

Financial Statements of

LANDRY FUNDS

Periods ended December 31, 2013 and 2012

LANDRY FUNDS

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LANDRY FUNDS

Directory

Years ended December 31, 2013 and 2012

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Auditors

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MANAGER'S RESPONSIBILITY FOR FINANCIAL REPORTING

The following financial statements have been prepared by the Manager, Landry Investment Management Inc. The Manager is responsible for the integrity, objectivity and reliability of the data and declaration presented.

The Manager has taken all necessary measures to ensure that the financial information conveyed is relevant and reliable. The financial statements were prepared in accordance with Canadian generally accepted accounting principles (as described in note 2) using information available and includes certain amounts that are based on the Manager's best estimates and judgment.

Approved on behalf of Landry Investment Management Inc.:

Jean-Luc Landry
President & Chief Executive Officer



KPMG LLP
Bay Adelaide Centre
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INDEPENDENT AUDITORS' REPORT

To the Unitholders of:

Landry Canadian Equity Fund
Landry U.S. Equity Fund
Landry Global Equity Fund
Landry Canadian Dividend Plus Fund
(collectively the "Funds")

We have audited the accompanying financial statements of the Funds, which comprise the statements of net assets as at December 31, 2013 and December 31, 2012, the statements of operations and changes in net assets for the applicable periods then ended, the statements of investment portfolio as at December 31, 2013, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian generally accepted accounting principles, 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain the reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Funds as at December 31, 2013 and December 31, 2012, and their results of operations and their changes in net assets for the applicable periods then ended in accordance with Canadian generally accepted accounting principles.

Chartered Professional Accountants, Licensed Public Accountants

March 24, 2014
Toronto, Canada

LANDRY CANADIAN EQUITY FUND

Statements of Net Assets

December 31, 2013 and 2012

	2013	2012
Assets		
Cash and cash equivalents	\$ 94,758	\$ 153,962
Investments	15,480,201	11,498,675
Amounts receivable relating to portfolio assets sold	–	2,589,412
Amounts receivable relating to accrued income	36,347	32,553
Prepaid expenses	2	9,337
	<u>15,611,308</u>	<u>14,283,939</u>
Liabilities		
Accrued expenses	28,996	25,046
Liabilities for units redeemed	100,768	–
Accrued management fees	5,695	5,529
Liabilities for portfolio assets purchased	–	2,613,397
	<u>135,459</u>	<u>2,643,972</u>
Total net assets and unitholders' equity	\$ 15,475,849	\$ 11,639,967
Total net assets and unitholders' equity, Series A		
Total net assets and unitholders' equity, Series A	\$ 84,149	\$ –
Units issued and outstanding, Series A	7,109	–
Net assets per unit, Series A	\$ 11.84	\$ –
Total net assets and unitholders' equity, Series B		
Total net assets and unitholders' equity, Series B	\$ –	\$ 155,625
Units issued and outstanding, Series B	–	19,484
Net assets per unit, Series B	\$ –	\$ 7.99
Total net assets and unitholders' equity, Series F		
Total net assets and unitholders' equity, Series F	\$ 6,567,746	\$ 4,950,646
Units issued and outstanding, Series F	320,207	290,515
Net assets per unit, Series F	\$ 20.51	\$ 17.04
Total net assets and unitholders' equity, Series G		
Total net assets and unitholders' equity, Series G	\$ –	\$ 849,419
Units issued and outstanding, Series G	–	75,791
Net assets per unit, Series G	\$ –	\$ 11.21
Total net assets and unitholders' equity, Series I		
Total net assets and unitholders' equity, Series I	\$ 1,215,601	\$ 1,408,543
Units issued and outstanding, Series I	88,898	125,408
Net assets per unit, Series I	\$ 13.67	\$ 11.23
Total net assets and unitholders' equity, Series J		
Total net assets and unitholders' equity, Series J	\$ 7,608,353	\$ 4,275,734
Units issued and outstanding, Series J	769,417	526,446
Net assets per unit, Series J	\$ 9.89	\$ 8.12

See accompanying notes to financial statements.

Approved on behalf of Landry Investment Management Inc.:



Jean-Luc Landry
President & Chief Executive Officer



Benoit Perraton Brillon, CFA
Chief Investment Officer & Director

LANDRY CANADIAN EQUITY FUND

Statements of Operations

Years ended December 31, 2013 and 2012

	2013	2012
Investment income:		
Dividend revenue	\$ 323,505	\$ 275,982
Interest revenue	3,668	9,691
Short-term trading fees	32	80
Income tax refund	3,863	–
	<u>331,068</u>	<u>285,753</u>
Expenses:		
Management fees (note 10)	74,351	89,325
Independent Review Committee fees	7,250	17,911
Trustee fees	15,573	10,478
Custodial fees	–	75
Administrative costs (note 7)	162,132	158,822
Other fees	209	670
	<u>259,515</u>	<u>277,281</u>
Net investment income for the year	71,553	8,472
Realized and unrealized gain on investments and transaction costs:		
Net realized gain on investments and foreign exchange	1,678,455	548,954
Change in unrealized gain on investments	924,446	351,952
Transaction costs	(63,097)	(46,273)
Net gain on investments	<u>2,539,804</u>	<u>854,633</u>
Increase in net assets from operations	<u>\$ 2,611,357</u>	<u>\$ 863,105</u>
Increase in net assets from operations, Series A	\$ 14,503	\$ –
Increase in net assets from operations per unit, Series A	1.38	–
Increase in net assets from operations, Series B	\$ 5,797	\$ 10,307
Increase in net assets from operations per unit, Series B	0.39	0.37
Increase in net assets from operations, Series F	\$ 1,113,818	\$ 347,804
Increase in net assets from operations per unit, Series F	3.54	0.89
Increase in net assets from operations, Series G	\$ 32,070	\$ 63,177
Increase in net assets from operations per unit, Series G	0.40	0.63
Increase in net assets from operations, Series I	\$ 268,650	\$ 128,689
Increase in net assets from operations per unit, Series I	2.42	0.72
Increase in net assets from operations, Series J	\$ 1,176,519	\$ 313,128
Increase in net assets from operations per unit, Series J	1.84	0.52

See accompanying notes to financial statements.

LANDRY CANADIAN EQUITY FUND

Statements of Changes in Net Assets

Periods ended December 31, 2013 and 2012

	2013	2012
Net assets, beginning of year	\$ 11,639,967	\$ 16,857,724
Increase in net assets from operations	2,611,357	863,105
Capital transactions:		
Proceeds from the issuance of units of the investment fund	3,086,300	1,030,199
Aggregate amounts paid on redemption of units of the investment fund	(1,861,775)	(7,111,061)
Net assets, end of year	\$ 15,475,849	\$ 11,639,967
Net assets, beginning of period, Series A	\$ –	\$ –
Increase in net assets from operations, Series A	14,503	–
Capital transactions, Series A:		
Proceeds from the issuance of units of the investment fund	1,500	–
Aggregate amounts paid on redemption of units of the investment fund	(67,894)	–
Net redesignation of units from other Series	136,040	–
Net assets, end of period, Series A	\$ 84,149	\$ –
Net assets, beginning of year, Series B	\$ 155,625	\$ 208,776
Increase in net assets from operations, Series B	5,797	10,307
Capital transactions, Series B:		
Proceeds from the issuance of units of the investment fund	39,500	50,275
Aggregate amounts paid on redemption of units of the investment fund	(64,882)	(113,733)
Net redesignation of units to other Series	(136,040)	–
Net assets, end of period, Series B	\$ –	\$ 155,625
Net assets, beginning of year, Series F	\$ 4,950,646	\$ 8,264,686
Increase in net assets from operations, Series F	1,113,818	347,804
Capital transactions, Series F:		
Proceeds from the issuance of units of the investment fund	786,200	293,001
Aggregate amounts paid on redemption of units of the investment fund	(1,239,507)	(3,954,845)
Net redesignation of units from other Series	956,589	–
Net assets, end of year, Series F	\$ 6,567,746	\$ 4,950,646
Net assets, beginning of year, Series G	\$ 849,419	\$ 1,051,088
Increase in net assets from operations, Series G	32,070	63,177
Capital transactions, Series G:		
Proceeds from the issuance of units of the investment fund	103,000	218,999
Aggregate amounts paid on redemption of units of the investment fund	(27,900)	(483,845)
Net redesignation of units to other Series	(956,589)	–
Net assets, end of period, Series G	\$ –	\$ 849,419

LANDRY CANADIAN EQUITY FUND

Statements of Changes in Net Assets (continued)

Periods ended December 31, 2013 and 2012

	2013	2012
Net assets, beginning of year, Series I	\$ 1,408,543	\$ 2,417,229
Increase in net assets from operations, Series I	268,650	128,689
Capital transactions, Series I:		
Proceeds from the issuance of units of the investment fund	–	61,223
Aggregate amounts paid on redemption of units of the investment fund	(461,592)	(1,198,598)
Net assets, end of year, Series I	\$ 1,215,601	\$ 1,408,543
Net assets, beginning of year, Series J	\$ 4,275,734	\$ 4,915,945
Increase in net assets from operations, Series J	1,176,519	313,128
Capital transactions, Series J:		
Proceeds from the issuance of units of the investment fund	2,156,100	406,701
Aggregate amounts paid on redemption of units of the investment fund	–	(1,360,040)
Net assets, end of year, Series J	\$ 7,608,353	\$ 4,275,734

See accompanying notes to financial statements.

LANDRY CANADIAN EQUITY FUND

Statement of Investment Portfolio

December 31, 2013

Shares/units	Security	Average cost	Fair value
Canadian equities (100.0%)			
Financials (33.0%)			
9,900	AGF Management Ltd., Class 'B'	\$ 127,428	\$ 131,373
7,500	Bank of Montreal	507,134	530,925
7,100	Bank of Nova Scotia	427,619	471,440
4,200	Brookfield Office Properties Inc.	72,654	85,848
3,800	Canadian Imperial Bank of Commerce	308,982	344,698
4,000	Canadian Western Bank	153,439	154,560
5,700	CI Financial Corp.	159,658	201,381
13,000	Genworth MI Canada Inc.	403,897	475,670
4,500	Home Capital Group Inc.	325,229	363,780
7,600	Industrial Alliance Insurance and Financial Services Inc.	272,535	356,668
2,700	Laurentian Bank of Canada	126,527	126,684
17,100	Manulife Financial Corp.	349,816	358,245
6,100	National Bank of Canada	514,492	539,179
4,200	Power Financial Corp.	154,047	151,158
6,500	Royal Bank of Canada	417,681	463,970
9,200	Sun Life Financial Inc.	294,886	345,184
		4,616,024	5,100,763
Consumer Discretionary (17.7%)			
3,100	Canadian Tire Corp. Ltd., Class 'A'	294,613	308,357
7,400	Cineplex Inc.	318,493	325,970
1,300	Cogeco Cable Inc.	65,441	62,374
3,700	Dollarama Inc.	318,804	325,748
3,100	Dorel Industries Inc., Class 'B'	119,520	125,426
8,300	Gildan Activewear Inc.	429,496	469,780
4,500	Magna International Inc., Class 'A'	260,103	391,815
6,100	Quebecor Inc., Class 'B'	137,001	161,101
6,600	RONA Inc.	70,989	86,922
11,900	Thomson Reuters Corp.	430,105	477,904
		2,444,565	2,735,397
Energy (16.1%)			
23,400	Advantage Oil & Gas Ltd.	102,090	107,874
9,900	Athabasca Oil Corp.	62,165	64,053
22,000	Bankers Petroleum Ltd.	70,079	95,920
8,700	Canadian Natural Resources Ltd.	280,035	312,504
5,400	Canadian Oil Sands Ltd.	112,813	107,838
8,000	Encana Corp.	153,717	153,200
16,600	Gran Tierra Energy Inc.	127,636	128,650
4,700	Husky Energy Inc.	138,630	158,343
3,400	Imperial Oil Ltd.	154,782	159,834
17,500	Legacy Oil + Gas Inc., Class 'A'	106,314	107,275
4,100	Pacific Rubiales Energy Corp.	91,493	74,948
8,500	Penn West Petroleum Ltd.	77,998	75,395
18,200	Savanna Energy Services Corp.	141,561	154,700
1,900	ShawCor Ltd.	79,333	80,712
11,700	Suncor Energy Inc.	367,234	435,357
12,400	Talisman Energy Inc.	152,352	153,140
13,900	TransGlobe Energy Corp.	128,573	123,432
		2,346,805	2,493,175
	Carried forward	9,407,394	10,329,335

LANDRY CANADIAN EQUITY FUND

Statement of Investment Portfolio (continued)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Canadian equities (100.0%)			
	Brought forward	9,407,394	10,329,335
Materials (11.4%)			
1,600	Agrium Inc.	153,709	155,440
2,900	Canfor Corp.	63,299	77,140
21,800	Capstone Mining Corp.	53,393	65,182
19,400	Centerra Gold Inc.	81,565	83,808
17,100	Detour Gold Corp.	68,007	69,939
10,600	Eldorado Gold Corp.	62,702	63,812
5,000	First Quantum Minerals Ltd.	89,360	95,600
22,600	IAMGOLD Corp.	104,753	79,778
13,500	Kinross Gold Corp.	63,160	62,640
16,300	Lundin Mining Corp.	84,396	74,817
8,400	Major Drilling Group International Inc.	71,740	64,512
8,500	Methanex Corp.	433,622	533,800
2,300	Norbord Inc.	77,869	77,763
2,300	Potash Corp. of Saskatchewan Inc.	90,740	80,500
4,100	Teck Resources Ltd., Class 'B'	117,033	113,201
17,900	Turquoise Hill Resources Ltd.	62,804	62,650
		1,678,152	1,760,582
Industrials (10.4%)			
3,900	Aecon Group Inc.	50,432	62,712
11,800	Air Canada, Class 'B'	64,375	87,438
13,700	CAE Inc.	186,730	184,950
3,800	Canadian National Railway Co.	203,126	230,052
7,400	Stantec Inc.	411,491	487,364
14,100	Transcontinental Inc., Class 'A'	185,478	206,142
2,500	TransForce Inc.	51,117	63,125
3,000	Wajax Corp.	109,196	109,380
6,600	WestJet Airlines Ltd.	139,283	183,810
		1,401,228	1,614,973
Information Technology (6.6%)			
9,600	BlackBerry Ltd.	79,092	75,744
7,500	Celestica Inc.	66,950	82,800
2,300	Constellation Software Inc.	368,666	516,925
3,500	Open Text Corp.	328,921	341,460
		843,629	1,016,929
Consumer Staples (2.4%)			
2,300	Alimentation Couche-Tard Inc., Class 'B'	155,865	183,655
5,918	Jean Coutu Group (PJC) Inc. (The), Class 'A'	106,913	108,950
1,300	Metro Inc., Class 'A'	90,824	84,253
		353,602	376,858
Health Care (1.4%)			
1,800	Valeant Pharmaceuticals International Inc.	138,816	224,316
Telecommunications Services (1.0%)			
4,300	TELUS Corp.	132,997	157,208
Total Canadian equities		13,955,818	15,480,201

LANDRY CANADIAN EQUITY FUND

Statement of Investment Portfolio (continued)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Total Canadian equities brought forward		13,955,818	15,480,201
Transaction costs		(18,322)	–
Total investment portfolio (100.0%)		<u>\$ 13,937,496</u>	15,480,201
Cash and cash equivalents (0.6%)			94,758
Other assets less liabilities (-0.6%)			(99,110)
Net assets at fair value (100.0%)			<u>\$ 15,475,849</u>

See accompanying notes to financial statements.

LANDRY CANADIAN EQUITY FUND

Fair Value of Financial Instruments

The following is a summary of the inputs used as of December 31, 2013 and 2012 in valuing the fund's financial assets and liabilities carried at fair value:

	2013	2012
	Level 1 quoted prices in active markets for identical assets	Level 1 quoted prices in active markets for identical assets
Financial assets:		
Equities	\$ 15,480,201	\$ 11,384,115
Exchange Traded Funds	–	114,560
Total financial assets	\$ 15,480,201	\$ 11,498,675

There were no significant transfers made between Level 1 and Level 2 as a result of changes in the availability of quoted market prices or observable market inputs during the years presented. In addition, there were no investments or transactions classified in Level 3 for the years ended December 31, 2013 and 2012.

LANDRY U.S. EQUITY FUND

Statements of Net Assets
(In U.S. dollars)

December 31, 2013 and 2012

	2013	2012
Assets		
Cash and cash equivalents	\$ 56,085	\$ 19,682
Investments	8,091,514	5,028,348
Accounts receivable relating to units issued	58	90,058
Amounts receivable relating to portfolio assets sold	–	1,007,001
Amounts receivable relating to accrued income	5,252	2,349
Prepaid expenses	–	4,534
	8,152,909	6,151,972
Liabilities		
Accrued expenses	10,640	8,896
Liabilities for units redeemed	–	9,613
Accrued management fees	7,745	4,338
Liabilities for portfolio assets purchased	–	1,106,976
	18,385	1,129,823
Total net assets and unitholders' equity	\$ 8,134,524	\$ 5,022,149
Total net assets and unitholders' equity, Series A	\$ 205,801	\$ –
Units issued and outstanding, Series A	18,271	–
Net assets per unit, Series A	\$ 11.26	\$ –
Total net assets and unitholders' equity, Series B	\$ –	\$ 100,796
Units issued and outstanding, Series B	–	7,770
Net assets per unit, Series B	\$ –	\$ 12.97
Total net assets and unitholders' equity, Series F	\$ 7,622,543	\$ 3,942,766
Units issued and outstanding, Series F	430,967	284,876
Net assets per unit, Series F	\$ 17.69	\$ 13.84
Total net assets and unitholders' equity, Series G	\$ –	\$ 722,892
Units issued and outstanding, Series G	–	60,425
Net assets per unit, Series G	\$ –	\$ 11.96
Total net assets and unitholders' equity, Series I	\$ 306,180	\$ 255,695
Units issued and outstanding, Series I	24,701	26,663
Net assets per unit, Series I	\$ 12.40	\$ 9.59

See accompanying notes to financial statements.

Approved on behalf of Landry Investment Management Inc.:



Jean-Luc Landry
President & Chief Executive Officer



Benoit Perraton Brillon, CFA
Chief Investment Officer & Director

LANDRY U.S. EQUITY FUND

Statements of Operations
(In U.S. dollars)

Years ended December 31, 2013 and 2012

	2013	2012
Investment income:		
Dividend revenue	\$ 140,882	\$ 51,348
Short-term trading fees	269	723
Foreign withholding taxes	(12,620)	(5,988)
	128,531	46,083
Expenses:		
Management fees (note 10)	78,956	37,034
Performance fees (note 10)	6,932	3,569
Independent Review Committee fees	1,519	3,445
Trustee fees	11,068	6,405
Administrative costs (note 7)	83,552	43,622
Other fees	178	70
	182,205	94,145
Net investment loss for the year	(53,674)	(48,062)
Realized and unrealized gain on investments and transaction costs:		
Net realized gain on investments and foreign exchange	1,487,749	966,996
Change in unrealized gain on investments	410,469	93,277
Transaction costs	(27,795)	(25,902)
Net gain on investments	1,870,423	1,034,371
Increase in net assets from operations	\$ 1,816,749	\$ 986,309
Increase in net assets from operations, Series A	\$ 29,487	\$ —
Increase in net assets from operations per unit, Series A	2.23	—
Increase in net assets from operations, Series B	\$ 12,088	\$ 11,114
Increase in net assets from operations per unit, Series B	4.41	2.44
Increase in net assets from operations, Series F	\$ 1,613,287	\$ 803,855
Increase in net assets from operations per unit, Series F	4.38	3.27
Increase in net assets from operations, Series G	\$ 82,552	\$ 5,901
Increase in net assets from operations per unit, Series G	4.53	0.37
Increase in net assets from operations, Series I	\$ 79,335	\$ 165,439
Increase in net assets from operations per unit, Series I	3.28	2.52

See accompanying notes to financial statements.

LANDRY U.S. EQUITY FUND

Statements of Changes in Net Assets
(In U.S. dollars)

Periods ended December 31, 2013 and 2012

	2013	2012
Net assets, beginning of year	\$ 5,022,149	\$ 3,205,588
Increase in net assets from operations	1,816,749	986,309
Capital transactions:		
Proceeds from the issuance of units of the investment fund	1,915,238	2,192,844
Aggregate amounts paid on redemption of units of the investment fund	(613,484)	(1,408,552)
Net redesignation of units to other Series	—	45,960
Units issued on reinvestment of distributions	279,071	—
Distributions:		
Realized gains on portfolio assets sold	(285,199)	—
Net assets, end of year	\$ 8,134,524	\$ 5,022,149
Net assets, beginning of period, Series A	\$ —	\$ —
Increase in net assets from operations, Series A	29,487	—
Capital transactions, Series A:		
Proceeds from the issuance of units of the investment fund	22,400	—
Aggregate amounts paid on redemption of units of the investment fund	(31,466)	—
Net redesignation of units from other Series	188,384	—
Units issued on reinvestment of distributions	4,316	—
Distributions:		
Realized gains on portfolio assets sold	(7,320)	—
Net assets, end of period, Series A	\$ 205,801	\$ —
Net assets, beginning of year, Series B	\$ 100,796	\$ 36,866
Increase in net assets from operations, Series B	12,088	11,114
Capital transactions, Series B:		
Proceeds from the issuance of units of the investment fund	75,500	52,816
Net redesignation of units to other Series	(188,384)	—
Net assets, end of period, Series B	\$ —	\$ 100,796
Net assets, beginning of year, Series F	\$ 3,942,766	\$ 2,586,519
Increase in net assets from operations, Series F	1,613,287	803,855
Capital transactions, Series F:		
Proceeds from the issuance of units of the investment fund	1,653,338	1,366,113
Aggregate amounts paid on redemption of units of the investment fund	(554,299)	(853,749)
Net redesignation of units from other Series	969,444	40,028
Units issued on reinvestment of distributions	265,125	—
Distributions:		
Realized gains on portfolio assets sold	(267,118)	—
Net assets, end of year, Series F	\$ 7,622,543	\$ 3,942,766

LANDRY U.S. EQUITY FUND

Statements of Changes in Net Assets
(In U.S. dollars)

Periods ended December 31, 2013 and 2012

	2013	2012
Net assets, beginning of year, Series G	\$ 722,892	\$ 13,911
Increase in net assets from operations, Series G	82,552	5,901
Capital transactions, Series G:		
Proceeds from the issuance of units of the investment fund	164,000	742,915
Aggregate amounts paid on redemption of units of the investment fund	–	(45,767)
Net redesignation of units from (to) other Series	(969,444)	5,932
Net assets, end of period, Series G	\$ –	\$ 722,892
Net assets, beginning of year, Series I	\$ 255,695	\$ 568,292
Increase in net assets from operations, Series I	79,335	165,439
Capital transactions, Series I:		
Proceeds from the issuance of units of the investment fund	–	31,000
Aggregate amounts paid on redemption of units of the investment fund	(27,719)	(509,036)
Units issued on reinvestment of distributions	9,630	–
Distributions:		
Realized gains on portfolio assets sold	(10,761)	–
Net assets, end of year, Series I	\$ 306,180	\$ 255,695

See accompanying notes to financial statements.

LANDRY U.S. EQUITY FUND

Statement of Investment Portfolio
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
U.S. equities (94.1%)			
Financials (25.8%)			
1,100	Aflac Inc.	\$ 73,092	\$ 73,480
1,200	Allstate Corp. (The)	62,411	64,980
1,300	American International Group Inc.	60,113	66,339
2,800	Assurant Inc.	144,303	185,724
700	Berkshire Hathaway Inc., Class 'B'	81,813	82,964
1,100	Capital One Financial Corp.	76,049	84,238
700	Chubb Corp. (The)	66,488	67,578
1,000	Comerica Inc.	43,735	47,550
4,200	Fifth Third Bancorp	81,065	88,326
6,700	Genworth Financial Inc., Class 'A'	89,661	104,118
300	Goldman Sachs Group Inc. (The)	52,830	53,178
1,300	Hartford Financial Services Group Inc. (The)	41,752	47,099
900	HCP Inc.	32,737	32,553
600	Health Care REIT Inc.	31,829	32,034
8,300	Huntington Bancshares Inc.	72,368	80,012
7,200	KeyCorp	80,897	96,624
2,800	Lincoln National Corp.	109,628	144,508
100	MasterCard Inc., Class 'A'	75,764	83,547
1,300	MetLife Inc.	65,649	70,083
800	PNC Financial Services Group Inc.	58,253	62,024
4,100	Regions Financial Corp.	40,501	40,549
4,100	SLM Corp.	85,573	107,666
1,100	Torchmark Corp.	72,122	85,888
600	Travelers Cos. Inc. (The)	50,768	54,246
3,200	Unum Group	98,359	112,320
2,700	Wells Fargo & Co.	114,972	122,553
		1,862,732	2,090,181
Industrials (14.5%)			
1,000	Boeing Co. (The)	113,488	136,310
1,800	Cintas Corp.	106,869	107,190
1,200	First Solar Inc.	65,467	65,496
1,000	L-3 Communications Holdings Inc.	85,309	106,870
1,600	Lockheed Martin Corp.	205,095	237,456
2,400	Northrop Grumman Corp.	226,898	275,064
1,700	Raytheon Co.	135,425	150,042
5,500	Southwest Airlines Inc.	101,404	103,675
		1,039,955	1,182,103
Consumer Discretionary (13.5%)			
2,400	Best Buy Co. Inc.	89,990	95,592
800	DIRECTV	48,368	55,264
1,800	GameStop Corp., Class 'A'	82,731	88,650
200	Graham Holdings Co., Class 'B'	110,598	125,724
800	Kohl's Corp.	43,826	45,408
800	Macy's Inc.	42,182	42,696
1,400	McGraw Hill Financial Inc. (The)	102,060	103,558
200	Priceline.com Inc.	210,494	229,560
442	Science Applications International Corp.	15,580	14,038
2,300	Starbucks Corp.	176,470	180,251
1,900	V.F. Corp.	112,401	118,408
		1,034,700	1,099,149
	Carried forward	3,937,387	4,371,433

LANDRY U.S. EQUITY FUND

Statement of Investment Portfolio (continued)
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
U.S. equities (94.1%)			
	Brought forward	3,937,387	4,371,433
Health Care (13.1%)			
600	Aetna Inc.	33,460	41,142
1,600	AmerisourceBergen Corp.	85,028	112,432
6,800	Boston Scientific Corp.	70,125	81,804
500	C.R. Bard Inc.	68,729	65,610
1,200	Cardinal Health Inc.	80,576	80,112
1,400	Forest Laboratories Inc., Class 'A'	82,031	83,314
1,600	Henry Schein Inc.	170,338	182,832
100	Intuitive Surgical Inc.	37,392	37,844
1,000	McKesson Corp.	159,500	161,160
2,000	Mylan Inc.	83,538	86,760
1,400	Wellpoint Inc.	120,271	129,192
		990,988	1,062,202
Information Technology (11.0%)			
400	Apple Inc.	193,972	224,328
1,300	Computer Sciences Corp.	72,023	69,511
1,400	Facebook Inc.	80,670	76,510
1,400	Fiserv Inc.	81,735	82,670
10,200	Micron Technology Inc.	135,848	221,850
2,100	Nuance Communications Inc.	32,399	31,878
600	SanDisk Corp.	41,476	42,324
700	Teradata Corp.	31,051	31,836
800	Western Digital Corp.	47,788	67,120
4,000	Xerox Corp.	35,911	48,720
		752,873	896,747
Energy (5.4%)			
700	Apache Corp.	63,341	60,088
1,000	Devon Energy Corp.	57,202	61,800
1,300	Hess Corp.	87,251	107,822
500	Marathon Petroleum Corp.	44,622	45,870
475	Murphy USA Inc.	17,551	19,741
1,800	Peabody Energy Corp.	33,533	35,190
400	Pioneer Natural Resources Co.	77,513	71,804
800	Valero Energy Corp.	38,830	40,320
		419,843	442,635
Materials (4.2%)			
300	CF Industries Holdings Inc.	65,638	69,909
2,300	Cliffs Natural Resources Inc.	57,660	60,306
1,000	Ecolab Inc.	100,780	101,010
2,100	Freeport-McMoRan Copper & Gold Inc., Class 'B'	78,651	79,254
1,400	Newmont Mining Corp. Holding Co.	32,196	32,228
		334,925	342,707
Consumer Staples (3.0%)			
2,000	Kroger Co. (The)	64,441	79,020
1,100	Tesla Motors Inc.	192,920	165,088
		257,361	244,108
	Carried forward	6,693,377	7,359,832

LANDRY U.S. EQUITY FUND

Statement of Investment Portfolio (continued)
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
U.S. equities (94.1%)			
	Brought forward	6,693,377	7,359,832
9,100	Exchange Traded Notes (1.8%) iPath S&P 500 VIX Mid-Term Futures ETN	230,750	142,688
1,000	Telecommunications Services (1.4%) CenturyLink Inc.	31,756	31,840
600	Liberty Media Corp.	90,484	83,472
		122,240	115,312
1,200	Utilities (0.4%) Exelon Corp.	32,764	32,844
Total U.S. equities		7,079,131	7,650,676
Foreign equities (5.4%)			
500	Information Technology (2.5%) Baidu Inc., ADR	84,542	88,925
2,000	Seagate Technology	83,486	112,300
		168,028	201,225
700	Financials (1.6%) ACE Ltd.	68,019	68,635
2,000	XL Group PLC	63,386	63,640
		131,405	132,275
3,400	Energy (1.3%) Nabors Industries Ltd.	56,912	57,834
1,400	Rowan Companies PLC, Class 'A'	50,193	49,504
		107,105	107,338
Total foreign equities		406,538	440,838
Transaction costs		(5,590)	—
Total investment portfolio (99.5%)		<u>\$ 7,480,079</u>	8,091,514
Cash and cash equivalents (0.7%)			56,085
Other assets less liabilities (-0.2%)			(13,075)
Net assets at fair value (100.0%)			<u>\$ 8,134,524</u>

See accompanying notes to financial statements.

LANDRY U.S. EQUITY FUND

Fair Value of Financial Instruments
(In U.S. dollars)

The following is a summary of the inputs used as of December 31, 2013 and 2012 in valuing the fund's financial assets and liabilities carried at fair value:

	2013	2012
	Level 1 quoted prices in active markets for identical assets	Level 1 quoted prices in active markets for identical assets
Financial assets:		
Equities	\$ 7,948,826	\$ 4,740,765
Exchange Traded Funds	–	56,976
Exchange Traded Notes	142,688	230,607
Total financial assets	\$ 8,091,514	\$ 5,028,348

There were no significant transfers made between Level 1 and Level 2 as a result of changes in the availability of quoted market prices or observable market inputs during the years presented. In addition, there were no investments or transactions classified in Level 3 for the years ended December 31, 2013 and 2012.

LANDRY GLOBAL EQUITY FUND


Statements of Net Assets
(In U.S. dollars)

December 31, 2013 and 2012

	2013	2012
Assets		
Cash and cash equivalents	\$ 390,589	\$ –
Investments	9,035,723	6,104,136
Margin deposits	22,902	24,230
Amounts receivable relating to portfolio assets sold	1,264,196	691,402
Amounts receivable relating to accrued income	11,645	6,871
Prepaid expenses	3,881	7,677
	<u>10,728,936</u>	<u>6,834,316</u>
Liabilities		
Bank overdraft	–	15,642
Derivatives	5,478	7,858
Accrued expenses	12,840	11,094
Accrued management fees	8,335	5,719
Liabilities for portfolio assets purchased	1,533,457	694,798
	<u>1,560,110</u>	<u>735,111</u>
Total net assets and unitholders' equity	\$ 9,168,826	\$ 6,099,205
Series A		
Total net assets and unitholders' equity, Series A	\$ 109,399	\$ –
Units issued and outstanding, Series A	10,621	–
Net assets per unit, Series A	\$ 10.30	\$ –
Series B		
Total net assets and unitholders' equity, Series B	\$ –	\$ 234,594
Units issued and outstanding, Series B	–	21,660
Net assets per unit, Series B	\$ –	\$ 10.83
Series F		
Total net assets and unitholders' equity, Series F	\$ 9,059,427	\$ 4,963,534
Units issued and outstanding, Series F	1,032,791	708,030
Net assets per unit, Series F	\$ 8.77	\$ 7.01
Series G		
Total net assets and unitholders' equity, Series G	\$ –	\$ 901,077
Units issued and outstanding, Series G	–	87,728
Net assets per unit, Series G	\$ –	\$ 10.27

See accompanying notes to financial statements.

Approved on behalf of Landry Investment Management Inc.:



Jean-Luc Landry
President & Chief Executive Officer



Benoit Perraton Brillon, CFA
Chief Investment Officer & Director

LANDRY GLOBAL EQUITY FUND

Statements of Operations
(In U.S. dollars)

Years ended December 31, 2013 and 2012

	2013	2012
Investment income:		
Dividend revenue	\$ 128,129	\$ 96,061
Short-term trading fees	150	100
Foreign withholding taxes	(9,125)	(9,537)
	119,154	86,624
Expenses:		
Management fees (note 10)	49,620	40,498
Independent Review Committee fees	3,232	4,886
Custodial fees	—	51
Administrative costs (note 7)	119,949	84,194
Other fees	428	285
	173,229	129,914
Net investment loss for the year	(54,075)	(43,290)
Realized and unrealized gain on investments and transaction costs:		
Net realized gain on investments and foreign exchange	759,308	34,040
Change in unrealized gain on investments	1,021,408	686,525
Transaction costs	(41,165)	(35,406)
Net gain on investments	1,739,551	685,159
Increase in net assets from operations	\$ 1,685,476	\$ 641,869
Increase in net assets from operations, Series A	\$ 28,706	\$ —
Increase in net assets from operations per unit, Series A	1.91	—
Increase in net assets from operations, Series B	\$ 13,839	\$ 15,699
Increase in net assets from operations per unit, Series B	2.21	1.14
Increase in net assets from operations, Series F	\$ 1,581,633	\$ 562,462
Increase in net assets from operations per unit, Series F	1.75	0.78
Increase in net assets from operations, Series G	\$ 61,298	\$ 63,708
Increase in net assets from operations per unit, Series G	2.35	1.04

See accompanying notes to financial statements.

LANDRY GLOBAL EQUITY FUND

Statements of Changes in Net Assets
(In U.S. dollars)

Periods ended December 31, 2013 and 2012

	2013	2012
Net assets, beginning of year	\$ 6,099,205	\$ 5,443,518
Increase in net assets from operations	1,685,476	641,869
Capital transactions:		
Proceeds from the issuance of units of the investment fund	2,441,503	1,319,702
Aggregate amounts paid on redemption of units of the investment fund	(1,057,358)	(1,263,312)
Net redesignation of units to other Series	–	(42,572)
Net assets, end of year	\$ 9,168,826	\$ 6,099,205
Net assets, beginning of period, Series A	\$ –	\$ –
Increase in net assets from operations, Series A	28,706	–
Capital transactions, Series A:		
Aggregate amounts paid on redemption of units of the investment fund	(208,740)	–
Net transfer of units from other funds	289,433	–
Net assets, end of period, Series A	\$ 109,399	\$ –
Net assets, beginning of year, Series B	\$ 234,594	\$ 97,979
Increase in net assets from operations, Series B	13,839	15,699
Capital transactions, Series B:		
Proceeds from the issuance of units of the investment fund	65,000	150,000
Aggregate amounts paid on redemption of units of the investment fund	(24,000)	(16,060)
Net redesignation of units to other Series	(289,433)	(13,024)
Net assets, end of period, Series B	\$ –	\$ 234,594
Net assets, beginning of year, Series F	\$ 4,963,534	\$ 4,919,498
Increase in net assets from operations, Series F	1,581,633	562,462
Capital transactions, Series F:		
Proceeds from the issuance of units of the investment fund	2,188,203	683,301
Aggregate amounts paid on redemption of units of the investment fund	(816,957)	(1,168,458)
Net redesignation of units from (to) other Series	1,143,014	(33,269)
Net assets, end of year, Series F	\$ 9,059,427	\$ 4,963,534
Net assets, beginning of year, Series G	\$ 901,077	\$ 426,041
Increase in net assets from operations, Series G	61,298	63,708
Capital transactions, Series G:		
Proceeds from the issuance of units of the investment fund	188,300	486,401
Aggregate amounts paid on redemption of units of the investment fund	(7,661)	(78,794)
Net redesignation of units from (to) other Series	(1,143,014)	3,721
Net assets, end of period, Series G	\$ –	\$ 901,077

See accompanying notes to financial statements.

LANDRY GLOBAL EQUITY FUND

Statement of Investment Portfolio
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Foreign equities (98.5%)			
United States (50.8%)			
259,572	Landry U.S. Equity Fund, Series 'F'	\$ 3,350,118	\$ 4,615,529
1,600	Twenty-First Century Fox Inc., CDI B	49,569	55,111
		3,399,687	4,670,640
Japan (9.1%)			
300	Central Japan Railway Co.	37,579	35,271
7,000	Fuji Electric Co. Ltd.	29,112	32,667
22,400	iShares MSCI Japan ETF	228,375	271,711
3,200	Japan Airport Terminal Co. Ltd.	72,319	72,234
2,000	Kakaku.com Inc.	35,916	35,052
500	KDDI Corp.	26,131	30,699
9,000	KUREHA Corp.	44,016	45,935
3,600	KYUDENKO Corp.	24,473	24,328
6,600	Maeda Corp.	44,506	43,597
4,800	Minebea Co. Ltd.	32,657	35,083
700	Nippon Telegraph & Telephone Corp.	36,397	37,590
3,200	Showa Shell Sekiyu K.K.	34,646	32,422
300	Softbank Corp.	23,104	26,204
900	Sumitomo Mitsui Financial Group Inc.	42,013	46,277
8,000	Tosoh Corp.	28,913	37,105
2,500	Yokohama Rubber Co. Ltd. (The)	25,214	24,521
		765,371	830,696
United Kingdom (7.0%)			
4,200	3i Group PLC	26,861	26,761
1,700	Anglo American PLC	38,897	37,128
1,800	Antofagasta PLC	26,133	24,540
500	AstraZeneca PLC	25,973	29,571
900	BHP Billiton PLC	27,898	27,771
3,400	BP PLC	24,394	27,455
39,100	Cable & Wireless Communications PLC	36,498	36,390
7,700	International Consolidated Airlines Group SA	43,816	50,898
4,100	iShares MSCI United Kingdom ETF	71,182	85,608
39,100	ITV PLC	100,186	125,374
41,100	Lloyds Banking Group PLC	49,508	53,442
17,600	RSA Insurance Group PLC	26,943	26,616
1,200	Standard Chartered PLC	27,072	27,002
1,900	Tullow Oil PLC	26,816	26,878
600	Whitbread PLC	37,138	37,177
		589,315	642,611
	Carried forward	4,754,373	6,143,947

LANDRY GLOBAL EQUITY FUND

Statement of Investment Portfolio (continued)
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Foreign equities (98.5%)			
	Brought forward	4,754,373	6,143,947
France (6.1%)			
9,320	Alcatel-Lucent, Series 'A'	32,845	41,798
1,400	AXA SA	33,094	38,947
2,600	Beneteau	45,334	48,459
400	Ciments Français SA	29,990	29,816
1,300	CNP Assurances	26,139	26,583
300	Compagnie Générale des Établissements Michelin, Registered, Series 'B'	31,760	31,901
4,300	Crédit Agricole SA	51,632	55,077
300	Eurazeo	23,564	23,481
2,600	Orange SA	33,234	32,211
2,600	PSA Peugeot Citroën SA	39,696	33,778
300	Renault SA	24,265	24,137
600	Thales SA	36,467	38,483
400	TOTAL SA	21,623	24,519
500	Valeo SA	52,356	55,350
300	Zodiac Aerospace	48,682	53,003
		530,681	557,543
Germany (4.7%)			
900	Aareal Bank AG	35,822	35,807
200	Allianz AG, Registered	31,939	35,886
300	Continental AG	62,297	65,825
400	Daimler AG, Registered	34,837	34,633
2,500	Drillisch AG	72,647	72,371
300	Hochtief AG	25,863	25,628
100	Muenchener Rueckversicherungs-Gesellschaft AG, Registered	21,156	22,100
3,000	Nordex AG	28,492	39,528
5,400	QSC AG	34,232	31,970
4,000	Sky Deutschland AG	44,745	44,065
100	Volkswagen AG	27,031	27,104
		419,061	434,917
Canada (4.1%)			
1,000	Canadian Western Bank	36,095	36,329
200	Constellation Software Inc.	38,801	42,262
1,300	Genworth MI Canada Inc.	44,533	44,723
1,000	Magna International Inc., Class 'A'	78,538	81,863
1,100	Methanex Corp.	58,253	64,949
800	National Bank of Canada	71,148	66,484
700	Stantec Inc.	46,181	43,345
		373,549	379,955
	Carried forward	6,077,664	7,516,362

LANDRY GLOBAL EQUITY FUND

Statement of Investment Portfolio (continued)
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Foreign equities (98.5%)			
	Brought forward	6,077,664	7,516,362
Italy (2.9%)			
1,600	Atlantia SPA	35,472	35,900
184,200	Banca Monte dei Paschi di Siena SPA	43,993	44,372
1,300	EXOR SPA	49,924	51,734
2,200	Finmeccanica SPA	13,574	16,671
3,100	Mediobanca SPA	27,219	27,140
5,200	Mediolanum SPA	44,926	45,095
6,100	UniCredit SPA	45,475	45,175
		260,583	266,087
Switzerland (2.4%)			
1,600	Actelion Ltd., Registered	109,761	132,993
600	Adecco SA, Registered	45,178	47,547
400	Swiss Re Ltd.	30,053	36,843
		184,992	217,383
South Korea (2.3%)			
1,000	Hanwha Corp.	38,914	37,011
200	Hyundai Mipo Dockyard Co. Ltd.	34,648	33,603
300	NCsoft Corp.	69,935	70,425
100	NHN Corp.	59,487	68,532
		202,984	209,571
Australia (1.7%)			
5,000	Bank of Queensland Ltd.	53,344	54,070
18,000	Challenger Financial Services Group Ltd.	94,326	99,740
		147,670	153,810
Denmark (1.6%)			
800	DSV AS	26,356	26,245
1,700	Sydbank AS	47,126	45,169
2,500	Vestas Wind Systems AS	44,717	73,897
		118,199	145,311
Austria (1.6%)			
2,000	CA Immobilien Anlagen AG	35,462	35,308
1,400	voestalpine AG	64,912	67,315
2,500	Wienerberger AG	30,521	39,850
		130,895	142,473
Belgium (1.2%)			
800	Ageas NV	21,583	34,083
500	Anheuser-Busch InBev NV	51,391	53,065
900	Belgacom SA	27,065	26,642
		100,039	113,790
Ireland (1.0%)			
24,600	Henderson Group PLC	88,357	91,460
	Carried forward	7,311,383	8,856,247

LANDRY GLOBAL EQUITY FUND

Statement of Investment Portfolio (continued)
(In U.S. dollars)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Foreign equities (98.5%)			
	Brought forward	7,311,383	8,856,247
Spain (0.9%)			
600	Acciona SA	33,927	34,193
7,000	Banco de Sabadell SA	18,150	18,231
4,400	Banco Popular Espanol SA	26,779	26,407
		78,856	78,831
Greece (0.5%)			
3,400	OPAP SA	29,765	45,398
Netherlands (0.3%)			
2,000	ING Groep NV	27,790	27,723
Sweden (0.3%)			
800	Investor AB, Series 'B'	19,676	27,524
Total foreign equities		7,467,470	9,035,723
Derivatives (0.0%)			
Currency futures (0.0%)			
Long position (0.0%)			
	E-Micro JPY/USD Currency futures March 2014 at U.S. \$95.03 Current value \$130,666 - 11	–	(3,025)
Short position (0.0%)			
	E-Micro EUR/USD Currency futures March 2014 at U.S. \$1.3788 Current value (\$361,935) (21)	–	(2,453)
Total derivatives		–	(5,478)
Transaction costs		(15,105)	–
Total investment portfolio (98.5%)		<u>\$ 7,452,365</u>	9,030,245
Cash and cash equivalents (4.3%)			390,589
Margin deposits (0.2%)			22,902
Other assets less liabilities (-3.0%)			(274,910)
Net assets at fair value (100.0%)			\$ 9,168,826

See accompanying notes to financial statements.

LANDRY GLOBAL EQUITY FUND

Fair Value of Financial Instruments
(In U.S. dollars)

The following is a summary of the inputs used as of December 31, 2013 and 2012 in valuing the fund's financial assets and liabilities carried at fair value:

	2013	2012
	Level 1 quoted prices in active markets for identical assets	Level 1 quoted prices in active markets for identical assets
Financial assets:		
Equities	\$ 4,062,875	\$ 2,440,702
Mutual Funds	4,615,529	2,954,421
Exchange Traded Funds	357,319	709,013
Total financial assets	9,035,723	6,104,136
Financial liabilities:		
Futures	(5,478)	(7,858)
Total financial assets and liabilities	\$ 9,030,245	\$ 6,096,278

There were no significant transfers made between Level 1 and Level 2 as a result of changes in the availability of quoted market prices or observable market inputs during the years presented. In addition, there were no investments or transactions classified in Level 3 for the years ended December 31, 2013 and 2012.

LANDRY CANADIAN DIVIDEND PLUS FUND

Statements of Net Assets

December 31, 2013 and 2012

	2013	2012
Assets		
Cash and cash equivalents	\$ 44,017	\$ 5,909
Investments	6,015,457	4,129,236
Amounts receivable relating to portfolio assets sold	–	770,962
Amounts receivable relating to accrued income	16,673	15,175
Prepaid expenses	602	2,282
	<u>6,076,749</u>	<u>4,923,564</u>
Liabilities		
Accrued expenses	6,320	4,564
Accrued management fees	1,250	2,667
Liabilities for portfolio assets purchased	–	773,496
	<u>7,570</u>	<u>780,727</u>
Total net assets and unitholders' equity	\$ 6,069,179	\$ 4,142,837
Total net assets and unitholders' equity, Series A		
Total net assets and unitholders' equity, Series A	\$ 29,250	\$ –
Units issued and outstanding, Series A	2,630	–
Net assets per unit, Series A	\$ 11.12	\$ –
Total net assets and unitholders' equity, Series G		
Total net assets and unitholders' equity, Series G	\$ 6,039,929	\$ 4,124,837
Units issued and outstanding, Series G	498,575	382,679
Net assets per unit, Series G	\$ 12.11	\$ 10.83

See accompanying notes to financial statements.

Approved on behalf of Landry Investment Management Inc.:



Jean-Luc Landry
President & Chief Executive Officer



Benoit Perraton Brillon, CFA
Chief Investment Officer & Director

LANDRY CANADIAN DIVIDEND PLUS FUND

Statement of Operations

Year ended December 31, 2013 and period from June 4, 2012
(date of commencement of operations) to December 31, 2012

	2013	2012
Investment income:		
Dividend revenue	\$ 144,096	\$ 45,178
Interest revenue	2,218	359
Short-term trading fees	2,333	3,338
	<u>148,647</u>	<u>48,875</u>
Expenses:		
Management fees (note 10)	51,577	10,457
Independent Review Committee fees	197	101
Trustee fees	12,951	1,609
Administrative costs (note 7)	67,385	13,771
Other fees	153	14
	<u>132,263</u>	<u>25,952</u>
Net investment income for the period	16,384	22,923
Realized and unrealized gain on investments and transaction costs:		
Net realized gain on investments and foreign exchange	489,467	61,436
Change in unrealized gain on investments	416,459	121,708
Transaction costs	(38,875)	(15,943)
Net gain on investments	<u>867,051</u>	<u>167,201</u>
Increase in net assets from operations	<u>\$ 883,435</u>	<u>\$ 190,124</u>
Increase in net assets from operations, Series A	\$ 4,415	\$ –
Increase in net assets from operations per unit, Series A	1.18	–
Increase in net assets from operations, Series B	\$ –	\$ 369
Increase in net assets from operations per unit, Series B	–	0.18
Increase in net assets from operations, Series F	879,000	–
Increase in net assets from operations per unit, Series F	1.85	–
Increase in net assets from operations, Series G	\$ –	\$ 189,755
Increase in net assets from operations per unit, Series G	–	0.92

See accompanying notes to financial statements.

LANDRY CANADIAN DIVIDEND PLUS FUND

Statement of Changes in Net Assets

Year ended December 31, 2013 and period from June 4, 2012
(date of commencement of operations) to December 31, 2012

	2013	2012
Net assets, beginning of period	\$ 4,142,837	\$ -
Increase in net assets from operations	883,435	190,124
Capital transactions:		
Proceeds from the issuance of units of the investment fund	1,910,162	4,188,800
Aggregate amounts paid on redemption of units of the investment fund	(894,927)	(207,386)
Units issued on reinvestment of distributions	298,710	19,161
Distributions:		
Net investment income	-	(8,546)
Realized gains on portfolio assets sold	(271,038)	(37,475)
Return of capital	-	(1,841)
Net assets, end of period	\$ 6,069,179	\$ 4,142,837
Net assets, beginning of period, Series A	\$ -	\$ -
Increase in net assets from operations, Series A	4,415	-
Capital transactions, Series A:		
Proceeds from the issuance of units of the investment fund	59,500	-
Aggregate amounts paid on redemption of units of the investment fund	(34,665)	-
Units issued on reinvestment of distributions	874	-
Distributions:		
Realized gains on portfolio assets sold	(874)	-
Net assets, end of period, Series A	\$ 29,250	\$ -
Net assets, beginning of period, Series B	\$ -	\$ -
Increase in net assets from operations, Series B	-	369
Capital transactions, Series B:		
Proceeds from the issuance of units of the investment fund	-	20,000
Aggregate amounts paid on redemption of units of the investment fund	-	(20,369)
Units issued on reinvestment of distributions	-	150
Distributions:		
Return of capital	-	(150)
Net assets, end of period, Series B	\$ -	\$ -
Net assets, beginning of period, Series F	\$ 4,142,837	\$ -
Increase in net assets from operations, Series F	879,020	-
Capital transactions, Series F:		
Proceeds from the issuance of units of the investment fund	1,850,662	-
Aggregate amounts paid on redemption of units of the investment fund	(860,262)	-
Units issued on reinvestment of distributions	297,836	-
Distributions:		
Realized gains on portfolio assets sold	(270,164)	-
Net assets, end of period, Series F	\$ 6,039,929	\$ -
Net assets, beginning of period, Series G	\$ -	\$ -
Increase in net assets from operations, Series G	-	189,755
Capital transactions, Series G:		
Proceeds from the issuance of units of the investment fund	-	4,168,800
Aggregate amounts paid on redemption of units of the investment fund	-	(187,017)
Units issued on reinvestment of distributions	-	19,011
Distributions:		
Net investment income	-	(8,546)
Realized gains on portfolio assets sold	-	(37,475)
Return of capital	-	(1,691)
Net assets, end of period, Series G	\$ -	\$ 4,142,837

See accompanying notes to financial statements.

LANDRY CANADIAN DIVIDEND PLUS FUND

Statement of Investment Portfolio

December 31, 2013

Shares/units	Security	Average cost	Fair value
Canadian equities (99.1%)			
Financials (33.0%)			
5,500	AGF Management Ltd., Class 'B'	\$ 66,501	\$ 72,985
2,600	Bank of Montreal	172,770	184,054
3,700	Bank of Nova Scotia	227,793	245,680
2,600	Brookfield Office Properties Inc.	48,423	53,144
2,100	Canadian Imperial Bank of Commerce	172,527	190,491
1,100	Canadian Western Bank	42,196	42,504
1,200	CI Financial Corp.	34,867	42,396
1,600	Dundee Corp., Class 'A'	29,649	29,904
3,000	Genworth MI Canada Inc.	88,508	109,770
1,300	Home Capital Group Inc.	86,431	105,092
1,700	Industrial Alliance Insurance and Financial Services Inc	57,825	79,781
1,700	Laurentian Bank of Canada	78,211	79,764
6,100	Manulife Financial Corp.	105,693	127,795
2,400	National Bank of Canada	200,685	212,136
1,200	Power Financial Corp.	44,013	43,188
3,500	Royal Bank of Canada	225,869	249,830
2,800	Sun Life Financial Inc.	87,595	105,056
600	TMX Group Ltd.	30,108	30,600
		1,799,664	2,004,170
Energy (24.0%)			
15,300	Advantage Oil & Gas Ltd.	64,051	70,533
4,800	Athabasca Oil Corp.	30,141	31,056
15,900	Bankers Petroleum Ltd.	53,017	69,324
5,800	Canadian Natural Resources Ltd.	183,934	208,336
2,800	Canadian Oil Sands Ltd.	58,467	55,916
3,600	Encana Corp.	69,437	68,940
1,600	Enerflex Ltd.	20,285	23,984
9,700	Gran Tierra Energy Inc.	73,951	75,175
1,800	Husky Energy Inc.	51,799	60,642
1,700	Imperial Oil Ltd.	77,391	79,917
9,900	Legacy Oil + Gas Inc., Class 'A'	61,335	60,687
1,900	Pacific Rubiales Energy Corp.	37,325	34,732
5,900	Penn West Petroleum Ltd.	54,140	52,333
9,900	Savanna Energy Services Corp.	76,683	84,150
1,300	ShawCor Ltd.	54,280	55,224
7,200	Suncor Energy Inc.	226,796	267,912
6,300	Talisman Energy Inc.	77,354	77,805
8,800	TransGlobe Energy Corp.	75,957	78,144
		1,346,343	1,454,810
	Carried forward	3,146,007	3,458,980

LANDRY CANADIAN DIVIDEND PLUS FUND

Statement of Investment Portfolio (continued)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Canadian equities (99.1%)			
	Brought forward	3,146,007	3,458,980
Materials (11.9%)			
700	Agrium Inc.	69,398	68,005
1,200	Canfor Corp.	26,193	31,920
8,500	Capstone Mining Corp.	19,198	25,415
13,600	Centerra Gold Inc.	57,180	58,752
6,600	Detour Gold Corp.	26,248	26,994
4,100	Eldorado Gold Corp.	24,253	24,682
2,700	First Quantum Minerals Ltd.	49,090	51,624
1,800	Goldcorp Inc.	52,695	41,382
7,100	IAMGOLD Corp.	36,099	25,063
5,300	Kinross Gold Corp.	24,796	24,592
5,900	Lundin Mining Corp.	31,009	27,081
3,800	Major Drilling Group International Inc.	32,454	29,184
1,300	Methanex Corp.	66,704	81,640
6,400	Nevsun Resource Ltd.	25,240	22,592
1,600	Norbord Inc.	54,170	54,096
1,000	Potash Corp. of Saskatchewan Inc.	40,673	35,000
2,600	Teck Resources Ltd., Class 'B'	75,243	71,786
7,000	Turquoise Hill Resources Ltd.	24,560	24,500
		735,203	724,308
Consumer Discretionary (11.4%)			
800	Canadian Tire Corp. Ltd., Class 'A'	75,611	79,576
1,100	Cineplex Inc.	46,746	48,455
600	Cogeco Cable Inc.	26,824	28,788
700	Dollarama Inc.	60,113	61,628
1,800	Dorel Industries Inc., Class 'B'	70,274	72,828
1,300	Gildan Activewear Inc.	64,963	73,580
600	Linamar Corp.	13,889	26,472
900	Magna International Inc., Class 'A'	45,496	78,363
2,800	Quebecor Inc., Class 'B'	60,840	73,948
2,800	RONA Inc.	30,078	36,876
2,700	Thomson Reuters Corp.	95,540	108,432
		590,374	688,946
Industrials (10.6%)			
1,900	Aecon Group Inc.	25,604	30,552
8,100	Air Canada, Class 'B'	48,801	60,021
3,100	CAE Inc.	42,253	41,850
1,800	Canadian National Railway Co.	95,865	108,972
1,300	Stantec Inc.	64,403	85,618
8,400	Transcontinental Inc., Class 'A'	111,276	122,808
1,300	TransForce Inc.	27,622	32,825
2,200	Wajax Corp.	80,077	80,212
2,800	WestJet Airlines Ltd.	59,909	77,980
		555,810	640,838
	Carried forward	5,027,394	5,513,072

LANDRY CANADIAN DIVIDEND PLUS FUND

Statement of Investment Portfolio (continued)

December 31, 2013

Shares/units	Security	Average cost	Fair value
Canadian equities (99.1%)			
	Brought forward	5,027,394	5,513,072
Information Technology (3.6%)			
5,300	BlackBerry Ltd.	62,603	41,817
2,800	Celestica Inc.	23,589	30,912
400	Constellation Software Inc.	65,561	89,900
600	Open Text Corp.	58,661	58,536
		210,414	221,165
Consumer Staples (2.6%)			
500	Alimentation Couche-Tard Inc., Class 'B'	30,110	39,925
3,259	Jean Coutu Group (PJC) Inc. (The), Class 'A'	57,898	59,998
900	Metro Inc., Class 'A'	61,942	58,329
		149,950	158,252
Telecommunications Services (1.2%)			
2,000	TELUS Corp.	65,190	73,120
Health Care (0.8%)			
400	Valeant Pharmaceuticals International Inc.	34,550	49,848
Total Canadian equities		5,487,498	6,015,457
Transaction costs		(10,024)	—
Total investment portfolio (99.1%)		<u>\$ 5,477,474</u>	6,015,457
Other assets less liabilities (0.2%)			9,705
Cash and cash equivalents (0.7%)			44,017
Net assets at fair value (100.0%)			<u>\$ 6,069,179</u>

See accompanying notes to financial statements.

LANDRY CANADIAN DIVIDEND PLUS FUND

Fair Value of Financial Instruments

The following is a summary of the inputs used as of December 31, 2013 and 2012 in valuing the fund's financial assets and liabilities carried at fair value:

	2013	2012
	Level 1 quoted prices in active markets for identical assets	Level 1 quoted prices in active markets for identical assets
Financial assets:		
Equities	\$ 6,015,457	\$ 4,104,176
Exchange Traded Funds	–	25,060
Total financial assets	\$ 6,015,457	\$ 4,129,236

There were no significant transfers made between Level 1 and Level 2 as a result of changes in the availability of quoted market prices or observable market inputs during the period presented. In addition, there were no investments or transactions classified in Level 3 for the year ended December 31, 2013 and period ended December 31, 2012.

LANDRY FUNDS

Notes to Financial Statements

Periods ended December 31, 2013 and 2012

1. Establishment of the Funds:

The Landry Funds (the "Funds") consist of a group of funds that were established on April 15, 2003 under the laws of the Province of Ontario. The Funds are governed by an Amended and Restated Trust Agreement dated April 2, 2013. Landry Investment Management Inc., a company duly incorporated under the Canada Business Corporations Act, is the manager (the "Manager") of the Funds and Computershare Trust Company of Canada is the trustee (the "Trustee").

During the year, the Funds changed their names as follows:

- (a) Landry Canadian Equity Fund was previously known as the Landry Morin Canadian Momentum Fund.
- (b) Landry U.S. Equity Fund was previously known as the Landry Morin U.S. Momentum Fund.
- (c) Landry Global Equity Fund was previously known as the Landry Morin World Momentum Fund.
- (d) Landry Canadian Dividend Plus Fund was previously known as the Landry Morin Canadian Dividend Plus Fund.

Units of the Funds are offered pursuant to the Prospectus dated April 8, 2013 (the "Offering Documents").

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

2. Significant accounting policies:

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("GAAP"). The following is a summary of significant accounting policies followed by the Funds in the preparation of these financial statements:

(a) Valuation of financial instruments:

Fair value is determined as follows:

- Short-term investments are valued at amortized cost, which approximates their fair value.
- Securities listed upon a recognized public stock exchange are valued at their closing bid prices on the financial statement date. Securities with no available bid prices are valued at their last sale or close price.
- Securities for which a closing bid price, last sale or close price are unavailable, or securities for which market quotations are unreliable or not reflective of all available material information, are valued at their fair value as determined by the Manager using available sources of information and commonly accepted industry valuation techniques, including valuation models.

The bid or ask price used is the one obtained on the primary exchange for the unit. In the case of dealer markets, the price obtained may not represent the most advantageous available in an active market.

(b) Use of estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of changes in net assets during the year. Actual results could differ from those estimates.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

2. Significant accounting policies (continued):

(c) Other financial assets and liabilities:

All trade receivables and other receivables are designated as loans and receivables. They are recorded at amortized cost, which approximates their fair value. Similarly, all trade payables and accrued expenses are designated as other financial liabilities and are recorded at amortized cost, which approximates their fair value.

(d) Investment transactions and income recognition:

Investment transactions are accounted for as of the trade date. Realized gains and losses from investment transactions are calculated on an average cost basis. The difference between market value and average cost, as recorded in the financial statements, is included in the statements of operations as an unrealized gain (loss) on investments. Interest income is accrued daily and dividend income is recognized on the ex-dividend date.

(e) Transaction costs:

Transaction costs, such as brokerage commissions incurred in the purchase and sale of portfolio securities, and other trade execution costs paid to external third parties, such as stamp, duty and exchange fees are recognized as expenses in the statements of operations based on the trade date.

(f) Foreign currency translation:

Investments and other assets and liabilities denominated in foreign currencies are translated into Canadian dollars (except for Landry U.S. Equity Fund and Landry Global Equity Fund, which are valued in U.S. dollars) at the exchange rates prevailing on the valuation date. Investment transactions, income and expenses are translated at the exchange rates prevailing on the respective dates of such transactions.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

2. Significant accounting policies (continued):

(g) Net assets per unit:

Net assets per unit represents net assets by series divided by the number of units outstanding by series at year end.

(h) Increase (decrease) in net assets from operations per unit:

Increase (decrease) in net assets from operations per unit in the statements of operations represents the increase (decrease) in net assets from operations by series, divided by the average number of units outstanding by series during the year.

(i) Cash and cash equivalents:

Cash and cash equivalents consist of cash and investments in Government of Canada Treasury Bills with maturities of less than 90 days. These short-term investments are recorded at amortized cost, which approximates current fair value.

3. Future accounting standards:

On February 13, 2008, the Accounting Standards Board ("AcSB") confirmed that publicly accountable enterprises would be required to adopt International Financial Reporting Standards ("IFRS"), as published by the International Accounting Standards Board ("IASB"), on January 1, 2011. However, the AcSB deferred the mandatory IFRS changeover date for Canadian investment funds to January 1, 2014.

Consequently, the Funds will publish their first annual audited financial statements in accordance with IFRS for the year ending December 31, 2014, with comparatives for the year ending December 31, 2013, and prepare an opening IFRS statement of net assets at January 1, 2013. The Funds will also be publishing unaudited interim financial statements in accordance with IFRS for the 6-month period ending June 30, 2014.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

3. Future accounting standards (continued):

The Manager has not identified any changes that will impact NAV per unit as a result of the changeover to IFRS. However, this determination is subject to change as the Manager finalizes its assessment of the impact of IFRS, and the impact of new standards issued by the IASB prior to the Funds' adoption of IFRS (see commentary below). The criteria contained within International Accounting Standard ("IAS") 32, Financial Instruments - Presentation may require unitholders' equity to be classified as a liability within the Funds' statements of net assets, unless certain conditions are met. The Manager is currently assessing the Fund's unitholder structure to confirm the appropriate classification in accordance with IFRS.

IFRS is also expected to affect the overall presentation of financial statements, such as the inclusion of a statement of cash flows in the financial statements. Overall, enhanced disclosure requirements are expected.

Upon adoption of IFRS, the Funds will apply IFRS 13, Fair Value Measurement ("IFRS 13"). IFRS 13 defines fair value, sets out a single IFRS framework for measuring fair value and requires disclosure about fair value measurements. It applies when other IFRS require or permit fair value measurement. If an asset or a liability measured at fair value has a bid price and an ask price, it requires valuation to be based on a price within the bid-ask spread that is most representative of fair value. It allows the use of mid-market pricing or other pricing conventions that are used by market participants as a practical expedient for fair value measurements within a bid-ask spread. This may result in eliminating the difference between the NAV per unit and net assets per unit under current Canadian GAAP.

In October 31, 2012, the IASB published Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27), which provides an exemption from consolidation of subsidiaries under IFRS 10, Consolidated Financial Statements for entities which meet the definition of an investment entity. A qualifying investment entity is required to account for investments in controlled entities, as well as investments in associates and joint ventures, at fair value through profit or loss; the only exception would be subsidiaries that are considered an extension of the investment entity's investing activities. The consolidation exception is mandatory, not optional.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

4. Financial instruments and risk management:

(a) Risk management:

The Funds' investment activities expose them to a variety of financial risks. The Manager seeks to minimize potential adverse effects of these risks for the Funds' performance by employing professional, experienced portfolio advisors, by daily monitoring of the Funds' positions and market events, by diversifying their investment portfolio within the constraints of the investment objective, and periodically may use derivatives to hedge certain risk exposures. To assist in managing risks, the Manager maintains a governance structure that oversees the Funds' investment activities and monitors compliance with the Funds' stated investment strategy, internal guidelines and units regulations.

The Funds' investment objective seeks long-term capital growth by investing directly or indirectly in exchange-listed equity securities of Canadian, United States, European or other developed market issuers (refer to note 1). The Manager, when investing, uses a proprietary methodology based primarily on price momentum and value characteristics as investment criteria.

No changes affecting the overall level of risk of the Funds were made during the year. The risks of the Funds remain, as discussed in the Funds' Offering Documents. Significant risks that are relevant to the Funds are discussed below:

(b) Other market price risk:

Market 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), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment. All securities present a risk of loss of capital.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

4. Financial instruments and risk management (continued):

If equity prices on global stock exchanges had increased or decreased by 10% as at the year end, with all other factors remaining constant, net assets of each fund could possibly have increased or decreased by the amount shown in the table below:

Fund	Reference index	Impact on net assets (in thousands of dollars)	
		2013	2012
Canadian Equity Fund	S&P/TSX 60 Total Return Index	\$ 1,672	\$ 1,353*
U.S. Equity Fund (in U.S. dollars)	S&P 100 Total Return Index	993	562*
Global Equity Fund (in U.S. dollars)	MSCI World Index (with net dividends reinvested)	1,073	729*
Canadian Dividend Plus Fund	S&P/TSX Composite Index Total Return	462	245*

*This estimate is based on the Funds' historical beta with their respective reference index (using net monthly returns since inception).

In practice, actual results may differ from this sensitivity analysis and the difference could be material.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

4. Financial instruments and risk management (continued):

(c) Currency risk:

Currency risk is the risk that financial instruments which are denominated in currencies other than the reporting currency of a fund will fluctuate due to changes in exchange rates. As at December 31, 2013 and 2012, substantially all of the assets of the Landry Canadian Equity Fund, Landry U.S. Equity Fund, and Landry Canadian Dividend Plus Fund were invested in instruments denominated in their respective reporting currency. As at December 31, 2013 and 2012, Landry Global Equity Fund had currency exposure. The following table illustrates the effect on net assets if the respective currency had strengthened or weakened by 5% in relation to all other currencies, with all other variables held constant:

Landry Global Equity Fund (in U.S. dollars):

December 31, 2013:

Currency	Investments	Cash	Open future contracts (notional)	Net exposure	Sensitivity impact on net assets
AUD	\$ 153,810	\$ 1,869	\$ —	\$ 155,679	\$ 7,784
CAD	379,955	15,410	—	395,365	19,768
CHF	217,383	555	—	217,938	10,897
DKK	145,311	68	—	145,379	7,269
EUR	1,758,222	(28,930)	(361,935)	1,367,357	68,368
GBP	642,611	1,920	—	644,531	32,227
HKD	—	139	—	139	7
JPY	830,696	2,403	130,666	963,765	48,188
KRW	209,571	1,058	—	210,629	10,531
NOK	—	429	—	429	21
SEK	27,524	161	—	27,685	1,384
TWD	—	617	—	617	31

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

4. Financial instruments and risk management (continued):

December 31, 2012:

Currency	Investments	Cash	Open futures contracts (notional)	Net exposure	Sensitivity impact on net assets
AUD	\$ 218,426	\$ 859	\$ —	\$ 219,285	\$ 10,964
CAD	225,307	194	—	225,501	11,275
CHF	143,557	455	—	144,012	7,201
DKK	112,412	193	—	112,605	5,630
EUR	951,380	1,052	(231,140)	721,292	36,064
GBP	497,686	1,520	—	499,206	24,960
HKD	—	124	—	124	6
JPY	416,752	—	158,813	575,565	28,778
KRW	221,587	250	—	221,837	11,092
NOK	—	105	—	105	5
SEK	23,524	104	—	23,628	1,181
TWD	218,759	234	—	218,993	10,950

(d) Interest rate risk:

Interest rate risk arises on interest-bearing financial instruments, such as bonds or debentures. The majority of the Funds' financial assets and liabilities are equity shares, which are non-interest bearing. When there are significant cash and cash equivalent balances, the Funds invest in T-Bills that have a maturity of less than 90 days. As such, the Funds are not subject to significant amounts of risk due to fluctuations in prevailing levels of market interest rates.

(e) Credit risk:

Credit risk on financial instruments is the risk of a financial loss occurring as a result of the default of a counterparty on its obligation to the Funds. Credit risk typically arises out of exposure to debt instruments, such as bonds, or derivatives. As at December 31, 2013 and 2012, the Funds had no significant investments in debt instruments or derivatives. Credit and counterparty risk is managed by dealing with counterparties the Manager believes to be creditworthy.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

4. Financial instruments and risk management (continued):

(f) Liquidity risk:

Liquidity risk is the risk that the Funds will encounter difficulty in meeting obligations associated with financial liabilities. Aside from financial liabilities that arise from its normal investing activities, the Funds have no other significant financial liabilities.

The Funds' most significant potential exposure to financial liabilities is the daily cash redemptions of redeemable units. In accordance with securities regulations, the Funds must maintain at least 90% of their assets in liquid investments. The Funds also have access to bank overdrafts, some of which were being utilized as at December 31, 2013.

5. Unitholders' equity:

The Funds' authorized capital consists of an unlimited number of units and series without par value. The number of outstanding units of each series is disclosed in the statements of net assets. Units of the Funds are redeemable at the option of the holder in accordance with the provisions of the Trust Agreement. On April 8, 2013, Series B and Series G units of the Landry Canadian Equity Fund, Landry U.S. Equity Fund and Landry Global Equity Fund were redesignated as Series A and Series F units, respectively, at a ratio of the net asset value per unit. Series B and Series G units of the Landry Canadian Dividend Plus Fund were renamed as Series A and Series F units, respectively. Series A and Series F units are available to all investors. Series I and Series J units are offered only to certain investors at the discretion of the Manager, including institutional investors or other eligible investors.

No series takes priority or preference over another and all series contribute in proportion to the allocation of the Funds.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

5. Unitholders' equity (continued):

The change in the number of units is as follows for the applicable periods ended December 31, 2013 and 2012:

Landry Canadian Equity Fund:

Funds	Year	Beginning of period	Purchases	Reinvestments	Redemptions	Net transfer	End of period	Average number of units
Series A	2012	–	–	–	–	–	–	–
	2013	–	13,338	–	(6,229)	–	7,109	10,538
Series B	2012	27,458	6,584	–	(14,558)	–	19,484	27,928
	2013	19,484	4,783	–	(24,267)	–	–	14,957
Series F	2012	516,149	17,778	–	(243,412)	–	290,515	392,261
	2013	290,515	95,180	–	(65,488)	–	320,207	314,496
Series G	2012	99,299	20,459	–	(43,967)	–	75,791	100,308
	2013	75,791	8,802	–	(84,593)	–	–	80,249
Series I	2012	231,450	5,901	–	(111,943)	–	125,408	179,537
	2013	125,408	–	–	(36,510)	–	88,898	110,964
Series J	2012	650,938	51,789	–	(176,281)	–	526,446	601,145
	2013	526,446	242,971	–	–	–	769,417	634,951

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

5. Unitholders' equity (continued):

Landry U.S. Equity Fund:

Funds	Year	Beginning of period	Purchases	Reinvestments	Redemptions	Net transfer	End of period	Average number of units
Series A	2012	–	–	–	–	–	–	–
	2013	–	20,871	386	(2,986)	–	18,271	18,099
Series B	2012	3,665	4,105	–	–	–	7,770	4,552
	2013	7,770	5,383	–	(13,153)	–	–	10,220
Series F	2012	243,893	107,814	–	(66,831)	–	284,876	245,578
	2013	284,876	163,130	15,093	(32,132)	–	430,967	368,599
Series G	2012	1,500	63,004	–	(4,079)	–	60,425	15,881
	2013	60,425	12,824	–	(73,249)	–	–	67,776
Series I	2012	78,136	3,845	–	(55,318)	–	26,663	65,538
	2013	26,663	–	783	(2,744)	–	24,702	24,217

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

5. Unitholders' equity (continued):

Landry Global Equity Fund:

Funds	Year	Beginning of period	Purchases	Reinvestments	Redemptions	Net transfer	End of period	Average number of units
Series A	2012	–	–	–	–	–	–	–
	2013	–	32,686	–	(22,065)	–	10,621	20,538
Series B	2012	10,108	14,298	–	(2,746)	–	21,660	13,847
	2013	21,660	5,578	–	(27,238)	–	–	23,393
Series F	2012	794,324	98,883	–	(185,177)	–	708,030	724,882
	2013	708,030	424,363	–	(99,602)	–	1,032,791	899,767
Series G	2012	46,718	50,130	–	(9,120)	–	87,728	61,500
	2013	87,728	17,491	–	(105,219)	–	–	97,384

Landry Canadian Dividend Plus Fund:

Funds	Period	Beginning of period	Purchases	Reinvestments	Redemptions	Net transfer	End of period	Average number of units
Series A	2012	–	–	–	–	–	–	–
	2013	–	5,887	88	(3,345)	–	2,630	3,775
Series B	2012	–	2,000	15	(2,015)	–	–	2,003
	2013	–	–	–	–	–	–	–
Series F	2012	–	–	–	–	–	–	–
	2013	382,679	163,113	25,761	(72,978)	–	498,575	477,500
Series G	2012	–	399,059	1,834	(18,214)	–	382,679	206,705
	2013	–	–	–	–	–	–	–

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

6. Reconciliation of net asset value:

Net assets reported in these financial statements are accounted for using GAAP ("GAAP Net Assets") and use the closing bid price for the fair value of investments traded in an active market. The NAV for purposes of unitholders' purchases, switches and redemptions is calculated in accordance with the valuation rules set out in the Funds' Simplified Prospectus and Annual Information Form and uses the last trade price to value investments traded in an active market. The Canadian Securities Administrators require reconciliation between NAV and GAAP Net Assets.

The difference between net assets and NAV for each series of units of the Funds are as follows:

Landry Canadian Equity Fund (in Canadian dollars):

	As at December 31, 2013 per unit			As at December 31, 2012 per unit		
	NAV	Section 3855 adjustment	GAAP Net Assets	NAV	Section 3855 adjustment	GAAP Net Assets
Series A	\$ 11.84	\$ –	\$ 11.84	\$ –	\$ –	\$ –
Series B	–	–	–	8.01	(0.02)	7.99
Series F	20.52	(0.01)	20.51	17.08	(0.04)	17.04
Series G	–	–	–	11.23	(0.02)	11.21
Series I	13.68	(0.01)	13.67	11.26	(0.03)	11.23
Series J	9.89	–	9.89	8.14	(0.02)	8.12

Landry U.S. Equity Fund (in U.S. dollars):

	As at December 31, 2013 per unit			As at December 31, 2012 per unit		
	NAV	Section 3855 adjustment	GAAP Net Assets	NAV	Section 3855 adjustment	GAAP Net Assets
Series A	\$ 11.32	\$ (0.06)	\$ 11.26	\$ –	\$ –	\$ –
Series B	–	–	–	12.99	(0.02)	12.97
Series F	17.78	(0.09)	17.69	13.86	(0.02)	13.84
Series G	–	–	–	11.98	(0.02)	11.96
Series I	12.46	(0.06)	12.40	9.60	(0.01)	9.59

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

6. Reconciliation of net asset value (continued):

Landry Global Equity Fund (in U.S. dollars):

	As at December 31, 2013 per unit			As at December 31, 2012 per unit		
	NAV	Section 3855 adjustment	GAAP Net Assets	NAV	Section 3855 adjustment	GAAP Net Assets
Series A	\$ 10.31	\$ (0.01)	\$ 10.30	\$ —	\$ —	\$ —
Series B	—	—	—	10.84	(0.01)	10.83
Series F	8.78	(0.01)	8.77	7.02	(0.01)	7.01
Series G	—	—	—	10.28	(0.01)	10.27

Landry Canadian Dividend Plus Fund (in Canadian dollars):

	As at December 31, 2013 per unit			As at December 31, 2012 per unit		
	NAV	Section 3855 adjustment	GAAP Net Assets	NAV	Section 3855 adjustment	GAAP Net Assets
Series A	\$ 11.13	\$ (0.01)	\$ 11.12	\$ —	\$ —	\$ —
Series F	12.12	(0.01)	12.11	—	—	—
Series G	—	—	—	10.86	(0.03)	10.83

7. Expenses and brokerage commissions:

(a) Expenses:

For the years ended December 31, 2013 and 2012, administrative costs are accrued daily, paid monthly, and calculated according to a fixed percentage of the NAV of the Funds as follows:

Fund	Series A	Series B	Series F	Series G	Series I	Series J
Landry Canadian Equity Fund	1.06%	1.06%	1.06%	1.06%	1.06%	1.06%
Landry U.S. Equity Fund	1.06%	1.06%	1.06%	1.06%	1.06%	1.06%
Landry Global Equity Fund	1.06%	1.06%	1.06%	1.06%	1.06%	1.06%
Landry Canadian Dividend Plus Fund	1.06%	1.06%	1.06%	1.06%	1.06%	1.06%

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

7. Expenses and brokerage commissions (continued):

The fees and expenses assumed by the Manager in exchange for the administrative costs include valuation and recordkeeping expenses and those related to the services of the transfer agent, including processing purchases and sales of the units of the Funds and calculation of the price of units along with custody, filing, and other costs of the Funds.

(b) Brokerage commission:

Commissions paid to brokers in connection with portfolio transactions are disclosed in the Funds' statements of operations. Brokerage business is allocated based on which broker can deliver to the Funds the best results. Subject to these criteria, the Manager may allocate business to brokers that provide or pay for, in addition to transaction execution, order execution goods and services and database and software used in proprietary research. For the periods ended December 31, 2013 and 2012, the Manager had commission-sharing or "soft dollar" arrangements with certain brokers in which they paid for third-party services. The following table outlines the transaction costs, including soft dollars incurred during the periods:

2013	Transaction costs paid by the Funds	Goods and services received by the Funds
Landry Canadian Equity Fund	\$ 63,097	\$ 46,273
Landry U.S. Equity Fund (in U.S. dollars)	27,795	25,902
Landry Global Equity Fund (in U.S. dollars)	41,165	35,406
Landry Canadian Dividend Plus Fund	38,875	15,943

2012	Transaction costs paid by the Funds	Goods and services received by the Funds
Landry Canadian Equity Fund	\$ 46,273	\$ 41,865
Landry U.S. Equity Fund (in U.S. dollars)	25,902	5,111
Landry Global Equity Fund (in U.S. dollars)	35,406	25,587
Landry Canadian Dividend Plus Fund	15,943	—

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

8. Distributions:

Unitholders are entitled to distributions at year end. Net investment income and net capital gains realized on the Funds are reinvested in additional units of its own fund or at the option of the unitholders, paid in cash. The distribution amounts are determined by the registrar and are allocated to the unitholders of each fund.

Distributions paid in cash will be made in the Funds' reporting currency. Unless the unitholder provides written instructions to the registrar to receive distributions in cash, the amount of the distribution will automatically be reinvested in additional units of its own fund. At the valuation date, each unitholder of a fund is entitled to receive an amount equal to the Funds' net income for the year, divided by the number of units outstanding, and multiplied by the number of units held by the unitholder at fiscal year end.

9. Income tax status:

The Landry U.S. Equity Fund is a unit trust, while the other Funds qualify as mutual trusts under the Income Tax Act (Canada). The Funds are subject to federal and provincial taxes applicable on their assessed income, including taxable capital gains for the fiscal year, so far as those were not distributed to the unitholders. Unit trusts are subject to alternative minimum tax.

Tax loss carryforwards:

The following Funds have accumulated net realized capital losses/non-capital losses that are available for utilization against net realized gains or net income for tax purposes in future years as follows. Capital losses have no expiry date. Non-capital losses can be carried forward for up to 20 years:

	Total capital losses	Non-capital losses by expiry date					
		2026	2028	2029	2030	2031	2032
Landry Canadian Equity Fund	\$ 1,183,421	\$ -	\$ 59,518	\$ -	\$ -	\$ 84,016	\$ -
Landry U.S. Equity Fund (in U.S. dollars)	-	8,870	30,591	29,862	-	48,914	17,331
Landry Global Equity Fund (in U.S. dollars)	2,958,343	-	52,381	11,830	70,423	-	40,044
Landry Canadian Dividend Plus Fund	-	-	-	-	-	-	-

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

10. Related party transactions:

(a) Management fees:

In consideration for management services and investment advice provided to the Funds, the Manager is entitled to a management fee.

The management fee with respect to Series A units is 2.00% (1.80% for the Landry Canadian Dividend Plus Fund) and Series F units is 1.00% (0.80% for the Landry Canadian Dividend Plus Fund) (2012 - Series B units is 2.25% and Series G units is 1.50%), calculated on a daily basis to the NAV of the Funds and payable monthly. No management fee is charged to Series I and Series J units; instead, a negotiated fee is paid by these unitholders to the Manager directly.

(b) Performance fees:

The Manager receives a performance-based fee for the Funds. The Manager will charge a performance fee of 20% of the return of the Funds in excess of their benchmark return. The performance fee is payable only if the Funds have outperformed their benchmark since the last time a performance fee was paid. Performance fees are calculated daily and crystallized and paid monthly.

For performance fee calculation purposes, the benchmarks of the Funds are as follows:

Funds	Index
Landry Canadian Equity Fund	S&P/TSX60 Total Return Index (+ 2% for Series I units)
Landry U.S. Equity Fund	S&P100 Total Return Index (+ 2% for Series I units)
Landry Global Equity Fund	MSCI World Index (with net dividends reinvested)

The Landry Canadian Dividend Plus Fund does not pay performance fees.

LANDRY FUNDS

Notes to Financial Statements (continued)

Periods ended December 31, 2013 and 2012

10. Related party transactions (continued):

(c) Other:

In the normal course of business, transactions between the Funds and officers of the Fund Manager take place. At December 31, 2013 and 2012, the percentages of net assets owned as a result of units held by related parties are as follows:

	2013	2012
Landry Canadian Equity Fund	3.57%	2.43%
Landry U.S. Equity Fund	0.57%	—
Landry Global Equity Fund	13.08%	6.79%
Landry Canadian Dividend Plus Fund	13.05%	19.84%

11. Responsibility of the Trustee:

The Trust must indemnify and save harmless the Trustee, its affiliates or any director, officer, employee or agent of the trustee from and against:

- (a) all claims whatsoever (including legal fees, other costs, charges and expenses in connection therewith), brought, commenced or prosecuted against it for or in respect of any act, deed, matter or thing whatsoever made, done, acquiesced in or omitted in or about or in relation to the execution of the Trustee's and Manager's duties;
- (b) all other costs, charges, and expenses which it sustains or incurs in or about or in relation to the affairs of the Funds and the execution of the Trustee's and Manager's duties; and
- (c) any personal liabilities of the Trustee incurred in connection with the failure of any fund, or the Manager, on behalf of the Funds, to report, remit or withhold taxes, as required by the tax act or otherwise failing to comply with the tax act, so long as the Trustee has relied in good faith on the Manager in the performance of its duties hereunder and such personal liabilities have not been caused by the Trustee's bad faith, willful misconduct, gross negligence, reckless disregard of its duties or the breach by the Trustee of its standard of care.

This indemnification shall survive the resignation or removal of the Trustee or Manager and the termination of this Master Trust Agreement solely to the extent that such liabilities have been incurred in connection with taxation years occurring during the term of this Master Trust Agreement.