NDX Growth & Income Fund

Annual Report 2014

Letter to Unitholders

We are pleased to present the 2014 annual report containing the management report of fund performance and the audited financial statements for NDX Growth & Income Fund (the "Fund").

After a very strong 2013, 2014 was another positive year for most Global equity markets. Many indices reached all-time highs in the third quarter of 2014 as the Global economy continued to improve and corporate earnings were reported better than expected. With the U.S. Federal Reserve ending quantitative easing in October 2014, many Global equity markets corrected in November but rebounded strongly into the end of the year as U.S. payrolls continued to strengthen and third quarter GDP in the U.S. came in well above expectations at 5 percent. For 2014, the S&P/TSX Composite Index generated a total return of 10.6 percent while the S&P 500 Index had a total return of 13.7 percent, outperforming its Canadian counterpart for the fourth year in a row. The Canadian economy showed small signs of improvement during the year but it was not enough to compel the Bank of Canada to tighten rates. After moving higher in 2013 to the start of 2014, interest rates have resumed their descent, falling again to test the 2012 lows. The Canadian dollar started the year around 94 cents versus the U.S. dollar but ended 2014 at 86 cents, its lowest level since the spring of 2009. Most of the decline came in the fourth quarter of 2014 as crude oil weakened significantly during the period, ending the year below US$50 per barrel.

During the year ended December 31, 2014, the Fund paid cash distributions of C$0.62 per Class A unit and US$0.62 per Class U unit. The Class A units are listed on the Toronto Stock Exchange under the ticker symbol NGI.UN and closed on December 31, 2014 at C$9.58 per unit. The Class U units are denominated in U.S. dollar currency and do not trade on an exchange. The net asset value ("NAV") per Class A unit increased 3.7 percent from C$9.44 at December 31, 2013 to C$9.79 at December 31, 2014 and the NAV per Class U unit increased 3.2 percent from US$9.44 on December 31, 2013 to US$9.74 at December 31, 2014. The total return of the Fund, including reinvestment of distributions, for the year ended December 31, 2014 was 10.6 percent for the Class A units and 10.0 percent for the Class U units. The net realized gain on options attributable to Strathbridge Selective Overwriting strategy (see "The Fund") amounted to C$0.03 per unit. For a more detailed review of the operations of the Fund, please see the Results of Operations and the Portfolio Manager Report sections.

On January 15, 2014, the Fund completed an issuance of an additional 200,000 Class A units pursuant to the exercise of the over-allotment option granted to the Fund's agents in its recently completed initial public offering (the "IPO"). Altogether, the Fund has raised gross proceeds of approximately C$33.0 million, including the proceeds from the over-allotment option and the proceeds from the issuance of Class A units and Class U units on the IPO.

On January 2, 2015, Strathbridge Asset Management Inc. (the "Manager") announced that unitholders had approved a proposal to change the investment restrictions and investment strategy of the Fund. Please refer to the Recent Developments section for details of the proposal.

We thank all unitholders for their continued support and encourage unitholders to review the more detailed information contained within the annual report.

John P. Mulvihill
Chairman & CEO
Strathbridge Asset Management Inc.

The Fund

The Fund is a closed-end investment trust designed to provide stable quarterly cash distributions and the opportunity for capital appreciation. The Class A units are listed on the Toronto Stock Exchange under the ticker symbol NGI.UN and are hedged back to the Canadian dollar. The Class U units are denominated in U.S. dollar currency and do not trade on an exchange. To accomplish its objectives, the Fund invests in an actively managed portfolio consisting primarily of the top 20 highest yielding constituents of the NASDAQ-100 Index (the "NASDAQ 100"). The NASDAQ 100 includes 100 of the largest U.S. domestic and international non-financial securities listed on The NASDAQ Stock Market based on market capitalization. Each top 20 security held in the Portfolio shall at the time of purchase have a weighting of between 3 percent and 7 percent of the Fund's net asset value. The Portfolio will be reconstituted on December 31 of each year to include the then top 20 highest yielding constituents of the NASDAQ 100.

The Fund employs a proprietary investment strategy, Strathbridge Selective Overwriting ("SSO"), to enhance the income generated by the portfolio and to reduce volatility. The Fund intends to strategically write covered call options from time to time, in respect of not more than 33 percent of the securities in its portfolio. In addition, the Fund may write cash-covered put options (up to a maximum of 10 percent of the Fund's net asset value) in respect of securities in which it is permitted to invest.

The SSO strategy is a quantitative, technical based methodology that identifies appropriate times to write and/or close out option positions compared to writing continuously and rolling options every thirty days. This proprietary process has been developed over many years through various market cycles. The Manager believes the primary benefit to investors is to maximize the total return of the Fund while reducing the level of volatility of the portfolio, thereby increasing the risk-adjusted return.

TABLE OF CONTENTS

Management Report of Fund Performance

This annual management report of fund performance contains the financial highlights for the year ended December 31, 2014 of NDX Growth & Income Fund (the "Fund"). The annual financial statements of the Fund are attached.

Copies of the Fund's proxy voting policies and procedures, proxy voting disclosure record and quarterly portfolio disclosure may be obtained by calling 1-800-725-7172 toll free, by writing to the Fund at Investor Relations, 121 King Street West, Suite 2600, Standard Life Centre, P.O. Box 113, Toronto, Ontario, M5H 3T9, or by visiting our website at www.strathbridge.com. You can also request an annual report at no cost using one of the above methods.

Investment Objectives and Strategies

The Fund's investment objectives are to provide unitholders with:

(1) stable quarterly cash distributions; and

(2) the opportunity for capital appreciation.

To achieve the Fund's investment objectives, the Fund will invest in an actively managed portfolio (the "Portfolio") consisting primarily of the top 20 highest yielding constituents of the NASDAQ-100 (the "NASDAQ 100").

The NASDAQ 100 includes 100 of the largest U.S. domestic and international non-financial securities listed on The NASDAQ Stock Market based on market capitalization. Each top 20 security held in the Portfolio shall at the time of purchase have a weighting of between 3 percent and 7 percent of the Fund's net asset value. The Portfolio will be reconstituted on December 31 of each year to include the then top 20 highest yielding constituents of the NASDAQ 100.

The Manager will overweight or underweight the top 20 securities utilizing its proprietary quantitative model supplemented by fundamental analysis including, among other things, its view as to: (i) the sustainability of the dividends on the Portfolio Securities, (ii) the potential for price appreciation, and (iii) the attractiveness of the shares for generating premiums from writing covered call options including liquidity and volatility considerations.

The Fund employs a proprietary investment strategy, Strathbridge Selective Overwriting ("SSO"), to enhance the income generated by the portfolio and to reduce volatility. The Fund intends to strategically write covered call options from time to time, in respect of not more than 33 percent of the securities in its portfolio. In addition, the Fund may write cash-covered put options (up to a maximum of 10 percent of the Fund's net asset value) in respect of securities in which it is permitted to invest.

The SSO strategy is a quantitative, technical based methodology that identifies appropriate times to write and/or close out option positions compared to writing continuously and rolling options every thirty days. This proprietary process has been developed over many years through various market cycles. The Manager believes the primary benefit to investors is to maximize the total return of the Fund while reducing the level of volatility of the portfolio, thereby increasing the risk-adjusted return.

Risk

Risks associated with an investment in the securities of the Fund are discussed in the Fund's 2014 annual information form, which is available on the Fund's website at www.strathbridge.com or on SEDAR at www.sedar.com. There were no changes to the Fund over the year that materially affected the risks associated with an investment in the securities of the Fund.

Results of Operations

Distributions

For the year ended December 31, 2014, the Fund paid cash distributions of C$0.62 per Class A unit and US$0.62 per Class U unit.

Distributions to Class A unitholders are denominated in Canadian dollars while distributions to Class U unitholders are U.S. dollar denominated.

Revenue and Expenses

For the year ended December 31, 2014, the Fund's total revenue were C$0.42 per Class A unit and US$0.42 per Class U unit and total expenses were C$0.27 per Class A unit and US$0.27 per Class U unit. The Fund had a net realized and unrealized gain of C$0.84 per Class A unit and US$0.72 per Class U unit during the year.

Net Asset Value

The net asset value per Class A unit of the Fund increased 3.7 percent from C$9.44 at December 31, 2013 to C$9.79 at December 31, 2014. The net asset value per Class U unit of the Fund increased 3.2 percent from US$9.44 at December 31, 2013 to US$9.74 at December

31, 2014. The total net asset value of the Fund increased C$3.3 million from C$29.4 million at December 31, 2013 to C$32.7 million at December 31, 2014, reflecting an increase in net assets attributable to holders of Class A and Class U units of C$3.5 million and proceeds from over-allotment option on Class A units of C$1.9 million, partially offset by cash distributions of C$2.1 million.

Recent Developments

On January 15, 2014, the Fund completed an issuance of an additional 200,000 Class A units pursuant to the exercise of the over-allotment option granted to the Fund's agents in its recently completed initial public offering (the "IPO"). Altogether, the Fund has raised gross proceeds of approximately C$33.0 million, including the proceeds from the over-allotment option and the proceeds from the issuance of Class A units and Class U units on the IPO.

On November 12, 2014, the Board of Advisors approved a proposal to: (i) change the Fund's investment restrictions of the Fund so that not less than 75 percent (previously 80 percent) of the total assets of the Fund is invested in the top 20 highest yielding constituents of the NASDAQ-100 Index; (ii) change the Fund's investment restrictions so that the Fund may purchase equity securities of an issuer only if such securities are included in the NASDAQ-100 Index or public investment funds including exchange traded funds or other Strathbridge Funds (provided that no more than 15 percent of the net asset value of the Fund may be invested in securities of other Strathbridge Funds) that provide exposure to such securities in accordance with applicable law; and (iii) change the Fund's investment strategy to permit the Manager to hedge foreign currency exposure in its discretion when considered appropriate. A joint management information circular was mailed to unitholders of record on November 21, 2014 and a special meeting of unitholders of the Fund was held on December 23, 2014 to consider and vote upon the proposal.

Transition to International Financial Reporting Standards Accounting Policies

The Fund has adopted International Financial Reporting Standards ("IFRS") accounting policies for the year beginning January 1, 2014 as required by Canadian securities legislation and the Canadian Accounting Standards Board. Previously, the Fund prepared its financial statements in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"). Under Canadian GAAP, the Fund measured the fair values of its investments in accordance with Chartered Professional Accountants of Canada Handbook Section 3855, Financial Instruments - Recognition and Measurement, which is determined by the closing bid price for long positions and by the closing ask price for short positions from the recognized stock exchange on which the securities are listed or principally traded. Under IFRS 13: Fair Value Measurement, the fair value of investments is to be based on a price within the bid-ask spread. It also allows the use of certain pricing conventions such as last traded prices as a practical expedient for fair value measurements within a bid-ask spread. Note 5 to the financial statements for the year ended December 31, 2014 discloses the impact of the transition to IFRS on the Fund's reported financial position, financial performance and cash flows, including the nature and effect of significant changes in accounting policies from those used in the Fund's financial statements for the period ended December 31, 2013 prepared under Canadian GAAP.

Related Party Transactions

Strathbridge Asset Management Inc. ("Strathbridge"), as the Investment Manager of the Fund, manages the Fund's investment portfolio in a manner consistent with the investment objectives, strategy and criteria of the Fund pursuant to an Investment Management Agreement made between the Fund and Strathbridge dated November 28, 2013.

Strathbridge is the Manager of the Fund pursuant to a Trust Agreement made between the Fund and Strathbridge dated November 28, 2013. As such, Strathbridge is responsible for providing or arranging for required administrative services to the Fund.

Strathbridge is paid the fees described under the Management Fees section of this report.

During the year, no recommendations or approvals were required to be sought from the Independent Review Committee ("IRC") concerning related party transactions.

Independent Review Committee

National Instrument 81-107 - Independent Review Committee for Investment Funds ("NI 81-107") requires all publicly offered investment funds to establish an IRC to whom the Manager must refer conflict of interest matters for review or approval. NI 81-107 also imposes obligations upon the Manager to establish written policies and procedures for dealing with conflict of interest matters, maintaining records in respect of these matters and providing assistance to the IRC in carrying out its functions. The Chief Compliance Officer, designated by the Manager, is in charge of facilitating the fulfillment of these obligations.

The IRC will prepare, for each financial year, a report to securityholders that describes the IRC and its activities during such financial year and includes, if known, a description of each instance when the Manager acted in a conflict of interest matter for which the IRC did not give a positive recommendation or for which a condition, imposed by the IRC, was not met in its recommendation or approval. Members of the IRC are Robert W. Korthals, Michael M. Koerner and Robert G. Bertram.

Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance from its inception on December 19, 2013. This information is derived from the Fund's audited annual financial statements.

As a result of the adoption of IFRS, for December 31, 2014 and 2013, the net assets per unit presented in the financial statements and the net asset value per unit calculated weekly are both valued at closing prices.

	2014		2013(3)	
Periods ended December 31	Class A	Class U	Class A	Class U
THE FUND'S NET ASSETS PER UNIT				
Net Assets, beginning of period(1)	**C$ 9.44**	**US$ 9.44**	C$ 9.32(4)	US$ 9.33(4)
INCREASE (DECREASE) FROM OPERATIONS				
Total revenue	**0.42**	**0.42**	–	–
Total expenses	**(0.27)**	**(0.27)**	(0.01)	(0.01)
Realized gain (loss) for the period	**0.25**	**0.83**	(0.01)	(0.01)
Unrealized gain (loss) for the period	**0.59**	**(0.11)**	0.13	0.14
Total Increase (Decrease) from Operations(2)	**0.99**	**0.87**	0.11	0.12
DISTRIBUTIONS				
From net investment income	**(0.03)**	**–**	–	–
From capital gains	**(0.49)**	**(0.62)**	–	–
Non-taxable distributions	**(0.10)**	**–**	–	–
Total Annual Distributions	**(0.62)**	**(0.62)**	–	–
Net Assets, as at December 31(1)	**C$ 9.79**	**US$ 9.74**	C$ 9.44	US$ 9.44

(1) All per unit figures presented in 2014 and 2013 are referenced to net assets determined in accordance with IFRS and are derived from the Fund's audited financial statements for the year ended December 31, 2014. Net Assets per unit is the difference between the aggregate value of the assets (including the valuation of securities at closing prices) and the aggregate value of the liabilities, divided by the number of units then outstanding.
(2) Total increase (decrease) from operations consists of interest and dividend revenue, realized and unrealized gain (loss), less expenses and is calculated based on the weighted average number of units outstanding during the period. The schedule is not intended to total to the ending net assets as calculations are based on the weighted average number of units outstanding during the period.
(3) For the period from inception on December 19, 2013 to December 31, 2013.
(4) Initial issue price, net of agent fees and initial issue costs.

	2014		2013(7)	
Periods ended December 31	Class A	Class U	Class A	Class U
RATIOS/SUPPLEMENTAL DATA				
Net Asset Value ($millions)(1)	**C$ 29.80**	**US$ 2.51**	C$ 26.43	US$ 2.82
Number of units outstanding(1)	**3,043,229**	**257,225**	2,800,000	298,425
Management expense ratio(2)	**2.50%**	**2.53%**	2.47%(5)	2.45%(5)
Portfolio turnover rate(3)	**207.16%**	**207.16%**	n/a	n/a
Trading expense ratio(4)	**0.28%**	**0.29%**	0.03%	0.03%
Net Asset Value per unit(6)	**C$ 9.79**	**US$ 9.74**	C$ 9.44	US$ 9.44
Closing market price	**C$ 9.58**		C$ 9.96	

(1) This information is provided as at December 31.
(2) The management expense ratio ("MER") is the sum of all fees and expenses for the stated period, including harmonized sales taxes but excluding transaction fees, divided by the average net asset value. Generally, the MER increases when the Fund becomes smaller in size due to redemptions. The MER for 2014 includes the special resolution expense. The MER for 2014 excluding the special resolution expense is 2.44% for Class A units and 2.47% for Class U units.
(3) Portfolio turnover rate is calculated based on the lesser of purchases or sales of investments, excluding short-term investments, divided by the average value of the portfolio securities. The Fund employs an option overlay strategy which can result in higher portfolio turnover by virtue of option exercises, when compared to a conventional equity mutual fund.
(4) Trading expense ratio represents total commissions expressed as a percentage of the daily average net asset value during the period.
(5) Annualized.
(6) Net Asset Value per unit is the difference between the aggregate value of the assets including the valuation of securities at closing prices and the aggregate value of the liabilities divided by the number of units then outstanding.
(7) For the period from inception on December 19, 2013 to December 31, 2013.

Management Fees

Strathbridge, as the Investment Manager and Manager of the Fund, is entitled to fees under the Investment Management Agreement and Trust Agreement calculated monthly as 1/12 of 1.00 percent of the net asset value of the Fund at each month end. Services received under the Investment Management Agreement include the making of all investment decisions and writing of covered call options in accordance with the investment objectives, strategy and criteria of the Fund. Strathbridge also makes all decisions as to the purchase and sale of securities in the Fund's portfolio and as to the execution of all portfolio and other transactions. Services received under the Trust Agreement include providing or arranging for required administrative services to the Fund.

Past Performance

The following chart sets out the Fund's year-by-year past performance. It is important to note that the:

(1) information shown assumes that all distributions made by the Fund during these periods were reinvested in Class A units or Class U units of the Fund,

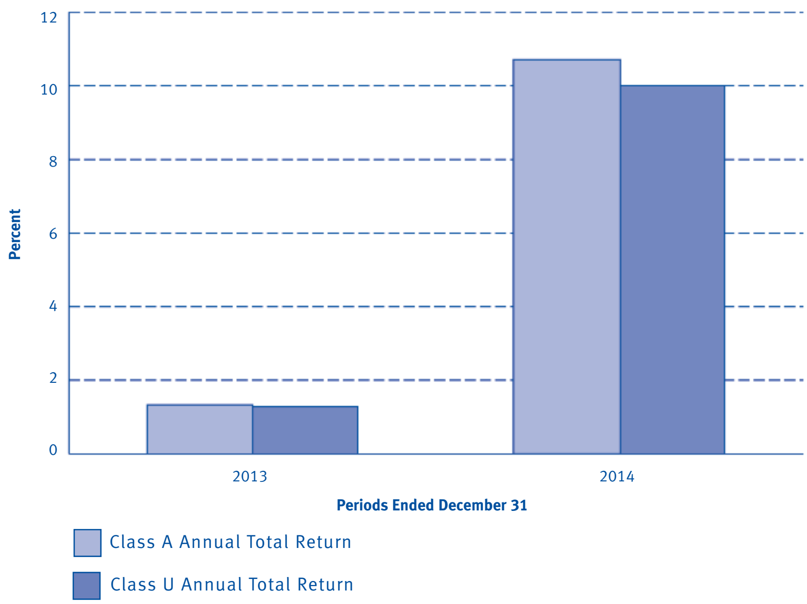
(2) information does not take into account sales, redemptions, distributions or other optional charges that would have reduced returns, and

(3) past performance of the Fund does not necessarily indicate how it will perform in the future.

Year-By-Year Returns

The following bar chart illustrates how the Fund's total return varied for the period since inception and for the year ended December 31, 2014. The chart also shows, in percentage terms, how much an investment made on January 1, 2014 or the date of inception on December 19, 2013 would have increased or decreased by the end of the fiscal year.

Annual Total Return



Annual Compound Returns

The following table shows the Fund's historical annual compound return (net of expenses) for the periods ended December 31, 2014 as compared to the performance of the NASDAQ-100 Index.

(In Canadian Dollars)	One Year	Since Inception[(1)]
NDX Growth & Income Fund - Class A	**10.63 %**	11.54 %
NDX Growth & Income Fund - Class U (US$)	**10.01 %**	11.01 %
NASDAQ 100-Index[(2)]	**19.40 %**	21.40 %

[(1)] From date of inception on December 19, 2013.
[(2)] The NASDAQ-100 Index includes 100 of the largest U.S. domestic and international non-financial securities and reflects companies across major industry groups including computer hardware and software, telecommunications, retail/wholesale trade and biotechnology.

The equity performance benchmarks shown here provide an approximate indication of how the Fund's returns compare to a public market index for similar securities. It is important to note that the Fund is not managed in order to match or exceed these indices; rather, its objectives are to pay out quarterly distributions and return the original invested amount at the termination date. As a result, the Fund has, from time to time, maintained cash balances in an effort to provide greater net asset value stability and employs a covered option writing strategy to enhance the income generated by the portfolio and reduce volatility.

The Manager believes that in a flat or downward trending market, a portfolio that is subject to covered call option writing will generally provide higher relative returns and lower volatility than one on which no options are written. However, in a rising market, the use of options may have the effect of limiting or reducing the total returns of the Fund since the premiums associated with writing covered call options may be outweighed by the foregone opportunity of remaining fully invested in the securities comprising the portfolio.

Portfolio Manager Report

After a very strong 2013, 2014 was another positive year for most Global equity markets with many indices making new all-time highs. The year began with geopolitical tensions between Ukraine and Russia after it was reported Russian troops were occupying Crimea, an autonomous Ukraine republic. Also, the harsh "Polar Vortex" winter experienced in North America held back aggregate demand and resulted in negative GDP growth in the U.S. during the first quarter of 2014. Economic data started to rebound in the second and third quarter of 2014 while Europe's economy also looked to be improving as indicated by the regional purchasing manager's indices. Many Global equity markets reached all-time highs in the third quarter of 2014 as the Global economy continued to improve and corporate earnings were reported better than expected. With the U.S. Federal Reserve ending quantitative easing in October 2014, many Global equity markets corrected in November but rebounded strongly into the end of the year as U.S. payrolls continued to strengthen and third quarter GDP in the U.S. came in well above expectations at 5 percent. For 2014, the S&P/TSX Composite Index generated a total return of 10.6 percent while the S&P 500 Index had a total return of 13.7 percent, outperforming its Canadian counterpart for the fourth year in a row. The Canadian economy showed small signs of improvement during the year but it was not enough to compel the Bank of Canada to tighten rates. Interest rates in Canada and Globally have been declining for many years with all-time lows in 2012. After moving higher in 2013 to the start of 2014, interest rates have resumed their descent, falling again to test the 2012 lows. The Canadian dollar started the year around 94 cents versus the U.S. dollar but ended 2014 at 86 cents, its lowest level since the spring of 2009. Most of the decline came in the fourth quarter of 2014 as crude oil weakened significantly during the period, ending the year below US$50 per barrel.

For the year ended December 31, 2014, the net asset value per Class A unit was C$9.79 and the net asset value per Class U unit was US$9.74. This compares to C$9.44 per Class A unit and US$9.44 per Class U unit at December 31, 2013. The Fund's Class A units listed on the Toronto Stock Exchange ("TSX") as NGI.UN, closed on December 31, 2014 at C$9.58, which represents a 2.1 percent discount to the net asset value of the Class A unit. The Fund's Class U units are not listed on the TSX.

The total annual returns for 2014, including reinvestment of distributions, were 10.6 percent for the Class A units and 10.0 percent for the Class U units, compared to 19.4 percent for the NASDAQ-100 Index and 7.0 percent for the equal weighted portfolio of the top 20 highest yielding constituents of the NASDAQ-100 Index. The Fund was led by the strong performance of Intel Corporation and KLA-Tencor Corporation, which generated returns of 44.3 percent and 39.6 percent respectively in 2014. This was offset by the Fund holding VimpelCom Ltd. and Mattel, Inc. during the year, which had total returns of negative 67.5 percent and negative 33.1 percent respectively during the same period.

Volatility levels for U.S. equities remained at the lower end of their historical range during the period but trended up in November on concerns surrounding the effect that the U.S. Federal Reserve ending its quantitative easing program in October would have on the overall market. The covered call writing activity was opportunistic over the period while taking advantage of signals generated by the Strathbridge Selective Overwriting ("SSO") strategy. The Fund ended 2014 with no covered calls written. During the period, the net realized gain on options attributable to the SSO strategy was C$0.03 per unit.

The Fund's portfolio ended 2014 with a cash position of 1.2 percent compared to 42.5 percent at the end of 2013. The U.S. dollar exposure of the Class A units was actively hedged back into Canadian dollars throughout the period and remained almost fully hedged at year-end.

Summary of Investment Portfolio

The composition of the portfolio may change due to ongoing portfolio transactions of the Fund. A quarterly portfolio summary, which includes the percentage of net asset value for each holding, and a monthly portfolio list are available on our website at www.strathbridge.com.

Asset Mix

December 31, 2014

	% OF NET ASSET VALUE
Information Technology	62.5 %
Consumer Discretionary	15.2 %
Industrials	10.6 %
Telecommunication Services	6.4 %
Consumer Staples	5.5 %
Cash	1.2 %
Other Assets (Liabilities)	(1.4)%
	100.0 %

Portfolio Holdings

December 31, 2014

	% OF NET ASSET VALUE
Staples, Inc.	7.0 %
Texas Instruments Incorporated	6.5 %
Seagate Technology PLC	6.1 %
C.H. Robinson Worldwide, Inc.	6.1 %
Kraft Foods Group, Inc.	5.5 %
Analog Devices, Inc.	5.4 %
Intel Corporation	5.3 %
Symantec Corporation	5.2 %
Microsoft Corporation	5.0 %
Cisco Systems, Inc.	4.9 %
Vodafone Group PLC - SP ADR	4.8 %
CA, Inc.	4.7 %
KLA-Tencor Corporation	4.4 %
Paychex, Inc.	4.3 %
Maxim Integrated Products, Inc.	4.2 %
Linear Technology Corporation	3.6 %
Mattel, Inc.	3.1 %
Apple Inc.	2.9 %
Garmin Ltd.	2.6 %
PACCAR Inc	2.6 %
Wynn Resorts, Limited	2.5 %
Expeditors International of Washington, Inc.	1.9 %
VimpelCom Ltd.	1.6 %
Cash	1.2 %

Forward-Looking Statements

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

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

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

Management's Responsibility for Financial Reporting

The accompanying financial statements of NDX Growth & Income Fund (the "Fund") and all the information in this annual report are the responsibility of the management of Strathbridge Asset Management Inc. (the "Manager"), and have been approved by the Fund's Board of Advisors (the "Board").

The financial statements have been prepared by management in accordance with International Financial Reporting Standards and include certain amounts that are based on estimates and judgments. Management has ensured that the other financial information presented in this annual report is consistent with the financial statements. The significant accounting policies which management believes are appropriate for the Fund are described in Note 3 of the annual financial statements.

The Manager is also responsible for maintaining a system of internal controls designed to provide reasonable assurance that assets are safeguarded and that accounting systems provide timely, accurate and reliable financial information.

The Board meets periodically with management and the independent auditor to discuss internal controls, the financial reporting process, various auditing and financial reporting issues, and to review the annual report, the financial statements and the independent auditor's report. Deloitte LLP, the Fund's independent auditor, has full and unrestricted access to the Board.

John P. Mulvihill
Director
Strathbridge Asset Management Inc.
March 4, 2015

John D. Germain
Director
Strathbridge Asset Management Inc.

To the Unitholders of NDX Growth & Income Fund

We have audited the accompanying financial statements of NDX Growth & Income Fund, which comprise the statements of financial position as at December 31, 2014, December 31, 2013 and December 19, 2013 and the statements of comprehensive income, changes in net assets attributable to holders of Class A and Class U units and cash flows for the year ended December 31, 2014 and for the period from December 19, 2013 to December 31, 2013, and 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 International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 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 the auditor's 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, the auditor considers 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 NDX Growth & Income Fund as at December 31, 2014, December 31, 2013 and December 19, 2013 and its financial performance, its changes in net assets attributable to holders of Class A and Class U units and its cash flows for the year ended December 31, 2014 and for the period from December 19, 2013 to December 31, 2013 in accordance with International Financial Reporting Standards.

Deloitte LLP

Chartered Professional Accountants, Chartered Accountants
Licensed Public Accountants
March 4, 2015
Toronto, Ontario

Statements of Financial Position

As at December 31, 2014, December 31, 2013 and December 19, 2013
(In Canadian dollars unless otherwise noted)

	Note	Dec. 31, 2014	Dec. 31, 2013	Dec. 19, 2013
ASSETS				
Financial assets at fair value through profit or loss	3,5	**$ 32,778,335**	$ 18,302,157	$ –
Derivative assets		**48,508**	133,322	–
Dividends receivable		**69,059**	7,823	–
Cash		**386,160**	12,500,715	–
TOTAL ASSETS		**33,282,062**	30,944,017	–
LIABILITIES				
Issue expenses payable		**–**	467,837	–
Due to brokers - investments		**–**	1,027,495	–
Derivative liabilities		**474,671**	–	–
Accrued liabilities		**103,164**	25,665	–
TOTAL LIABILITIES		**577,835**	1,520,997	–
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A AND CLASS U UNITS	5	**$ 32,704,227**	$ 29,423,020	$ –
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A UNITS		**$ 29,801,867**	$ 26,428,325	$ –
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS U UNITS		(US$2,505,811) **$ 2,902,360**	(US$2,818,548) $ 2,994,695	$ –
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A UNITS PER CLASS A UNIT		**$ 9.7928**	$ 9.4387	$ –
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS U UNITS PER CLASS U UNIT		(US$9.7417) **$ 11.2834**	(US$9.4447) $ 10.0350	$ –

On behalf of the Manager,
Strathbridge Asset Management Inc.

John P. Mulvihill, Director

John D. Germain, Director

Statements of Comprehensive Income

For the year ended December 31, 2014 and the period from December 19, 2013, the inception of the Fund, to December 31, 2013

	Note	2014	2013
INCOME			
Dividend income		$ 1,387,067	$ 9,203
Interest income		–	260
Net realized gain on investments at fair value through profit or loss	8	2,599,493	–
Net realized loss on forward exchange contracts at fair value through profit or loss	8	(1,711,916)	–
Net realized loss on foreign exchange at fair value through profit or loss	8	–	(35,193)
Net realized gain on options at fair value through profit or loss	8	124,810	–
Net change in unrealized gain/loss on investments at fair value through profit or loss	5,8	2,000,575	400,925
TOTAL INCOME		4,400,029	375,195
EXPENSES			
Management fees		322,612	9,612
Administrative and other expenses	10	68,079	–
Transaction fees	11	89,495	8,982
Custodian fees		71,972	2,400
Audit fees		29,250	10,700
Advisory board fees	10	20,400	–
Independent review committee fees	10	6,900	–
Legal fees		807	–
Unitholder reporting costs		15,245	–
Harmonized sales tax		56,206	2,953
Withholding taxes	5	181,903	1,381
Subtotal Expenses		862,869	36,028
Special resolution expense	15	19,874	–
TOTAL EXPENSES		882,743	36,028
INCREASE IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A AND CLASS U UNITS	5,12	$ 3,517,286	$ 339,167
INCREASE IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A UNITS PER CLASS A UNIT	12	$ 0.9893	$ 0.1137
INCREASE IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS U UNITS PER CLASS U UNIT	12	$ 1.8896	$ 0.0698

The notes are an integral part of the Financial Statements.

Statements of Changes in Net Assets Attributable to Holders of Class A and Class U Units

For the year ended December 31, 2014 and the period from December 19, 2013, the inception of the Fund, to December 31, 2013

	Note	2014	2013
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A AND CLASS U UNITS, BEGINNING OF PERIOD			
Class A	5	**$ 26,428,325**	$ –
Class U	5	**2,994,695**	–
		29,423,020	–
Increase in Net Assets Attributable to Holders of Class A and Class U Units			
Class A		**2,963,427**	318,325
Class U		**553,859**	20,842
		3,517,286	339,167
Unit Transactions			
Proceeds from issue of units, net of issue costs			
Class A		**1,865,000**	26,110,000
Class U		**–**	2,973,853
		1,865,000	29,083,853
Conversions			
Class A		**448,899**	–
Class U		**(448,903)**	–
		(4)	–
Mandatory Market Purchases			
Class A		**(33,211)**	–
Distributions			
Class A		**(1,870,573)**	–
Class U		**(197,291)**	–
		(2,067,864)	–
Changes in Net Assets Attributable to Holders of Class A and Class U Units			
Class A		**3,373,542**	26,428,325
Class U		**(92,335)**	2,994,695
		3,281,207	29,423,020
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A AND CLASS U UNITS, END OF PERIOD			
Class A	5	**$ 29,801,867**	$ 26,428,325
Class U	5	**2,902,360**	2,994,695
		$ 32,704,227	$ 29,423,020

Statements of Cash Flows

For the year ended December 31, 2014 and the period from December 19, 2013, the inception of the Fund, to December 31, 2013

	Note	2014	2013
CASH, BEGINNING OF PERIOD		$ 12,500,715	$ –
Cash Flows Provided by (Used In) Operating Activities			
Increase in Net Assets Attributable to Holders of Class A and Class U Units		**3,517,286**	339,167
Adjustments to Reconcile Increase/(Decrease) in Net Assets Attributable to Holders of Class A and Class U Units Net Cash Provided by (Used In) Operating Activities			
Purchase of investment securities		**(74,441,603)**	(18,006,314)
Proceeds from disposition of investment securities		**63,475,491**	–
Net realized gain on investments at fair value through profit or loss		**(2,599,493)**	–
Net realized loss on forward exchange contracts at fair value through profit or loss		**1,711,916**	–
Net realized loss on foreign exchange at fair value through profit or loss		**–**	35,193
Net realized gain on options at fair value through profit or loss		**(124,810)**	–
Net change in unrealized gain/loss on investments at fair value through profit or loss	5	**(2,000,575)**	(400,925)
Net change in unrealized gain/loss on cash		**62,381**	(63,433)
(Increase)/decrease in dividends receivable		**(61,236)**	(7,823)
Increase/(decrease) in due to brokers - investments, issue expenses payable and accrued liabilities		**(1,417,833)**	1,520,997
		(15,395,762)	(16,922,305)
Cash Flows Provided by (Used In) Financing Activities			
Class A unit distributions		**(1,870,573)**	–
Class U unit distributions		**(197,291)**	–
Proceeds from Class A units, net of issue costs		**1,865,000**	26,110,000
Proceeds from Class U units, net of issue costs		**–**	2,973,853
Conversion of units		**(4)**	–
Mandatory market purchases		**(33,211)**	–
		(236,079)	29,083,853
Net Increase/(Decrease) in Cash During the Period		**(12,114,555)**	12,500,715
CASH, END OF PERIOD		**$ 386,160**	$ 12,500,715

Dividends received	**$ 1,325,831**	$ 1,380
Interest received	**$ –**	$ 260

The notes are an integral part of the Financial Statements.

Schedule of Investments

As at December 31, 2014

	Number of Shares/ (Contracts)	Average Cost/ (Proceeds)	Fair Value	% of Net Assets Attributable to Holders of Class A and Class U Units
INVESTMENTS				
United States Common Shares				
Consumer Discretionary				
Garmin Ltd.	13,900	$ 826,216	$ 850,547	
Mattel, Inc.	28,200	1,302,907	1,010,747	
Staples, Inc.	108,600	1,496,317	2,279,245	
Wynn Resorts, Limited	4,840	1,045,348	833,940	
Total Consumer Discretionary		4,670,788	4,974,479	15.2 %
Consumer Staples				
Kraft Foods Group, Inc.	24,600	1,557,917	1,785,371	5.4 %
Industrials				
C.H. Robinson Worldwide, Inc.	23,000	1,689,071	1,995,054	
Expeditors International of Washington, Inc.	12,200	645,554	630,369	
PACCAR Inc	10,700	796,262	842,868	
Total Industrials		3,130,887	3,468,291	10.6 %
Information Technology				
Analog Devices, Inc.	27,600	1,580,746	1,774,850	
Apple Inc.	7,500	752,860	958,859	
CA, Inc.	43,600	1,506,462	1,537,719	
Cisco Systems, Inc.	49,300	1,325,980	1,588,287	
Intel Corporation	41,300	1,249,913	1,735,961	
KLA-Tencor Corporation	17,600	1,351,017	1,433,490	
Linear Technology Corporation	22,400	1,137,294	1,183,085	
Maxim Integrated Products, Inc.	37,400	1,312,886	1,380,565	
Microsoft Corporation	30,400	1,305,078	1,635,545	
Paychex, Inc.	26,300	1,260,118	1,406,432	
Seagate Technology PLC	26,000	1,704,103	2,002,618	
Symantec Corporation	56,900	1,453,516	1,690,781	
Texas Instruments Incorporated	34,400	1,781,868	2,130,252	
Total Information Technology		17,721,841	20,458,444	62.6 %
Telecommunication Services				
VimpelCom Ltd.	107,200	1,166,763	518,387	
Vodafone Group PLC - SP ADR	39,754	1,740,257	1,573,363	
Total Telecommunication Services		2,907,020	2,091,750	6.4 %
Total United States Common Shares		$ 29,988,453	$ 32,778,335	100.2 %
Forward Exchange Contracts				
Sold USD $700,000, Bought CAD $813,960 @ 0.85999 - January 14, 2015			$ 2,932	
Sold USD $6,600,000, Bought CAD $7,500,108 @ 0.87999 - January 14, 2015			(146,625)	
Sold USD $1,700,000, Bought CAD $1,904,187 @ 0.89277 - January 14, 2015			(65,409)	
Sold USD $8,900,000, Bought CAD $10,087,260 @ 0.88230 - February 18, 2015			(231,784)	
Sold USD $8,100,000, Bought CAD 9,441,684 @ 0.85790 - March 18, 2015			43,743	
Sold USD $500,000, Bought CAD $581,950 @ 0.85918 - March 18, 2015			1,833	
Total Forward Exchange Contracts			$ (395,310)	(1.2)%
Written Covered Call Options (100 shares per contract)				
Maxim Integrated Products, Inc. - January 2015 @ $31	(125)	$ (10,785)	$ (17,374)	
Vodafone Group PLC - SP ADR - January 2015 @ $34	(133)	(11,439)	(13,479)	
Total Written Covered Call Options		(22,224)	(30,853)	(0.1)%
Total Options		$ (22,224)	$ (30,853)	(0.1)%
Adjustment for transaction fees		(16,609)		
TOTAL INVESTMENTS		$ 29,949,620	$ 32,352,172	98.9 %
OTHER NET ASSETS			352,055	1.1 %
NET ASSETS ATTRIBUTABLE TO HOLDERS OF CLASS A AND CLASS U UNITS			$ 32,704,227	100.0 %

1. Fund Information

NDX Growth & Income Fund (the "Fund") is an investment trust established under the laws of the Province of Ontario on November 28, 2013. The Fund began operations on December 19, 2013. The address of the Fund's registered office is 121 King Street West, Suite 2600, Toronto, Ontario.

Strathbridge Asset Management Inc. ("Strathbridge") is the Manager as well as the Investment Manager of the Fund. RBC Investor Services Trust is the Custodian of the Fund.

The Fund is a closed-end investment trust designed to provide stable quarterly cash distributions and the opportunity for capital appreciation. The Class A units are listed on the Toronto Stock Exchange under the ticker symbol NGI.UN and are hedged back to the Canadian dollar. The Class U units are denominated in U.S. dollar currency and do not trade on an exchange. To accomplish its objectives, the Fund invests in an actively managed portfolio consisting primarily of the top 20 highest yielding constituents of the NASDAQ-100 Index (the "NASDAQ 100"). The NASDAQ 100 includes 100 of the largest U.S. domestic and international non-financial securities listed on The NASDAQ Stock Market based on market capitalization. Each top 20 security held in the Portfolio shall at the time of purchase have a weighting of between 3 percent and 7 percent of the Fund's net asset value. The Portfolio will be reconstituted on December 31 of each year to include the then top 20 highest yielding constituents of the NASDAQ 100.

The Fund employs a proprietary investment strategy, Strathbridge Selective Overwriting ("SSO"), to enhance the income generated by the portfolio and to reduce volatility. The Fund intends to strategically write covered call options from time to time, in respect of not more than 33 percent of the securities in its portfolio. In addition, the Fund may write cash-covered put options (up to a maximum of 10 percent of the Fund's net asset value) in respect of securities in which it is permitted to invest.

The SSO strategy is a quantitative, technical based methodology that identifies appropriate times to write and/or close out option positions compared to writing continuously and rolling options every thirty days. This proprietary process has been developed over many years through various market cycles. The Manager believes the primary benefit to investors is to maximize the total return of the Fund while reducing the level of volatility of the portfolio, thereby increasing the risk-adjusted return.

These financial statements were approved by the Board of Advisors on March 4, 2015.

2. Basis of Presentation and Adoption of International Financial Reporting Standards

The annual financial statements for the Fund have been prepared in compliance with International Financial Reporting Standards ("IFRS") as published by the International Accounting Standards Board ("IASB").

The Fund has adopted International Financial Reporting Standards ("IFRS") accounting policies for the year beginning January 1, 2014 as required by Canadian securities legislation and the Canadian Accounting Standards Board. Previously, the Fund prepared its financial statements in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"). The Fund has consistently applied the accounting policies used in the preparation of its opening IFRS statement of financial position and throughout all periods presented, as if these accounting policies had always been in effect. Note 5 discloses the impact of the transition to IFRS on the Fund's reported financial position, financial performance and cash flows, including the nature and effect of significant changes in accounting policies from those used in the Fund's financial statements for the period ended December 31, 2013 prepared under Canadian GAAP.

3. Summary of Significant Accounting Policies

Functional and Presentation Currency

Items included in the financial statements of the Fund are measured in the currency of the primary economic environment in which the Fund operates (the "functional currency"). Based on the guidance provided in International Accounting Standard ("IAS") 21, the Manager has determined that the functional currency is U.S. dollars. The financial statements of the Fund are presented in Canadian dollars which is the Fund's presentation currency.

Financial Instruments

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for assets. Under IAS 39, the Fund's equity investments are designated at fair value through profit or loss ("FVTPL") at inception and derivative investments are classified as held for trading and measured at FVTPL.

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets are based on quoted market prices at the close of trading on the reporting date. On adoption of IFRS, the Fund uses the last traded market price as its valuation input for financial assets and liabilities if the last traded price falls within the bid-ask spread. In other circumstances where the last traded price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value for financial reporting purposes.

The fair value of financial assets and liabilities that are not traded in an active market is determined by valuation techniques as described in Note 4.

Investment Transactions and Income

Investment transactions are accounted for on a trade date basis. Net realized gain/(loss) on investments at fair value through profit or loss and net change in unrealized gain/loss on investments at fair value through profit or loss are determined on an average cost basis. Realized gains and losses related to options are included in net realized gain/(loss) on options at fair value through profit or loss. Realized gains and losses relating to written options may arise from:

(i) Expiration of written options whereby realized gains are equivalent to the premium received,

(ii) Exercise of written covered call options whereby realized gains or losses are equivalent to the premium received in addition to the realized gain or loss from disposition of the related investments at the exercise price of the option, and

(iii) Closing of written options whereby realized gains or losses are equivalent to the cost of purchasing options to close the positions, net of any premium received.

Realized gains and losses relating to purchased put options may arise from:

(i) Expiration of purchased put options whereby realized losses are equivalent to the premium paid,

(ii) Exercise of purchased put options whereby realized gains or losses are equivalent to the realized gain or loss from disposition of the related investments at the exercise price of the option less the premium paid, and

(iii) Sale of purchased put options whereby realized gains or losses are equivalent to the sale proceeds, net of any premium paid.

Option premiums received are reflected as deferred credits in investments so long as the options are outstanding. Any difference resulting from revaluation is included in the net change in unrealized gain/loss on investments at fair value through profit or loss. The premiums received on written put options that are exercised are included in the cost of the security purchased.

Dividend income is recorded on the ex-dividend date.

Interest income is measured using the effective interest method and recorded on a daily basis.

Foreign Currency Translation

Assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the prevailing rate of exchange on each valuation date. Purchases and sales of investments, and income derived from investments are translated at the rate of exchange prevailing on the respective dates of such transactions.

Foreign exchange gains (losses) on short-term investments are reflected as interest income. Realized gains (losses) relating to forward exchange contracts are included in net realized gain/(loss) on forward exchange contracts at fair value through profit or loss. Other foreign exchange gains (losses) are recorded as net realized or unrealized gain/(loss) on investments at fair value through profit or loss, as appropriate.

Short-Term Investments

Short-term investments are held for investment purposes and consist primarily of money market instruments with original maturities of 90 days or less.

Class A and Class U Units

IAS 32, Financial Instruments: Presentation requires that the Class A and Class U units (the "units") (which are puttable instruments) be classified as financial liabilities unless all the criteria outlined in IAS 32 paragraph 16A are met. The Fund's units do not meet all the criteria outlined in IAS 32 paragraph 16A which would require the units to be classified as equity by exception, and therefore, have been reclassified as financial liabilities on transition to IFRS.

Increase/(Decrease) in Net Assets Attributable to Holders of Class A and Class U Units per Unit

The increase/(decrease) in net assets attributable to holders of Class A and Class U units per unit is calculated by dividing the increase/(decrease) in net assets attributable to holders of Class A and Class U units by the weighted average number of Class A and Class U units outstanding during the period. Please refer to Note 12 for the calculation.

Taxation

The Fund is a "mutual fund trust" as defined in the Income Tax Act (Canada) (the "Act"). The Fund is subject to tax in each taxation year under Part I of the Act on the amount of its income for the year, including net realized taxable capital gains, less the portion thereof that it claims in respect of the amount paid or payable to unitholders in the year. Income tax paid by the Fund on any net realized capital gains not paid or payable to unitholders is recoverable by the Fund to the extent and in the circumstances provided in the Act.

Given the investment and distribution policies of the Fund and taking into account expenses, the Fund does not expect to bear any appreciable non-refundable income tax.

The Fund currently incurs withholding taxes imposed by certain foreign countries on investment income. Such income, recorded gross of withholding taxes, and the withholding taxes are shown as separate line items in the Statement of Comprehensive Income.

4. Critical Accounting Estimates and Judgments

The preparation of financial statements requires the Manager to use judgment in applying accounting policies and to make estimates and assumptions about the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The following discusses the most significant accounting judgments and estimates that the Fund has made in preparing the financial statements.

The Manager considers the currency of the primary economic environment in which the Fund operates to be U.S. dollars as this is the currency which in their opinion most faithfully represents the economic effects of underlying transactions, events and conditions. The financial statements of the Fund are presented in Canadian dollars which is the Fund's presentation currency.

In classifying and measuring the financial instruments held by the Fund, the Manager has applied the fair value option for financial assets and liabilities under IAS 39, Financial Instruments: Recognition and Measurement. As a result, the Fund's equity investments have been designated at FVTPL at inception and the derivative investments have been classified as held for trading by nature and valued at FVTPL.

The Fund may, from time to time, hold financial instruments that are not quoted in active markets. Fair values of such instruments are determined by using valuation models and techniques generally recognized as standard within the investment industry. These valuation methods use observable data as practicable as possible. Observable market data are readily available and supplied by independent sources actively involved in the relevant market. However, areas such as credit risk (both own and counterparty) and its correlations require the Manager to make estimates. Significant changes in assumptions about these factors could adversely affect the reported fair values of financial instruments. Please refer to Note 7 for a further analysis of risks associated with financial instruments.

5. Transition to IFRS

The effect of the Fund's transition to IFRS is summarized as follows:

Transition Elections

Based on the investment strategies of the Fund, equity investments in the portfolio have been designated at FVTPL through the adoption of voluntary exemption upon transition. Equity investments designated at FVTPL at inception were previously carried at fair value under Canadian GAAP as required by Accounting Guideline 18 - Investment Companies.

Reconciliation of Net Assets and Comprehensive Income as previously reported under Canadian GAAP to IFRS

Net Assets	Dec. 31, 2013	Dec. 19, 2013
Net Assets as reported under Canadian GAAP	$ 29,416,522	$ –
Revaluation of investments at FVTPL	6,498	–
Net Assets Attributable to Holders of Class A and Class U Units	$ 29,423,020	$ –

Comprehensive Income	Dec. 31, 2013	Dec. 19, 2013
Comprehensive Income reported under Canadian GAAP	$ 332,669	$ –
Revaluation of investments at FVTPL	6,498	–
Increase in Net Assets Attributable to Holders of Class A and Class U Units	$ 339,167	$ –

Under Canadian GAAP, the Fund measured the fair values of its investments in accordance with Chartered Professional Accountants of Canada Handbook Section 3855, Financial Instruments - Recognition and Measurement, which is determined by the closing bid price for long positions and by the closing ask price for short positions from the recognized stock exchange on which the securities are listed or principally traded. If no bid or ask prices are available, the securities are valued at the closing sale price or the Manager may estimate fair value using appropriate and accepted industry valuation techniques including valuation models. Under IFRS 13: Fair Value Measurement, the fair value of investments is to be based on a price within the bid-ask spread. It also allows the use of certain pricing conventions such as last traded prices as a practical expedient for fair value measurements within a bid-ask spread. As a result of the use of last traded prices upon IFRS transition, adjustments were recognized to increase the carrying amount of the Fund's investments by $6,498 as at December 31, 2013. Another impact of fair value adjustments was to increase the Fund's increase/(decrease) in net assets attributable to holders of Class A and U units by $6,498 for the period ended December 31, 2013.

Reclassification Adjustments

The Fund reclassified withholding taxes from the total revenue section to the total expenses section in the Statement of Comprehensive Income upon transition in order to conform to the financial statement presentation under IFRS.

Classification of Class A and Class U Units

Under Canadian GAAP, the Fund classified the Class A and Class U units (the "units") as equity. Under IFRS, IAS 32, Financial Instruments: Presentation, requires that the units (which are puttable instruments) be classified as financial liabilities unless all the criteria outlined in IAS 32 paragraph 16A are met. The Fund's units do not meet all the criteria outlined in IAS 32 paragraph 16A which would require the units to be classified as equity by exception, and therefore, have been reclassified as financial liabilities on transition to IFRS.

6. Capital Disclosures

IAS 1, Presentation of Financial Statements, requires the disclosure of: (i) an entity's objectives, policies and processes for managing capital; (ii) quantitative data and qualitative information about what the entity regards as capital; (iii) whether the entity has complied with any capital requirements; and (iv) if it has not complied, the consequences of such non-compliance. The Fund's objectives, policies and processes are described in Note 1, information on the Fund's units is described in Note 9 and the trust indenture does not have any externally imposed capital requirements.

7. Risks Associated with Financial Instruments

The Fund is exposed to various types of risks that are associated with its investment strategies, financial instruments and markets in which it invests. The most important risks include credit risk, liquidity risk, market risk (including currency risk, interest rate risk, and price risk), concentration risk and capital risk management.

Tables are based on restatements of values of financial instruments at fair value through profit and loss and unrealized gain/(loss) on investments as at December 31, 2013 to comply with IFRS. Note 5 discloses the transition adjustments.

Credit Risk

The Fund is subject to the credit risk that its counterparty (whether a clearing corporation, in the case of exchange traded instruments, or other third party, in the case of over-the-counter instruments) may be unable to meet its obligations. The Fund manages these risks through the use of various risk limits and trading strategies.

The Fund is also exposed to counterparty credit risk on derivative financial instruments. The counterparty credit risk for derivative financial instruments is managed by dealing with counterparties that have a credit rating that is not below the level of approved credit ratings as set out in National Instrument 81-102. During the year ended December 31, 2014 and period ended December 31, 2013, the counterparties to the Fund's derivative financial instruments had a credit rating of A-1 or higher from Standard & Poor's Ratings Services.

The Fund's derivatives are subject to offsetting, enforceable netting arrangements and similar agreements. The Fund and its counterparty have elected to settle all transactions on a gross basis; however, each party has the option to settle all open contracts on a net basis in the event of default of the other party. All outstanding derivatives have been presented on a gross basis on the Statement of Financial Position as derivative assets or derivative liabilities, as they do not meet the criteria for offsetting in IAS 32 paragraph 42.

Liquidity Risk

Liquidity risk is the possibility that investments in the Fund cannot be readily converted into cash when required. To manage this risk, the Fund invests the majority of its assets in investments that are traded in an active market and which can be easily disposed. In addition, the Fund aims to retain sufficient cash and short-term investments to maintain liquidity and to meet its obligations when due.

Cash is required to fund redemptions. Unitholders must surrender units at least 10 business days prior to the last day of the month and receive payment on or before 15 calendar days following the month end valuation date. Therefore the Fund has a maximum of 21 business days to generate sufficient cash to fund redemptions mitigating liquidity issues.

The amounts in the table are the contractual undiscounted cash flows:

As at December 31 2014 Financial Liabilities	On Demand	‹ 3 months	Total
Accrued liabilities	$ –	$ 103,164	$ 103,164
Derivative liabilities	–	474,671	474,671
	$ –	$ 577,835	$ 577,835

	As at December 31, 2013 Financial Liabilities On Demand	< 3 months	Total
Accrued liabilities	$ –	$ 25,665	$ 25,665
Issue expenses payable	467,837	–	467,837
Due to brokers - investments	–	1,027,495	1,027,495
	$ 467,837	$ 1,053,160	$ 1,520,997

Market Risk

The Fund's investments are subject to market risk which is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market prices. The following include sensitivity analyses that show how the net assets attributable to holders of Class A and Class U units would have been affected by a reasonably possible change in the relevant risk variable at each reporting date. In practice, the actual results may differ and the differences could be material.

(a) Currency Risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The portfolio includes securities and options denominated in foreign currencies. The net asset value of the Fund and the value of the dividends and option premiums received by the Fund will be affected by fluctuations in the value of the foreign currencies relative to the Canadian dollar. The Fund uses foreign exchange contracts to actively hedge the majority of its foreign currency exposure.

The table below indicates the foreign currencies to which the Fund had significant exposure to as at December 31, 2014 and December 31, 2013 in Canadian dollar terms, and the notional amounts of forward exchange contracts. The table also illustrates the potential impact on the net assets attributable to Class A units if the Canadian dollar had strengthened or weakened by 5 percent in relation to each of the other currencies, with all other variables held constant.

	As at December 31, 2014 United States Currency Exposure			Impact on Net Assets Attributable to Holders of Class A and Class U Units		
	Monetary	Non-Monetary	Total	Monetary	Non-Monetary	Total
	$(29,978,655)	$ 32,747,482	$ 2,768,827	$ (1,498,933)	$ 1,637,374	$ 138,441
% of Net Assets Attributable to Holders of Class A and Class U Units	(92)%	100%	8%	(5)%	5%	0%

	As at December 31, 2013 United States Currency Exposure			Impact on Net Assets Attributable to Holders of Class A and Class U Units		
	Monetary	Non-Monetary	Total	Monetary	Non-Monetary	Total
	$(14,062,478)	$ 17,274,662	$ 3,212,184	$ (703,124)	$ 863,733	$ 160,609
% of Net Assets Attributable to Holders of Class A and Class U Units	(48)%	59%	11%	(2)%	3%	1%

(b) Interest Rate Risk

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of a financial instrument. The financial instruments which potentially expose the Fund to interest rate risk are the short-term fixed income securities. The Fund has minimal sensitivity to changes in rates since securities are usually held to maturity and are short-term in nature.

(c) Price Risk

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 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 segment. The Fund's most significant exposure to price risk arises from its investments in equity securities. Net assets per unit varies as the value of the securities in the Fund varies. The Fund has no control over the factors that affect the value of the securities in the Fund, including factors that affect all the constituents of the NASDAQ-100.

The Fund's price risk is managed by taking a long-term perspective and utilizing an option writing program, as well as by the use of purchased put options. Approximately 100 percent (December 31, 2013 - 62 percent) of the Fund's net assets attributable to holders of Class A and Class U units held at December 31, 2014 were publicly traded equities. If equity prices on the exchange increased or decreased by 5 percent as at December 31, 2014, the net assets attributable to holders of Class A and Class U units would have increased or decreased by $1.6M (2013 - $0.9M) respectively or 5.0 percent (December 31, 2013 - 3.1 percent) of the net assets attributable to holders of Class A and Class U units with all other factors remaining constant. In practice, actual trading results may differ and the difference could be material.

Concentration Risk

Concentration risk arises as a result of the concentration of exposures with the same category, whether it is geographical location, product type, industry sector or counterparty type. The following is a summary of the Fund's concentration risk:

	Dec. 31, 2014	Dec. 31, 2013
Information Technology	62.4%	61.8%
Consumer Discretionary	15.2%	24.6%
Industrials	10.6%	–
Telecommunication Services	6.4%	7.0%
Consumer Staples	5.4%	6.6%
	100.0%	100.0%

Capital Risk Management

Units may be surrendered at any time for redemption to Computershare Investor Services, the Fund's registrar and transfer agent, but will be redeemed only on a Redemption Date. Units surrendered for redemption on or before an Annual Redemption Deadline will be redeemed on the Annual Redemption Date corresponding to such Annual Redemption Deadline. Units surrendered for redemption on or before a Monthly Redemption Deadline will be redeemed on the Monthly Redemption Date corresponding to such Monthly Redemption Deadline. Unitholders will receive payment for the units on or before the Redemption Payment Date. If a Unitholder surrenders units after 5:00 p.m. (Toronto time) on the applicable cut-off date, the units will be redeemed on the following Redemption Date. Redemption proceeds will be payable in Canadian dollars to holders of Class A units and in U.S. dollars to holders of Class U units.

Fair Value Measurement

The Fund classifies fair value of measurement within a hierarchy which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: Inputs, other than quoted prices in Level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices), and

Level 3: Inputs that are based on unobservable market data.

The classification of an item into the above levels is based on the lowest level of the inputs used that has a significant effect on the fair value measurement of the item. Transfers of items between levels are recognized in the period they occur. The following table illustrates the classification of the Fund's assets and liabilities measured at fair value within the fair value hierarchy as at December 31, 2014 and December 31, 2013.

As at December 31, 2014	Level 1	Level 2	Level 3	Total
United States Common Shares	$ 32,778,335	$ –	$ –	$ 32,778,335
Forward Exchange Contracts	–	(395,310)	–	(395,310)
Options	(30,853)	–	–	(30,853)
	$ 32,747,482	$ (395,310)	$ –	$ 32,352,172

As at December 31, 2013	Level 1	Level 2	Level 3	Total
United States Common Shares	$ 18,302,157	$ –	$ –	$ 18,302,157
Forward Exchange Contracts	–	133,322	–	133,322
	$ 18,302,157	$ 133,322	$ –	$ 18,435,479

The carrying values of cash, dividends receivable, interest receivable, due to brokers - investments, accrued liabilities, issue expenses payable, due from brokers - investments and redemptions payable and the Fund's obligation for net assets attributable to holders of Class A and Class U units approximate their fair values due to their short-term nature.

(a) Equities

The Fund's equity positions are classified as Level 1 as equity securities are actively traded and a reliable quoted price is observable.

(b) Short-Term Investments

Short-term investments are valued at cost plus accrued interest which approximates fair value. The inputs are generally observable and therefore short-term investments have been classified as Level 2.

(c) Derivative Assets and Liabilities

Derivative assets and liabilities consist of forward exchange contracts and option contracts.

Listed options are classified as Level 1 as the security is traded in a recognized exchange and a reliable price is readily observable.

Fair value of over-the-counter options is determined using the Black-Scholes Model with observable market data as inputs. Forward exchange contracts are valued on the gain or loss that would be realized if, on the valuation date, the position in the forward exchange contract, as the case may be, was to be closed out. Over-the-counter option and forward exchange contracts for which the credit risks are determined not to be significant to fair value, have been classified as Level 2.

There were no transfers between Level 1 and Level 2 during 2014 and 2013.

8. Financial Instruments by Category

The following tables present the carrying amounts of the Fund's financial instruments by category as at December 31, 2014 and December 31, 2013.

Tables are based on restatements of values of financial instruments at fair value through profit and loss and unrealized gain/(loss) on investments as at December 31, 2013 to comply with IFRS. Note 5 discloses the transition adjustments.

As at December 31, 2014	Financial Instruments at FVTPL Designated at Inception	Financial Instruments at FVTPL Held for Trading	Financial Instruments at Amortized Cost	Total
Assets				
Non-derivative financial assets	$ 32,778,335	$ –	$ –	$ 32,778,335
Derivative assets	–	48,508	–	48,508
Cash	–	–	386,160	386,160
Dividends receivable	–	–	69,059	69,059
	$ 32,778,335	$ 48,508	$ 455,219	$ 33,282,062
Liabilities				
Accrued liabilities	$ –	$ –	$ 103,164	$ 103,164
Derivative liabilities	–	474,671	–	474,671
	$ –	$ 474,671	$ 103,164	$ 577,835

As at December 31, 2013	Financial Instruments at FVTPL Designated at Inception	Financial Instruments at FVTPL Held for Trading	Financial Instruments at Amortized Cost	Total
Assets				
Non-derivative financial assets	$ 18,302,157	$ –	$ –	$ 18,302,157
Derivative assets	–	133,322	–	133,322
Cash	–	–	12,500,715	12,500,715
Dividends receivable	–	–	7,823	7,823
	$ 18,302,157	$ 133,322	$ 12,508,538	$ 30,944,017
Liabilities				
Accrued liabilities	$ –	$ –	$ 25,665	$ 25,665
Issue expenses payable	–	–	467,837	467,837
Due to brokers - investments	–	–	1,027,495	1,027,495
	$ –	$ –	$ 1,520,997	$ 1,520,997

The following table presents the net gain/(loss) on financial instruments at FVTPL by category for the year ended December 31, 2014 and period ended December 31, 2013.

	Dec. 31, 2014	Dec. 31, 2013
Net Realized Gain/(Loss) on Financial Instruments at FVTPL		
Designated at Inception	$ 2,599,493	$ –
Held for Trading	(1,587,106)	(35,193)
	1,012,387	(35,193)
Net Change in Unrealized Gain/Loss on Financial Instruments at FVTPL		
Designated at Inception	2,537,835	267,604
Held for Trading	(537,260)	133,321
	2,000,575	400,925
Net Gain on Financial Instruments at FVTPL	$ 3,012,962	$ 365,732

9. Class A and Class U Units

The Fund's authorized capital includes an unlimited number of Class A units and an unlimited number of Class U units. On November 28, 2013, the Fund issued one Class A unit for $10.00 cash.

The Fund intends to pay equal quarterly cash distributions on the last business day of the months of March, June, September and December in an amount targeted to be 6.0 percent per annum of the issue price of the Class A and Class U units in their respective currencies. The initial cash distribution was paid on March 31, 2014 and was prorated to reflect the period from the December 19, 2013 to March 31, 2014.

During the year ended December 31, 2014 and period ended December 31, 2013, unit transactions are:

	Dec. 31, 2014	Dec. 31, 2013
Class A Units		
Units outstanding, beginning of period	2,800,000	–
Units issued	200,000	2,800,000
Conversions	46,829	–
Mandatory market purchases	(3,600)	–
Units outstanding, end of period	3,043,229	2,800,000
Class U Units		
Units outstanding, beginning of period	298,425	–
Conversions	(41,200)	–
Units issued	–	298,425
Units outstanding, end of period	257,225	298,425

10. Related Party Transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

(a) Management Fees

Strathbridge, as the Investment Manager and Manager under the terms of the Investment Management Agreement and Trust Agreement, receives fees payable at annual rates of 1.00 percent of the net asset value of the Fund, calculated and payable monthly, plus applicable taxes. The Fund is responsible for all ongoing custodian, manager, legal, accounting and audit fees as well as all other expenses incurred by the Custodian and Manager in the ordinary course of business relating to the Fund's operations. Total management fees for the year ended December 31, 2014 was $322,612 (2013 - $9,612).

(b) Board of Advisors' Remuneration

Total remuneration paid to the external members of the Board of Advisors for year ended December 31, 2014 was $20,400 (2013 - nil).

(c) Independent Review Committee Fees

Total remuneration paid to the external members of the Independent Review Committee for year ended December 31, 2014 was $6,900 (2013 - nil).

11. Brokerage Commissions and Soft Dollars

The Manager may select brokerages who charge a commission in soft dollars if they determine in good faith that the commission is reasonable in relation to the order execution and research services utilized. The ascertainable soft dollar value received as a percentage of total transaction fees paid during the year ended December 31, 2014 and period ended December 31, 2013 is disclosed below:

	Dec. 31, 2014	Dec. 31, 2013
Soft Dollars	$ 27,089	$ –
Percentage of Total Transaction Fees	30.3%	0.0%

12. Increase/(Decrease) in Net Assets Attributable to Holders of Class A and Class U Units per Unit

The Increase/(Decrease) in Net Assets Attributable to Holders of Class A and Class U Units per Unit for the year ended December 31, 2014 and period ended December 31, 2013 is calculated as follows:

	Dec. 31, 2014 Class A	Dec. 31, 2014 Class U	Dec. 31, 2013 Class A	Dec. 31, 2013 Class U
Increase in Net Assets Attributable to Holders of Units	$ 2,963,427	$ 553,859	$ 318,325	$ 20,842
Weighted Average Number of Units Outstanding during the Period	2,995,409	293,115	2,800,000	298,425
Increase in Net Assets Attributable to Holders of Units per Unit	$ 0.9893	$ 1.8896	$ 0.1137	$ 0.0698

13. Income Taxes

No amount is payable on account of income taxes in 2014 or 2013.

Accumulated non-capital losses of approximately $0.04M (2013 - $0.04M) are available for utilization against net investment income and expire in 2033 and capital losses of approximately $0.04M (2013 - $0.04M) are available for utilization against realized gains on sale of investments in future years.

Issue costs of approximately $1.7M (2013 - $2.1M) remain undeducted for tax purposes at year-end.

14. Future Accounting Policy Changes

IFRS 9: Financial Instruments ("IFRS 9"), which is intended to replace IAS 39: Financial Instruments: Recognition and Measurement, sets forth new requirements for financial instrument classification and measurement, impairment and hedge accounting. The mandatory effective date of IFRS 9 has been tentatively set for January 1, 2018. Although entities may still choose to apply IFRS 9 immediately, the Fund has chosen not to early adopt IFRS 9. Based on the Manager's current understanding and analysis of IFRS 9, the transition to IFRS 9 will change the manner in which investments are disclosed with no impact to value.

15. Subsequent Event

On November 12, 2014, the Board of Advisors approved a proposal to: (i) change the Fund's investment restrictions of the Fund so that not less than 75 percent (previously 80 percent) of the total assets of the Fund is invested in the top 20 highest yielding constituents of the NASDAQ-100 Index; (ii) change the Fund's investment restrictions so that the Fund may purchase equity securities of an issuer only if such securities are included in the NASDAQ-100 Index or public investment funds including exchange traded funds or other Strathbridge Funds (provided that no more than 15 percent of the net asset value of the Fund may be invested in securities of other Strathbridge Funds) that provide exposure to such securities in accordance with applicable law; and (iii) change the Fund's investment strategy to permit the Manager to hedge foreign currency exposure in its discretion when considered appropriate. A joint management information circular was mailed to unitholders of record on November 21, 2014 and a special meeting of unitholders of the Fund was held on December 23, 2014 to consider and vote upon the proposal. Pro-rata costs of $19,874 were accrued in relation to this special resolution.

On January 2, 2015, the Manager announced that the proposal was approved by the unitholders to change the investment restrictions and investment strategy of the Fund.

Board of Advisors

John P. Mulvihill
Chairman & CEO
Strathbridge Asset Management Inc.

John D. Germain
Senior Vice-President & Chief Financial Officer
Strathbridge Asset Management Inc.

Michael M. Koerner[1]
Corporate Director

Robert W. Korthals[1]
Corporate Director

Robert G. Bertram[1]
Corporate Director

[1] Independent Review Committee Member

Information

Independent Auditor:
Deloitte LLP
Brookfield Place
181 Bay Street, Suite 1400
Toronto, Ontario
M5J 2V1

Transfer Agent:
Computershare Investor Services Inc.
100 University Avenue, 8th Floor
Toronto, Ontario
M5J 2Y1

Units Listed:
Toronto Stock Exchange
trading under
NGI.UN

Custodian:
RBC Investor Services Trust
RBC Centre
155 Wellington Street West, 2nd Floor
Toronto, Ontario
M5V 3L3

Visit our website at www.strathbridge.com for additional information on all Strathbridge Investment Funds.

Investment Funds Managed by Strathbridge Asset Management Inc.

UNIT TRUSTS
Canadian Utilities & Telecom Income Fund (UTE.UN)
Core Canadian Dividend Trust (CDD.UN)
Gold Participation and Income Fund (GPF.UN)
Low Volatility U.S. Equity Income Fund (LVU.UN)
NDX Growth & Income Fund (NGI.UN)
Top 10 Canadian Financial Trust (TCT.UN)
U.S. Financials Income Fund (USF.UN)

SPLIT SHARES
Premium Income Corporation (PIC.PR.A/PIC.A)
S Split Corp. (SBN.PR.A/SBN)
Top 10 Split Trust (TXT.PR.A/TXT.UN)
World Financial Split Corp. (WFS.PR.A/WFS)

Head Office:

Strathbridge Asset Management Inc.
121 King Street West, Suite 2600
Standard Life Centre, P.O. Box 113
Toronto, Ontario
M5H 3T9

Tel:	416-681-3966
Toll Free:	1-800-725-7172
Fax:	416-681-3901
Email:	info@strathbridge.com

Contact your broker directly for address changes.

Strathbridge Asset Management Inc.
Investor Relations
121 King Street West, Suite 2600
Standard Life Centre, P.O. Box 113
Toronto, Ontario
M5H 3T9

Tel: 416-681-3966
Toll Free: 1-800-725-7172
Fax: 416-681-3901
Email: info@strathbridge.com

strathbridge
ASSET MANAGEMENT
www.strathbridge.com

R