share <sup>(5)</sup>	13.63%	11.45%	10.48%	10.04%	9.79%
Portfolio turnover rate <sup>(6)</sup>	12.2%	13.8%	7.56%	22.5%	6.0%
Trading expense ratio <sup>(7)</sup>	0.08%	0.04%	0.03%	0.05%	0.04%
Closing market price (TSX): Preferred shares	\$10.13	\$10.22	\$10.16	\$10.20	\$10.26
Closing market price (TSX): Class A shares	\$6.56	\$8.58	\$8.54	\$10.82	\$10.61

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

(2) At times when there is an unequal number of Class A and Preferred shares outstanding, a notional unit amount will be determined based on the weighted average assets attributable to each of the Class A shares and Preferred shares.

(3) A separate base management expense ratio has been presented to reflect the normal operating expenses of the Company excluding any one time offering expenses. Management expense ratio is based on total expenses for the stated year and is expressed as an annualized percentage of average net asset value during the year.

(4) Share issue expenses, representing all agents' fees and other offering expenses are one time expenses connected with any subsequent secondary offering. Any expenses incurred with secondary offerings were offset by the accretion to net asset value per unit of such offerings.

(5) Management expense ratio for Class A shares is based on the requirements of NI 81-106. This instrument requires that all split share companies produce an expense ratio which allocates all operating expenses of the Company, all distributions on Preferred shares and all issuance costs to the Class A shares and expresses this as an annualized percentage of net assets applicable only to the Class A shares during the year. The management expense ratio per Class A share should not be interpreted as the required return necessary for the Company or the Class A shares to cover the operating expenses of the Company. This calculation is based only on a portion of the Company's assets whereas the Company utilizes its entire assets to generate investment returns. Management believes that the base management expense ratio per unit disclosed in the table above is the most representative ratio in assessing the ongoing efficiency of the administration of the Company, making comparisons to the expense ratios of single unit mutual funds or determining the minimum investment returns necessary by the Company to achieve growth in net asset value per unit.

(6) The Company's portfolio turnover rate indicates how actively Quadrevest 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.

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



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## MANAGEMENT FEES

Pursuant to the terms of the investment management agreement, Quadrainvest 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, Quadrainvest is entitled to receive a performance fee subject to the achievement of certain pre-established total return thresholds.

Pursuant to the management agreement, Quadrainvest is entitled to an administration fee payable monthly in arrears at an annual rate equal to 0.10% of the net asset value of the Company, which includes the outstanding Preferred shares, calculated as at each month-end valuation date and an amount equal to the service fee payable to dealers on the Class A shares at a rate of 0.50% per annum. No service fee will be paid in any calendar quarter if regular dividends are not paid to holders of Class A shares in respect of each month in such calendar quarter.

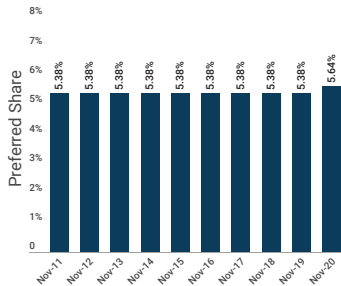
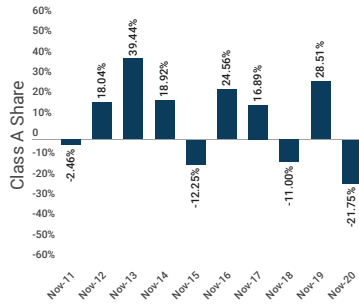
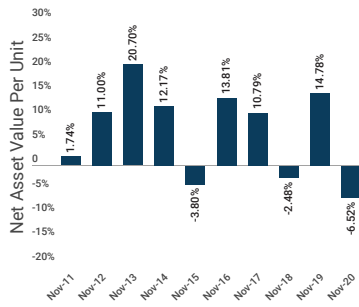
The base management fee was used by Quadrainvest to provide investment analysis, make investment decisions, and make brokerage arrangements for the purchase and sale of securities including the covered call writing program. The administration fee was used to provide or arrange administrative services 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.



## ANNUAL COMPOUND PERFORMANCE

The following table shows the Company's annual compound return for the one, three, five and ten years ended November 30, 2020 and since inception:

	One year	Three years	Five years	Ten years	Since inception
Dividend 15 Split Corp - Unit	-6.52%	1.52%	5.70%	6.85%	6.70%
Dividend 15 Split Corp - Preferred share	5.64%	5.47%	5.43%	5.40%	5.39%
Dividend 15 Split Corp - Class A share	-21.75%	-3.63%	5.44%	8.12%	7.72%

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

S&P TSX 60 Index	4.04%	5.86%	8.65%	6.48%	7.61%
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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 external market indices may not be appropriate.

## SUMMARY OF INVESTMENT PORTFOLIO

All holdings as at November 30, 2020

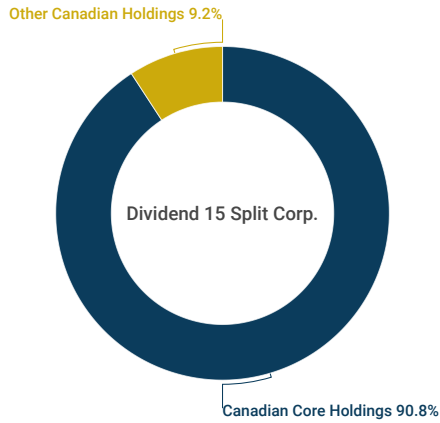
Name	Weighting (%)
Royal Bank of Canada	7.8
TC Energy Corp.	7.4
Toronto-Dominion Bank	7.1
Manulife Financial Corporation	6.7
Enbridge Inc.	6.2
Sun Life Financial Inc.	6.2
Canadian Imperial Bank of Commerce	6.0
National Bank of Canada	5.7
BCE Inc.	5.4
Thomson Reuters Corp.	5.4
Bank of Nova Scotia	5.4
Bank of Montreal	4.4
TELUS Corporation	4.1
Suncor Energy Inc.	4.1
TransAlta Corporation	2.3
Loblaw Companies Ltd.	1.5
CI Financial Corp.	1.4
Emera Inc.	1.2
AGF Management Ltd.	0.7
TMX Group Inc.	0.6
<b>Total long positions as a percentage of net assets</b>	<b>89.6</b>
Cash	11.8
Other net assets (liabilities)	-1.4
	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 division of the Company's holdings between Canadian core holdings and other Canadian holdings.



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## DIVIDEND 15 SPLIT CORP.

### MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements of Dividend 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. The significant accounting policies applicable to the Company are described in note 3 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 Dividend 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, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards, as published by the International Accounting Standards Board (IFRS).

#### **What we have audited**

The Company's financial statements comprise:

- the statements of financial position as at November 30, 2020 and 2019;
- 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, which include significant accounting policies 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 of the Company. 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.

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*PricewaterhouseCoopers LLP  
PwC Tower, 18 York Street, Suite 2600, Toronto, Ontario, Canada M5J 0B2  
T: +1 416 941 8383, F: +1 416 814 3220*

\*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 of the Company, 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 of the Company 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, 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 Joseph Pinizzotto.

*PricewaterhouseCoopers LLP*

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario  
February 18, 2021

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

AS AT NOVEMBER 30, 2020 AND NOVEMBER 30, 2019

	November 30, 2020 (\$)	November 30, 2019 (\$)
<b>ASSETS</b>		
Current Assets		
Investments	798,155,930	881,264,064
Cash	105,174,024	102,292,378
Interest, dividends and other receivables	2,745,173	2,250,751
Receivable in respect of investments sold	-	2,113,104
	<u>906,075,127</u>	<u>987,920,297</u>
<b>LIABILITIES</b>		
Current Liabilities		
Written options	4,345,425	856,141
Fees and other accounts payable	836,439	1,332,345
Payable in respect of investments purchased	1,517,730	9,679,095
Distributions payable	8,408,361	7,711,737
Preferred shares (notes 1 and 6)	576,586,520	539,721,520
Class B shares	1,000	1,000
	<u>591,695,475</u>	<u>559,301,838</u>
<b>NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE CLASS A SHARES (note 1)</b>	<b>314,379,652</b>	<b>428,618,459</b>
Number of Preferred shares outstanding (note 6)	57,658,652	53,972,152
Number of Class A shares outstanding (note 6)	57,658,652	53,504,552
Net assets per Preferred share	\$10.00	\$10.00
Net assets per Class A share	\$5.45	\$8.01
Net assets per unit	\$15.45	\$18.01

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.



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

FOR THE YEARS ENDED NOVEMBER 30

	2020 (\$)	2019 (\$)
<b>INCOME</b>		
<b>Net gain (loss) on investments and derivatives (note 5)</b>		
Net realized gain (loss)	1,299,724	17,479,770
Net change in unrealized appreciation/depreciation	(95,228,959)	75,757,528
Dividends	36,934,656	33,087,830
Interest for distribution purposes	158,781	696,169
<b>Net gain (loss) on investments and derivatives</b>	<b>(56,835,798)</b>	<b>127,021,297</b>
<b>Other gain (loss)</b>		
Realized gain (loss) on currency	6,421	(74,693)
	<u><b>(56,829,377)</b></u>	<u><b>126,946,604</b></u>
<b>EXPENSES (note 7)</b>		
Management fees	6,364,811	6,546,753
Service fees	472,890	1,830,716
Audit fees	32,900	26,713
Director's fees	23,583	23,583
Independent Review Committee fees	4,268	4,268
Custodial fees	158,103	138,693
Legal fees	30,068	67,816
Shareholder reporting costs	29,457	48,316
Other operating expenses	227,459	195,845
Harmonized sales tax	840,778	999,856
Transaction costs	706,991	345,647
	<u><b>8,891,308</b></u>	<u><b>10,228,206</b></u>
<b>Increase (decrease) in net assets attributable to holders of redeemable Class A shares before distributions and other income (charges) related to Preferred shares</b>	<b>(65,720,685)</b>	<b>116,718,398</b>
Distributions on Preferred shares	(29,862,962)	(25,917,422)
Premium on issuance of Preferred shares	355,028	106,334
Discount on issuance of Preferred shares	-	(491,100)
Issuance costs on Preferred shares	(1,658,216)	(106,334)
<b>Increase (decrease) in net assets attributable to holders of redeemable Class A shares</b>	<u><b>(96,886,835)</b></u>	<u><b>90,309,876</b></u>
<b>Increase (decrease) in net assets attributable to holders per redeemable Class A share (note 8)</b>	<b>(1.77)</b>	<b>1.83</b>

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

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

	2020 (\$)	2019 (\$)
<b>Net Assets attributable to holders of redeemable Class A shares - Beginning of year</b>	<b>428,618,459</b>	<b>328,564,762</b>
Increase (decrease) in net assets attributable to holders of redeemable Class A shares	(96,886,835)	90,309,876
Gross proceeds on issuance of Class A shares	27,205,480	75,601,800
Agents' fees and issue costs on issuance of Class A shares	(775,785)	(6,664,917)
Net proceeds on issuance of Class A shares	<u>26,429,695</u>	<u>68,936,883</u>
<b>Distributions on Class A shares</b>		
Canadian dividends	(41,217,634)	(42,303,283)
Capital gains dividends	(2,564,033)	(16,889,779)
	<u>(43,781,667)</u>	<u>(59,193,062)</u>
<b>Change in net assets attributable to holders of redeemable Class A shares</b>	<b><u>(114,238,807)</u></b>	<b><u>100,053,697</u></b>
<b>Net Assets attributable to holders of redeemable Class A shares - End of year</b>	<b><u>314,379,652</u></b>	<b><u>428,618,459</u></b>

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

**DIVIDEND 15 SPLIT CORP.**  
**STATEMENTS OF CASH FLOW**  
FOR THE YEARS ENDED NOVEMBER 30

	2020 (\$)	2019 (\$)
<b>Cash flows from (used in) operating activities</b>		
Increase (decrease) in net assets attributable to holders of redeemable Class A shares	(96,886,835)	90,309,876
Adjustment for:		
Distributions on Preferred shares	29,862,962	25,917,422
Premium on issuance of Preferred shares	(355,028)	(106,334)
Discount on issuance of Preferred shares	-	491,100
Issuance costs on Preferred shares	1,658,216	106,334
Net realized (gain) loss on investments and derivatives	(1,299,724)	(17,479,770)
Net change in unrealized appreciation/depreciation of investments and derivatives	95,228,959	(75,757,528)
Purchase of investments, net of option premiums (note 6)	(110,285,064)	(158,039,869)
Proceeds from sale of investments	96,903,696	107,087,300
(Increase) in interest, dividends and other receivables	(494,422)	1,463,697
Increase (decrease) in fees and other accounts payable	(518,711)	292,345
Cash flows from (used in) operating activities	<u>13,814,049</u>	<u>(25,715,427)</u>
<b>Cash flows from (used in) financing activities</b>		
Gross proceeds on issuance of Class A and Preferred shares (note 6)	77,279,498	165,273,034
Agent's fees and issue costs on issuance of Class A and Preferred shares	(2,411,194)	(6,634,056)
Redemption of Preferred shares	(12,852,702)	-
Distributions paid on Class A shares	(43,366,257)	(58,339,262)
Distributions paid on Preferred shares	(29,581,748)	(25,523,427)
Cash flows from (used in) financing activities	<u>(10,932,403)</u>	<u>74,776,289</u>
Net increase (decrease) in cash	2,881,646	49,060,862
Cash at beginning of the year	<u>102,292,378</u>	<u>53,231,516</u>
<b>Cash at end of the year</b>	<b><u>105,174,024</u></b>	<b><u>102,292,378</u></b>
Dividends received*	36,440,234	34,551,527
Interest received*	158,781	696,169

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

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

**DIVIDEND 15 SPLIT CORP.**  
**SCHEDULE OF PORTFOLIO INVESTMENTS**

AS AT NOVEMBER 30, 2020

No. of shares (contracts)	Description	Average Cost (\$) (Premiums received)	Fair Value (\$)
<b>15 Core Holdings</b>			
<b>Canadian Core Common Equities</b>			
418,167	Bank of Montreal	36,615,027	39,027,526
754,602	Bank of Nova Scotia	51,375,384	47,690,846
852,037	BCE Inc.	46,282,416	47,969,683
487,213	Canadian Imperial Bank of Commerce	49,420,712	53,340,079
756,994	CI Financial Corp.	22,360,579	12,884,038
1,370,449	Enbridge Inc.	62,091,227	55,585,411
2,700,850	Manulife Financial Corporation	60,498,661	59,769,811
700,700	National Bank of Canada	31,896,287	50,408,358
654,829	Royal Bank of Canada	60,961,734	69,451,164
950,600	Sun Life Financial Inc.	46,609,709	54,821,102
1,159,780	TC Energy Corp.	65,309,053	66,258,231
1,465,032	TELUS Corporation	27,708,658	36,699,052
465,084	Thomson Reuters Corp.	25,935,620	47,875,747
907,720	Toronto-Dominion Bank	53,305,440	62,886,842
2,241,700	TransAlta Corporation	24,596,865	20,175,300
	<b>Total Core Portfolio Equities (91.3%)</b>	<b><u>664,967,372</u></b>	<b><u>724,843,190</u></b>
<b>Other Canadian Common Equities</b>			
1,185,700	AGF Management Ltd.	15,306,087	6,616,206
206,400	Emera Inc.	9,734,299	11,114,640
209,700	Loblaw Companies Ltd.	12,134,168	13,462,740
1,777,700	Suncor Energy Inc.	52,809,193	36,922,829
40,663	TMX Group Inc.	2,523,105	5,196,325
	<b>Total Other Canadian Common Equities (9.2%)</b>	<b><u>92,506,852</u></b>	<b><u>73,312,740</u></b>
	<b>Total Canadian Common Equities</b>	<b><u>757,474,224</u></b>	<b><u>798,155,930</u></b>

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

**DIVIDEND 15 SPLIT CORP.**

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

AS AT NOVEMBER 30, 2020

No. of shares (contracts)	Description	Average Cost (\$) (Premiums received)	Fair Value (\$)
<b>Call Options written (100 shares per contract)</b>			
<b>Canadian call options written</b>			
(1,070)	Bank of Montreal @ \$94 December 2020	(147,660)	(256,265)
(1,060)	Bank of Nova Scotia @ \$66 January 2021	(80,560)	(61,480)
(460)	Bank of Nova Scotia @ \$66 December 2020	(15,686)	(14,720)
(2,635)	BCE Inc. @ \$58 December 2020	(81,685)	(34,255)
(355)	Canadian Imperial Bank of Commerce @ \$107 December 2020	(42,955)	(119,813)
(1,210)	Canadian Imperial Bank of Commerce @ \$115 January 2021	(79,347)	(56,266)
(225)	Emera Inc. @ \$56 December 2020	(11,025)	(2,925)
(500)	Emera Inc. @ \$58 December 2020	(32,500)	(415)
(2,950)	Enbridge Inc. @ \$40 December 2020	(180,500)	(297,950)
(550)	Loblaw Companies Ltd. @ \$66 December 2020	(29,150)	(13,750)
(4,500)	Manulife Financial Corporation @ \$22.50 December 2020	(90,500)	(130,500)
(2,200)	Manulife Financial Corporation @ \$23 January 2021	(52,800)	(74,800)
(570)	National Bank of Canada @ \$72 December 2020	(22,230)	(76,665)
(370)	National Bank of Canada @ \$74 January 2021	(16,280)	(29,415)
(1,810)	Royal Bank of Canada @ \$100 December 2020	(235,285)	(1,226,276)
(475)	Royal Bank of Canada @ \$108 January 2021	(51,376)	(80,275)
(885)	Sun Life Financial Inc. @ \$58 December 2020	(56,640)	(84,960)
(1,755)	Sun Life Financial Inc. @ \$60 December 2020	(98,280)	(40,365)
(2,113)	Suncor Energy Inc. @ \$17 December 2020	(126,780)	(824,070)
(2,300)	TC Energy Corp. @ \$60 December 2020	(71,300)	(64,400)
(1,050)	TELUS Corporation @ \$25 January 2021	(27,300)	(48,300)
(725)	TELUS Corporation @ \$25 December 2020	(13,775)	(22,475)
(900)	Thomson Reuters Corp. @ \$110 January 2021	(144,000)	(81,000)
(550)	Toronto-Dominion Bank @ \$72 January 2021	(37,994)	(53,350)
(865)	Toronto-Dominion Bank @ \$64 December 2020	(76,120)	(516,835)
(2,600)	TransAlta Corporation @ \$9 January 2021	(36,400)	(80,600)
(2,600)	TransAlta Corporation @ \$9 December 2020	(88,400)	(53,300)
<b>Total Canadian call options written (-0.5%)</b>		<b>(1,946,528)</b>	<b>(4,345,425)</b>
		<b>755,527,696</b>	<b>793,810,505</b>
Less adjustments for transaction costs		(488,572)	-
<b>Total Investments (100.0%)</b>		<b>755,039,124</b>	<b>793,810,505</b>

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

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**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019

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### **1. Incorporation**

Dividend 15 Split Corp. (the “Company”) is a mutual fund corporation established under the laws of the Province of Ontario on January 9, 2004 that began investment operations on March 16, 2004. The manager of the Company and the investment manager 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 dividend yielding Canadian companies. The Company employs an active covered call writing program to enhance the income earned from the portfolio.

On February 21, 2019, the Company announced the extension of the termination date of the Company for a further five year period from December 1, 2019 to December 1, 2024. In connection with the extension of the termination date of the Company, a special retraction right was offered allowing existing shareholders to tender one or both classes of shares and receive a retraction price based on the November 30, 2019 net asset value of \$18.01 per unit (\$10.00 per Preferred share and \$8.01 per Class A share).

Pursuant to the special retraction right, the Company redeemed 1,285,399 Preferred shares and made retraction payments of \$12,852,702 on December 16, 2019. The subsequent retraction payment amount is included as part of the Preferred share amount as at November 30, 2019.

In connection with the extension, the Company also amended the dividend entitlement of the Preferred shares, effective December 1, 2019, to pay a fixed monthly dividend at an annual rate equivalent to 5.5% based on the \$10 repayment value (previously 5.25% per annum).

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

### **2. Basis of presentation**

These financial statements have been prepared in compliance with International Financial Reporting Standards (“IFRS”) as published by the International Accounting Standards Board (“IASB”). 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 18, 2021.

### **3. Summary of significant accounting policies**

The following is a summary of the significant accounting policies followed by 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 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.

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**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019

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The Company's obligations for net assets attributable to holders of redeemable Class A shares are presented at the annual redemption amount, which approximates their fair value. 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, 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"). Preferred Shares and Class A Shares are issued on the basis that an equal number of Preferred shares and Class A shares (together, a "unit") will be issued and outstanding at all material times. At times when there is an unequal number of Class A and Preferred shares outstanding, a notional unit amount will be determined based on the weighted average assets attributable to each of the Class A shares and Preferred shares.

### **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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**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019

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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 5 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 the net asset value of the Company. Refer to note 7 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 is 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 8 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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**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019

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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, 2020 of \$46,980,215 (November 30, 2019-\$35,295,888) that are available to lower taxable income in future years if required and expire after the scheduled termination date of the Company on December 1, 2024.

#### **4. 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 5.

#### **5. 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.

**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019**

The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as at November 30, 2020 and November 30, 2019:

Financial assets and liabilities at fair value as at November 30, 2020				
	Level 1	Level 2	Level 3	Total
Equities	\$798,155,930	-	-	\$798,155,930
Options	(\$4,345,425)	-	-	(\$4,345,425)
	<u>\$793,810,505</u>	<u>-</u>	<u>-</u>	<u>\$793,810,505</u>

Financial assets and liabilities at fair value as at November 30, 2019				
	Level 1	Level 2	Level 3	Total
Equities	\$881,264,064	-	-	\$881,264,064
Options	(\$856,141)	-	-	(\$856,141)
	<u>\$880,407,923</u>	<u>-</u>	<u>-</u>	<u>\$880,407,923</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, 2020 and 2019.

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 above average market price appreciation and dividend growth. These portfolio companies were selected from the S&P/TSX 60 index and are among the largest companies in Canada.

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).

Financial markets and equity markets in particular have experienced significant volatility in response to the COVID-19 pandemic. The investment portfolio of the Company has been subject to these market fluctuations and may continue to experience significant volatility as the situation evolves.

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.

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**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019

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The Company is exposed to other price risk from its investment in equity securities and written options. As at November 30, 2020, had the prices on the respective stock exchanges for these equity securities increased by 10%, with all other variables held constant, Net Assets of the Company would have increased by \$67,515,593 (November 30, 2019-\$81,176,406). 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 \$76,255,593 (November 30, 2019-\$87,741,446).

**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 (consistent with previous year).

**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 and Net Assets of the Company are denominated in Canadian dollars and therefore there is no currency risk.

**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 (consistent with previous year). Payment is made on purchase once the securities have been received by the broker. Credit risk of cash is considered low as it is held at a AA-rated Canadian bank (consistent with prior year).

**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 Toronto Stock Exchange ("TSX") (consistent with previous year). 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. All other financial liabilities are payable within three months from the end of the year.

**Concentration risk**

An individual portfolio holding may represent no more than 10% of the net asset value of the Company at the time of purchase. Portfolio holdings in the current year are consistent with those of the prior year.

**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEARS ENDED NOVEMBER 30, 2020 AND 2019

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

	November 30, 2020	November 30, 2019
Canadian Core Common Equities	81.4%	84.0%
Other Canadian Equities	8.2%	7.0%
Call Options written	-0.5%	-0.1%
Other Assets less Liabilities (excluding Preferred shares)	10.9%	9.1%
	<u>100%</u>	<u>100%</u>

**6. Redeemable Units**

**Preferred shares**

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

<u>Preferred share transactions</u>	November 30, 2020	November 30, 2019
Beginning of year	53,972,152	44,966,552
Issued during the year	4,971,899	9,005,600
Redeemed during the year	<u>(1,285,399)</u>	<u>-</u>
End of year	57,658,652	53,972,152

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

Effective December 1, 2019, Preferred shares are entitled to fixed, cumulative monthly cash dividends of \$0.04583 per Preferred share (previously, \$0.04375 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 "DFN.PR.A" on the TSX. The trading price of Preferred shares on the TSX was \$10.13 as at November 30, 2020 (November 30, 2019-\$10.22). Preferred shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last day of each month. Shareholders who concurrently retract a Preferred share and a Class A share (together, a "unit") in the month of August in each year will be entitled to receive an amount equal to the net asset value per unit calculated on the last day of August. 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 Company announced on May 11, 2020 that the TSX accepted its notice of intention to make a Normal Course Issuer Bid (the "NCIB") to purchase its Preferred shares and Class A shares through the facilities of the TSX. The NCIB commenced on May 13, 2020 and will terminate on May 12, 2021. Pursuant to the NCIB, the Company proposes to purchase, from time to time, if it is considered advisable, up to 5,331,492 Preferred shares and 5,334,836 Class A shares of the Company, representing 10% of the public float of Preferred shares and Class A shares. Subject to TSX temporary blanket relief, the Company will not purchase, in any given 30-day period, in the aggregate, more than 1,070,091 Preferred shares or more than 1,070,091 Class A shares, being 2% of the issued and outstanding Preferred shares and Class A shares as of May 1, 2020.

There were no Preferred shares nor Class A shares purchased for cancellation during the year ended November 30, 2020.

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**DIVIDEND 15 SPLIT CORP.**  
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On October 31, 2019, the Company announced the commencement of an at-the-market equity program (the “ATM Program”) which allows the Company to issue shares to the public from time to time, at the Company’s discretion. Any Class A shares or Preferred shares sold in the ATM Program will be sold through the TSX or any other marketplace in Canada on which the Class A shares and Preferred shares are listed, quoted or otherwise traded at the prevailing market price at the time of sale.

During the year ended November 30, 2020, 1,971,899 Preferred shares were sold through the ATM Program at an average selling price of \$10.13 per Preferred share. Gross proceeds, net proceeds and commissions on the Preferred share sales were \$19,974,018, \$19,480,715 and \$493,303, respectively. During the year ended November 30, 2019, 467,600 Preferred shares were sold through the ATM Program at an average selling price of \$10.23 per Preferred share. Gross proceeds, net proceeds and commissions on the Preferred share sales were \$4,782,334, \$4,676,000 and \$106,334.

The Company issued 1,000,000 Preferred shares at \$10.10 per share pursuant to a secondary offering that was completed on November 30, 2020. Gross proceeds of \$10,100,000 were received from the sale of Preferred shares. Agent’s fees and filing fees were \$453,000 in connection with this offering.

The Company issued 2,000,000 Preferred shares at \$10 per share pursuant to a secondary offering that was completed on September 2, 2020. Gross proceeds of \$20,000,000 were received from the sale of Preferred shares. Agent’s fees and filing fees were \$750,000 in connection with this offering.

The Company issued 3,627,000 Preferred shares at \$10 per share pursuant to a secondary offering that was completed on October 31, 2019. Gross proceeds of \$36,270,000 were received from the sale of Preferred shares.

The Company issued 2,981,000 Preferred shares at \$9.90 per share pursuant to a secondary offering that was completed on April 9, 2019. Gross proceeds of \$29,511,900 were received from the sale of Preferred shares.

The Company issued 1,930,000 Preferred shares at \$9.90 per share pursuant to a secondary offering that was completed on January 25, 2019. Gross proceeds of \$19,107,000 were received from the sale of Preferred shares.

**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, 2020	November 30, 2019
Beginning of year	53,504,552	44,966,552
Issued during the year	<u>4,154,100</u>	<u>8,538,000</u>
End of year	57,658,652	53,504,552

Class A shares were originally issued at \$15 per share. Class A share distributions are targeted at \$0.10 per month. The net asset value per unit must remain above the required \$15 per unit threshold for monthly distributions to be declared. 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 “DFN” on the TSX. The trading price of Class A shares on the TSX was \$6.56 as at November 30, 2020 (November 30, 2019-\$8.58). Class A shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last day of each month. Shareholders who concurrently retract a Class A share and a Preferred share in the month of August in each year

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will be entitled to receive an amount equal to the net asset value per unit calculated on the last day of August. 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).

During the year ended November 30, 2020, 4,154,100 Class A shares were sold through the ATM Program at an average selling price of \$6.55 per Class A share. Gross proceeds, net proceeds and commissions on the Class A share sales were \$27,205,480, \$26,529,258 and \$676,222, respectively.

The Company issued 3,627,000 Class A shares at \$8.75 per share pursuant to a secondary offering that was completed on October 31, 2019. Gross proceeds of \$31,736,250 were received from the sale of Class A shares. Agent's fees and filing fees were \$2,796,081 in connection with this offering. Net proceeds from the issue of Class A shares from this offering were \$28,940,169.

The Company issued 2,981,000 Class A shares at \$9.05 per share pursuant to a secondary offering that was completed on April 9, 2019. Gross proceeds of \$26,978,050 were received from the sale of Class A shares. Agent's fees and filing fees were \$2,325,634 in connection with this offering. Net proceeds from the issue of Class A shares from this offering were \$24,652,416.

The Company issued 1,930,000 Class A shares at \$8.75 per share pursuant to a secondary offering that was completed on January 25, 2019. Gross proceeds of \$16,887,500 were received from the sale of Class A shares. Agent's fees and filing fees were \$1,514,370 in connection with this offering. Net proceeds from the issue of Class A shares from this offering were \$15,373,130.

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 March 16, 2004, the Company issued 1,000 Class B shares to Quadravest, the Company's investment manager, for cash consideration of \$1,000.

## **7. Expenses**

The Company is responsible for all expenses incurred in connection with the operation and administration of the Company, including, but not limited to, ongoing custodian, transfer agent, legal and audit expenses.

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 and an amount equal to the service fee payable to dealers on the Class A shares at a rate of 0.50% of the net asset value attributable to Class A shares per annum. No service fee will be paid in any calendar quarter if regular dividends are not paid to holders of Class A shares in respect of each month in such calendar quarter.

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.

Total management fees of \$6,364,811 (November 30, 2019-\$6,546,753), incurred during the year, include the administration fee and base management fee. As at November 30, 2020, \$544,670 (November 30, 2019-\$601,267) was payable to the Manager with respect to management and administrative fees. No performance fees were paid in 2020 or 2019.

**DIVIDEND 15 SPLIT CORP.**  
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Total brokerage commissions paid during the year by the Company for its portfolio transactions was \$706,991 (November 30, 2019-\$345,647).

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

The increase (decrease) in net assets attributable to holders per redeemable Class A share for the years ended November 30, 2020 and 2019 is calculated as follows:

	2020	2019
Increase (decrease) in net assets attributable to holders of redeemable Class A shares	(\$96,886,835)	\$90,309,876
Weighted average Class A shares outstanding	54,611,844	49,327,552
Increase (decrease) in net assets attributable to holders per redeemable Class A share	(\$1.77)	\$1.83

**9. Distributions**

Distributions per share were as follows:

	November 30, 2020	November 30, 2019
Preferred shares	\$0.5500	\$0.5250
Class A shares	\$0.80	\$1.20

**10. 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) effective December 1, 2019, to provide holders of Preferred shares with fixed cumulative preferential monthly cash dividends in an amount of \$0.04583 per Preferred share to yield 5.5% per annum on the \$10 repayment amount (previously, \$0.04375 per Preferred share to yield 5.25%) and to return the \$10 repayment amount to their holders on the termination date; and
- ii) to provide holders of Class A shares with regular monthly cash distribution targeted to be \$0.10 per Class A share and return the original issue price to their holders on the termination date. The net asset value per unit must remain above the required \$15 per unit threshold for distributions to be declared.

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

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

As at November 30, 2020 and November 30, 2019, 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.

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**DIVIDEND 15 SPLIT CORP.**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**12. Subsequent event**

On February 17, 2021, the Company completed a secondary offering of 3,916,000 Class A shares and 6,416,000 Preferred shares for net proceeds of \$88,684,630 (gross proceeds of \$92,159,400).







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## **QUADRAVEST 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,  
Managing Director,  
Quadravest Capital Management Inc.

Laura Johnson,  
Managing Director  
and Portfolio Manager,  
Quadravest Capital Management Inc.

William Thornhill,  
President,  
William C. Thornhill Consulting 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 2600  
Toronto, Ontario M5J 0B2

### **Transfer Agent**

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100 University Avenue  
Toronto, Ontario M5J 2Y1

### **Legal Counsel**

Blake, Cassels & Graydon LLP  
Commerce Court West, Suite 4000  
Toronto, Ontario M5L 1A9

### **Custodian**

RBC Investor Services Trust  
155 Wellington St. West  
Toronto, Ontario M5V 3L3



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# **Dividend 15**

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