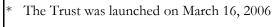
Summary of Investment Portfolio	% of Portfolio ***	Top 25 Portfolio Positions **	% of Portfolio ***
		Long Positions:	
Cash and Cash Equivalents ****	23.39%	1 Capital Power Corp.	2.96%
Materials	15.80%	2 Black Diamond Group Ltd.	2.90%
Energy	13.56%	3 McDonald's Corp.	2.57%
Industrials	10.59%	4 Fairfax Financial Holdings Ltd.	2.54%
Financials	7.67%	5 Secure Energy Services Inc.	2.39%
Real Estate Investment Trusts	7.24%	6 Philip Morris International Inc.	2.29%
Consumer Discretionary / Staples	6.51%	7 Toronto-Dominion Bank (The)	2.02%
Utilities Constitution of the Delay of the D	5.89%	8 Canadian National Railway Co.	1.88%
Convertible Debentures	5.57%	9 AltaGas Ltd.	1.73%
Information Technology	2.38%	10 Canadian Natural Resources Ltd.	1.68%
Health Care Long Positions - Put Contracts	1.65% 0.03%	<ul><li>11 Cineplex Inc.</li><li>12 Valeant Pharmaceuticals International Inc.</li></ul>	1.65% 1.65%
Long Positions - Call Contracts	0.03%	13 Wi-LAN Inc.	1.65%
Short Positions - Covered Call Contracts	-0.07%	13 WI-LAIN INC. 14 Potash Corp. of Saskatchewan	1.65%
Short Positions - Covered Call Contracts  Short Positions - Cash Secured Put Contracts	-0.23%	15 Bank of Nova Scotia	1.62%
Short I oshions - Cash Secured I at Contracts	100.00%	16 Calloway REIT	1.57%
	100.0070	·	1.57%
		17 Just Energy Income Fund, Convertible, Callable, 6.00%, 2017/06/30	1.49%
		18 Canadian Apartment Properties REIT	1.49%
Total Net Asset Value	\$ 18,537,875	<ul><li>19 Canadian Imperial Bank of Commerce</li><li>20 Killam Properties Inc.</li></ul>	1.49%
Total Net Asset Value	φ 10,55/,8/5		1.48% 1.45%
		<ul><li>21 Trilogy Energy Corp.</li><li>22 Mag Silver Corp.</li></ul>	1.45%
		23 Bird Construction Inc.	1.34%
		24 Viterra Inc.	1.33%
		25 Progressive Waste Solutions Inc.	1.30%
		Total portfolio represented by these holdings	45.54%
		Long Positions - Put Contracts	
		1 Teck Resources Ltd., July 2012 @ \$29.00 USD	0.01%
		2 Home Depot Inc., August 2012 @ \$48.00 USD	0.01%
		3 BHP Billiton Ltd., July 2012 @ \$60.00 USD	0.00%
		4 Suncor Energy Inc., July 2012, \$26.00 USD	0.00%
		Total portfolio represented by long positions	0.03%
		Long Positions - Call contracts	
		e e e e e e e e e e e e e e e e e e e	0.01%
		<ol> <li>SPDR Gold Trust, July 2012, \$156.00 USD</li> <li>SPDR Gold Trust, July 2012, \$158.00 USD</li> </ol>	0.01%
		Total portfolio represented by long positions	0.01/6
		Total portions represented by long positions	0.0270
		Short Positions - Cash Secured Puts	
		1 Osisko Mining Corporation., July 2012 @ \$8.00 CAD	
		1 Osisko Milling Corporation, july 2012 (a), po.00 CAD	-0.11%
			-0.11% -0.03%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD	
			-0.03%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> </ul>	-0.03% -0.03%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> </ul>	-0.03% -0.03% -0.01%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> <li>5 SPDR Gold Trust, July 2012, \$154.00 USD</li> </ul>	-0.03% -0.03% -0.01% -0.01%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> <li>5 SPDR Gold Trust, July 2012, \$154.00 USD</li> <li>6 Yamana Gold Inc., July 2012 @ \$15.00 USD</li> </ul>	-0.03% -0.03% -0.01% -0.01%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> <li>5 SPDR Gold Trust, July 2012, \$154.00 USD</li> <li>6 Yamana Gold Inc., July 2012 @ \$15.00 USD</li> <li>7 Kinross Gold Corp., July 2012 @ \$8.00 USD</li> </ul>	-0.03% -0.03% -0.01% -0.01% -0.01%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> <li>5 SPDR Gold Trust, July 2012, \$154.00 USD</li> <li>6 Yamana Gold Inc., July 2012 @ \$15.00 USD</li> <li>7 Kinross Gold Corp., July 2012 @ \$8.00 USD</li> <li>8 Yamana Gold Inc., July 2012 @ \$14.00 USD</li> </ul>	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> <li>5 SPDR Gold Trust, July 2012, \$154.00 USD</li> <li>6 Yamana Gold Inc., July 2012 @ \$15.00 USD</li> <li>7 Kinross Gold Corp., July 2012 @ \$8.00 USD</li> <li>8 Yamana Gold Inc., July 2012 @ \$14.00 USD</li> <li>9 Mosaic Co., July 2012 @ \$47.50 USD</li> </ul>	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00%
		<ul> <li>2 Barrick Gold Corp., July 2012 @ \$40.00 CAD</li> <li>3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD</li> <li>4 Goldcorp Inc., July 2012 @ \$38.00 CAD</li> <li>5 SPDR Gold Trust, July 2012, \$154.00 USD</li> <li>6 Yamana Gold Inc., July 2012 @ \$15.00 USD</li> <li>7 Kinross Gold Corp., July 2012 @ \$8.00 USD</li> <li>8 Yamana Gold Inc., July 2012 @ \$14.00 USD</li> <li>9 Mosaic Co., July 2012 @ \$47.50 USD</li> <li>10 Home Depot Inc., August 2012 @ \$45.00 USD</li> </ul>	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD  Total portfolio represented by short positions	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01% -0.00% 0.00% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD  Total portfolio represented by short positions  Short Positions - Covered Call Contracts	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00% 0.00% -0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01% -0.00% 0.00% 0.00% -0.00% -0.23%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$86.00 CAD	-0.03% -0.03% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00% -0.00% -0.23%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$86.00 CAD 3 Valeant Pharmaceuticals International Inc., July 2012 @ \$50.00 CAD	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00% -0.00% -0.23% -0.03% -0.03% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$86.00 CAD 3 Valeant Pharmaceuticals International Inc., July 2012 @ \$50.00 CAD 4 Freeport-McMoran Copper & Gold Inc., July 2012 @ \$36.00 USD	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% -0.00% 0.00% 0.00% -0.23% -0.03% -0.03% 0.00% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$86.00 CAD 3 Valeant Pharmaceuticals International Inc., July 2012 @ \$50.00 CAD 4 Freeport-McMoran Copper & Gold Inc., July 2012 @ \$36.00 USD 5 Pacific Rubiales Energy Corp., July 2012 @ \$28.00 CAD	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00% -0.00% -0.23%  -0.03% -0.03% 0.00% 0.00% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$86.00 CAD 3 Valeant Pharmaceuticals International Inc., July 2012 @ \$50.00 CAD 4 Freeport-McMoran Copper & Gold Inc., July 2012 @ \$36.00 USD 5 Pacific Rubiales Energy Corp., July 2012 @ \$28.00 CAD 6 Yamana Gold Inc., July 2012 @ \$17.00 USD	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00% -0.00% -0.23% -0.03% -0.03% 0.00% 0.00% 0.00% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012 @ \$15.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$52.00 USD 3 Valeant Pharmaceuticals International Inc., July 2012 @ \$50.00 CAD 4 Freeport-McMoran Copper & Gold Inc., July 2012 @ \$36.00 USD 5 Pacific Rubiales Energy Corp., July 2012 @ \$28.00 CAD 6 Yamana Gold Inc., July 2012 @ \$17.00 USD 7 Detour Gold Corp., July 2012 @ \$25.00 CAD	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% -0.00% 0.00% 0.00% -0.23%  -0.03% -0.03% 0.00% 0.00% 0.00% 0.00%
		2 Barrick Gold Corp., July 2012 @ \$40.00 CAD 3 Pacific Rubiales Energy Corp., July 2012 @ \$23.00 CAD 4 Goldcorp Inc., July 2012 @ \$38.00 CAD 5 SPDR Gold Trust, July 2012, \$154.00 USD 6 Yamana Gold Inc., July 2012 @ \$15.00 USD 7 Kinross Gold Corp., July 2012 @ \$8.00 USD 8 Yamana Gold Inc., July 2012 @ \$14.00 USD 9 Mosaic Co., July 2012 @ \$47.50 USD 10 Home Depot Inc., August 2012 @ \$45.00 USD 11 Teck Resources Ltd., July 2012 @ \$26.00 USD 12 Suncor Energy Inc., July 2012, \$24.00 USD Total portfolio represented by short positions  Short Positions - Covered Call Contracts 1 Mosaic Co., July 2012 @ \$52.00 USD 2 Agrium Inc., July 2012 @ \$86.00 CAD 3 Valeant Pharmaceuticals International Inc., July 2012 @ \$50.00 CAD 4 Freeport-McMoran Copper & Gold Inc., July 2012 @ \$36.00 USD 5 Pacific Rubiales Energy Corp., July 2012 @ \$28.00 CAD 6 Yamana Gold Inc., July 2012 @ \$17.00 USD	-0.03% -0.01% -0.01% -0.01% -0.01% -0.01% -0.01% 0.00% 0.00% -0.00% -0.23% -0.03% -0.03% 0.00% 0.00% 0.00% 0.00%



\*\* The Trust enters into forward currency contracts to ensure that at least 70% of its assets are denominated in, or hedged back, to Canadian dollars. As at June 30, 2012 the following forward currency contract is outstanding:

Total portfolio represented by these holdings

45.29%

Buy CAD \$8,202,400, Sell USD \$8,000,000 @ 1.0253, due 17-July-2012.

\*\*\* The Trust's split structure results in a situation where the total portfolio is greater than the NAV (as the preferred securities are debt obligations of the Trust). In order for the portfolio percentages to add to 100%, the positions have been calculated as a percentage of the total portfolio.

\*\*\*\* As at June 30, 2012 approximately 24% in cash and short term investments has been pledged for cash secured puts.

The investment portfolio may change due to ongoing portfolio transactions of the investment fund. Quarterly updates are available within 60 days of each quarter end by visiting www.faircourtassetmgt.com.

