

BMG GOLD BULLIONFUND

ANNUAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 2018



BMG Gold BullionFund

Annual Financial Statements

For the years ended December 31, 2018 and 2017



BMG
MANAGEMENT
SERVICES INC.

A BMG Company

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MANAGEMENT RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying financial statements of BMG Gold BullionFund (the “BMG Fund”) have been prepared by BMG Management Services Inc., in its capacity as manager (the “Manager”) of the BMG Fund, and have been approved by the Board of Directors of BMG Management Services Inc. The Board of Directors is responsible for the information and representations contained in these financial statements, and in the Management Report of Fund Performance.

The Manager maintains appropriate processes to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with International Financial Reporting Standards, and include certain amounts that are based on estimates and judgments made by the Manager. The significant accounting policies that the Manager believes are appropriate for the BMG Fund are described in Note 2 to the financial statements.

The Audit Committee of the Board of Directors is responsible for reviewing the financial statements and the Management Report of Fund Performance, and for recommending them to the Board of Directors of the Manager for approval, in addition to meeting with management and external auditors to discuss internal controls over the financial reporting process, auditing matters and financial reporting issues.

BDO Canada LLP is the external auditor of the BMG Fund, and is appointed by the trustee of the BMG Fund. The auditor of the BMG Fund has audited the financial statements in accordance with Canadian Generally Accepted Auditing Standards to enable it to express to the unitholders its opinion on the financial statements. The auditor’s report is set out herein.



Nick Barisheff
President & CEO
Director



Hema Anganu
Chief Financial Officer
Director

Independent Auditor's Report

To the Unitholders of BMG Gold BullionFund

Opinion

We have audited the financial statements of BMG Gold BullionFund (the "Fund"), which comprise the statements of financial position as at December 31, 2018 and 2017, and the statements of comprehensive income, changes in net assets attributable to holders of redeemable units and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of BMG Gold BullionFund as at December 31, 2018 and 2017, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Fund in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the:

- The information, other than the financial statements and our auditor's report thereon, included in the Fund's Annual Report; and
- The information included in the Management Report of Fund Performance filed with the relevant Canadian Securities Commissions.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained the Annual Report and the Management Report of Fund Performance prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance 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.



In preparing the financial statements, management is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

BDO Canada LLP

Chartered Professional Accountants, Licensed Public Accountants

March 27, 2019
Toronto, Ontario

STATEMENTS OF FINANCIAL POSITION

As at December 31

	2018 \$	2017 \$
ASSETS		
Current assets		
Cash	661,162	733,152
Investments in gold bullion [Average cost \$68,268,907; December 2017 - \$81,434,423]	80,227,063	91,265,111
Subscriptions receivable	15,405	9,700
Total assets	80,903,630	92,007,963
LIABILITIES		
Current liabilities		
Management fees payable	144,204	176,417
Redemptions payable	173,899	54,649
Accounts payable and accrued liabilities	129,037	117,990
Total liabilities (excluding net assets attributable to holders of redeemable units)	447,140	349,056
Net assets attributable to holders of redeemable units	80,456,490	91,658,907
Net assets attributable to holders of redeemable units per class (Note 3)		
Class A	58,235,006	71,760,140
Class B3	135,787	585,169
Class C2	319,092	-
Class C3	1,895,168	768,441
Class D	1,190,839	-
Class F	16,234,015	14,940,933
Class G09	1,282,661	2,446,865
Class I	10	-
Class S1	1,126,087	1,110,934
Class S2	37,825	46,425
	80,456,490	91,658,907

Net asset value attributable to holders of redeemable units per class is disclosed in Note 3.

See accompanying notes.

On behalf of the Board of Directors of BMG Management Services Inc.,
Trustee and Manager of BMG Gold BullionFund



Nick Barisheff
Director



Hema Anganu
Director

STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31

	2018 \$	2017 \$
INVESTMENT INCOME		
Net unrealized gains on investments in gold bullion	2,127,468	1,639,927
Net realized gains on investments in gold bullion	2,976,202	3,199,628
Net foreign exchange gains (losses)	7,325	(17,561)
Total investment income	5,110,995	4,821,994
EXPENSES		
Management fees (Note 4)	1,713,377	2,151,978
Security holder reporting costs	307,262	308,234
Bullion storage fees	69,633	79,289
Services tax	240,782	289,786
Other administrative expenses	9,016	12,370
Legal fees	23,757	24,280
Audit fees	25,915	26,400
Filing fees	28,234	29,571
Independent Review Committee fees	5,814	5,814
Total expenses	2,423,790	2,927,722
Increase in net assets attributable to holders of redeemable units	2,687,205	1,894,272
Increase (decrease) in net assets attributable to holders of redeemable units per class (note 3)		
Class A	2,048,929	1,402,459
Class B3	24,783	13,792
Class C2	2,902	-
Class C3	67,240	30,354
Class D	53,101	-
Class F	627,808	283,328
Class G09	77,093	127,125
Class I	(284,479)	-
Class S1	67,464	35,979
Class S2	2,364	1,235
	2,687,205	1,894,272

See accompanying notes.

STATEMENTS OF CHANGES IN NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS

For the years ended December 31

	2018 \$	2017 \$
Net assets attributable to holders of redeemable units, beginning of year	91,658,907	108,916,682
Issue of redeemable units	26,146,211	15,395,735
Redemption of redeemable units	(40,035,833)	(34,547,782)
Increase in net assets attributable to holders of redeemable units	2,687,205	1,894,272
Net assets attributable to holders of redeemable units, end of year	80,456,490	91,658,907

See accompanying notes.

STATEMENTS OF CASH FLOWS

For the years ended December 31

	2018 \$	2017 \$
CASH FLOW FROM OPERATING ACTIVITIES		
Increase in net assets attributable to holders of redeemable units	2,687,205	1,894,272
Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by operating activities		
Purchase of investments in gold bullion	(15,415,002)	(5,823,423)
Proceeds from sales of investments in gold bullion	31,556,720	28,087,623
Net realized gains on investments in gold bullion	(2,976,202)	(3,199,628)
Net unrealized gains on investments in gold bullion	(2,127,468)	(1,639,927)
Net changes in non-cash operating balances:		
Decrease in due from broker	-	125,999
Decrease in management fees payable	(32,213)	(34,713)
Increase in accounts payable and accrued liabilities	11,047	15,756
Net cash provided by operating activities	13,704,087	19,425,959
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of redeemable units	26,146,211	15,395,735
(Increase) decrease in subscriptions receivable	(5,705)	25,753
Amounts paid on redemption of redeemable units	(40,035,833)	(34,547,782)
Increase (decrease) in redemptions payable	119,250	(131,650)
Net cash used in financing activities	(13,776,077)	(19,257,944)
Net increase in cash during the year	(71,990)	168,015
Cash, beginning of the year	733,152	565,137
Cash, end of year	661,162	733,152

See accompanying notes.

SCHEDULE OF INVESTMENT PORTFOLIO

As at December 31, 2018

	Allocated ounces	Unallocated ounces	Total Fine ounces	Average Cost \$	Fair Value \$	Total %
Gold Bullion	45,492.269	459.267	45,951.536	68,268,907	80,227,063	99.2
Cash				659,869	661,162	0.8
Total Investment				68,928,776	80,888,225	100.0

The BMG Fund's investments in gold bullion are held pursuant to a custodial agreement with a major Canadian chartered bank (or subsidiary thereof) on an allocated, segregated basis.

The allocated gold bullion is recorded by refinery, exact weight in ounces and identification number.

The BMG Fund's gold bullion is free and clear of any lien or claim that the major Canadian chartered bank (or subsidiary thereof) may have, except where the claim arises from any unpaid costs.

NOTES TO FINANCIAL STATEMENTS

1. Formation of the Fund

BMG Gold Bullion Fund (the "BMG Fund") was established under the laws of Ontario by a Master Declaration of Trust and Regulation each dated September 4, 2009, as amended. The address of the BMG Fund's registered office is: 280-60 Renfrew Drive, Markham, ON, L3R 0E1. BMG Management Services Inc. (the "Manager") is the trustee and manager of the BMG Fund. The BMG Fund currently offers ten classes of units.

These financial statements pertain to Class A, Class B3, Class C2, Class C3, Class D, Class F, Class G09, Class I, Class S1 and Class S2 units. The classes were first offered on the following dates:

Class A	September 4, 2009	Class F	January 18, 2010
Class B3	March 27, 2015	Class G09	June 10, 2010
Class C2	March 27, 2018	Class I	April 04, 2018
Class C3	March 12, 2014	Class S1	November 9, 2010
Class D	January 16, 2018	Class S2	November 9, 2010

The BMG Fund invests only in gold bullion, with the objective of providing a secure, convenient, low-cost alternative for investors seeking to hold gold bullion for capital preservation, long-term appreciation, portfolio diversification and portfolio hedging purposes. The BMG Fund's fixed investment strategy avoids the need for a portfolio manager.

NOTES TO FINANCIAL STATEMENTS *(continued)*

2. Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

Basis of Preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”).

The financial statements were authorized for issue by the Board of Directors on March 21, 2019.

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of investments in gold bullion at fair value through profit or loss, and are presented in Canadian dollars, which is the BMG Fund’s functional and presentation currency.

Financial Instruments

(a) Classification

The BMG Fund classifies its investments in gold bullion at fair value through profit or loss.

The BMG Fund classifies financial assets and financial liabilities other than its investments in gold bullion into the following categories:

- Financial assets at amortized cost: Cash, subscriptions receivable.
- Financial liabilities at amortized cost and designated as other financial liabilities: Accounts payable and accrued liabilities, redemptions payable and management fees payable.

(b) Recognition/derecognition

Purchases and sales of investments in gold bullion are recognized on the trade date, the date on which the BMG Fund commits to purchase or sell the investment. Transaction costs for such instruments are recognized directly in the Statements of Comprehensive Income as incurred. Financial assets classified at amortized cost are recognized on the day that they are transferred to the BMG Fund at fair value, plus transaction costs that are directly attributable to their acquisition or issue.

Financial assets are derecognized when the rights to receive cash flows from the assets have expired, or the BMG Fund has transferred substantially all risks and rewards of ownership.

Financial liabilities, other than those at fair value through profit or loss, are recognized initially at fair value plus transaction costs that are directly attributable to their acquisition or issue. Financial liabilities arising from the redeemable units issued by the BMG Fund are presented at the redemption amount representing the investors’ right to a residual interest in the BMG Fund’s assets.

Realized gains and losses on investments in gold bullion are recognized in the Statements of Comprehensive Income. Costs of investments in gold bullion are determined on an average cost basis.

(c) Subsequent measurement

Subsequent to initial recognition, the BMG Fund measures all financial instruments classified at fair value through profit or loss at fair value, with changes in the fair value recognized in the Statements of Comprehensive Income. Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm’s length transaction. The fair value of financial instruments traded in active markets is based on their quoted market prices at the close of trading on the reporting date. The fair value of financial instruments that are not traded in an active market, if any, is determined using a valuation technique, or sourced from a reputable broker/counterparty.

NOTES TO FINANCIAL STATEMENTS *(continued)*

(d) Fair value measurement

Fair value is the price that would be received on the sale of an asset, or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the BMG Fund has access at that date.

The value of gold bullion is priced based on available spot prices. The difference between the gold bullion spot price and the average cost is shown as “Net unrealized gains on investments in gold bullion.”

The market values of investments denominated in foreign currencies are translated into Canadian dollars at the rates of exchange applicable on the relevant valuation date.

(e) Classification of fair value measurement

IFRS 13 requires the BMG Fund to classify fair value measurement using a fair value hierarchy that reflects the significance of the inputs used in making the measurement. The fair value hierarchy has the following levels:

Level 1	Unadjusted quoted prices in active markets
Level 2	Inputs other than quoted prices included in Level 1 that are observable either directly (i.e. prices) or indirectly (i.e. derived from prices)
Level 3	Unobservable inputs

Fair value of investments in gold bullion is classified at Level 1 within the fair value hierarchy.

Income and Expense Recognition

The BMG Fund follows the daily accrual method of recording investment income and expenses. Expenses, such as management fees, specifically related to each class of units of the BMG Fund are charged directly to that class of units. Income, expenses and realized and unrealized gains (losses) are allocated to each class of the BMG Fund based on that class’s pro-rated share of the total net assets of the BMG Fund.

Foreign Currency Translation

The BMG Fund’s subscriptions and redemptions are denominated in Canadian dollars, which is also its functional and presentation currency. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the dates that transactions occur. Foreign currency assets and monetary liabilities are translated into the functional currency using the exchange rate prevailing on the measurement date. Foreign exchange gains and losses are presented in the Statements of Comprehensive Income.

Calculation of Per-Unit Net Asset Value (“NAV”) Attributable to Holders of Redeemable Units

The NAV of each class of units of the BMG Fund is calculated in Canadian dollars at 4:00 p.m. (EST) on each day that the Toronto Stock Exchange is open for trading.

The NAV per unit of each class of the BMG Fund that is used for subscriptions and redemptions is the same as the net assets attributable to holders of redeemable units per unit of that class that is used in these financial statements.

A separate NAV is calculated for each class of units of the BMG Fund by taking that class’s proportionate share of the BMG Fund’s assets less that class’s proportionate share of the BMG Fund’s common liabilities and deducting from this amount all liabilities that relate solely to that specific class. The NAV per unit for each class is determined by dividing the NAV of each class by the number of units of that class outstanding at the relevant valuation date.

Income Taxes

The BMG Fund qualifies as a mutual fund trust under the Income Tax Act (Canada). All of the BMG Fund’s net income for tax purposes and sufficient capital gains realized in any period are required to be distributed to unitholders such that no tax is payable by the BMG Fund. As a result, the BMG Fund does not record income taxes. Since the BMG Fund does not record income taxes, the tax benefit of capital and non-capital losses has not been reflected in the Statements of Financial Position as a deferred income tax asset. Refer to Note 6 for unused income tax losses.

NOTES TO FINANCIAL STATEMENTS *(continued)*

Increase (Decrease) in Per-Unit Net Assets Attributable to Holders of Redeemable Units

Any increase (decrease) in per-unit net assets attributable to holders of redeemable units represents the change in net assets attributable to holders of redeemable units of each class divided by the weighted average number of units of that class of the BMG Fund outstanding during the period (see Note 3).

Critical Estimates and Judgments

In the application of the BMG Fund's accounting policies, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily available from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The Board of Directors considers the currency of the primary economic environment in which the BMG Fund operates to be the Canadian dollar, as this is the currency that, in their opinion, most faithfully represents the economic effects of underlying transactions, events and conditions. Furthermore, the Canadian dollar is the currency in which the BMG Fund measures its performance, and also issues and redeems its redeemable units.

New Standards, Interpretations and Amendments

Effective January 1, 2018, the BMG Fund adopted IFRS 9, Financial Instruments ("IFRS 9"). The new standard requires financial assets to be classified into one of three categories: carried at amortized cost, carried at fair value with changes recognized in profit or loss or carried at fair value with changes through other comprehensive income. The classification is based on the entity's business model for managing financial assets and the contractual cash flow characteristics of the financial assets.

The classification and measurement of financial liabilities remains generally unchanged, with the exception of financial liabilities recorded at fair value through profit or loss, where fair value changes attributable to changes in the entity's own credit risk are to be presented in other comprehensive income unless they affect amounts recorded in income.

Upon adoption of the new standard, the classification of loans and receivables no longer exists and all financial assets classified as loans and receivables, including cash and subscription receivables, have been classified as financial assets at amortized cost. The Company's investments in gold bullion continue to be classified as fair value through profit or loss. The Company's financial liabilities also continue to be classified as financial liabilities at amortized cost.

Under the transitional provisions, management has opted to retain prior figures as reported under the previous standards, recognizing the cumulative effect, if any, of applying IFRS 9 as an adjustment to the opening balance of net assets attributable to holders of redeemable units as at the date of initial application.

The impact of applying IFRS 9, including the adoption of the 'expected loss' impairment model, was determined to be insignificant. Accordingly, no adjustments were considered necessary to these financial statements as a result of adopting IFRS 9 with an effective date of January 1, 2018.

NOTES TO FINANCIAL STATEMENTS *(continued)*

3. Redeemable Units

Each unit of each class of the BMG Fund represents an interest in the assets of that class of the BMG Fund. All units of a class of the BMG Fund generally have the same rights and privileges. Each unit of each class of the BMG Fund is entitled to one vote at any meeting of unitholders of the BMG Fund. Each unit of each class of the BMG Fund is also entitled, subject to any management fee distributions, to participate equally in any distributions by the BMG Fund. Fractional units of a class of the BMG Fund are proportionately entitled to all the same rights as other units of that class of the BMG Fund, except that they are non-voting. All units of each class of the BMG Fund are fully paid when issued, and are generally not transferable. Units of each class of the BMG Fund are redeemable at the option of the unitholder owning such units. The number of units of the BMG Fund that may be issued is unlimited. The units of each class of the BMG Fund are issued and redeemed at the NAV per unit of that class of the BMG Fund. There are no differences between the NAV per unit of each class of the BMG Fund and the Net Assets Attributable to Holders of Redeemable Units per Unit of each class of the BMG Fund.

Unitholder transactions during the year ended December 31:

	Class A		Class B3	
	2018	2017	2018	2017
Balance - beginning of year	14,617,973	18,284,540	57,102	57,102
Issued	618,114	801,383	-	-
Redeemed	(3,839,635)	(4,467,950)	(44,511)	-
Balance - end of year	11,396,452	14,617,973	12,591	57,102
Average units outstanding	13,149,181	16,909,104	24,176	57,102
	Class C2		Class C3	
	2018	2017	2018	2017
Balance - beginning of year	-	-	76,175	95,582
Issued	31,966	-	106,549	-
Redeemed	-	-	(5,197)	(19,407)
Balance - end of year	31,966	-	177,527	76,175
Average units outstanding	30,050	-	147,584	87,872
	Class D		Class F	
	2018	2017	2018	2017
Balance - beginning of year	-	-	2,586,138	2,106,585
Issued	129,172	-	1,602,804	1,284,228
Redeemed	(13,694)	-	(1,519,248)	(804,675)
Balance - end of year	115,478	-	2,669,694	2,586,138
Average units outstanding	55,976	-	2,935,702	2,262,089
	Class G09		Class I	
	2018	2017	2018	2017
Balance - beginning of year	214,558	505,439	-	-
Issued	1,678	323,556	1,107,883	-
Redeemed	(109,493)	(614,437)	(1,107,882)	-
Balance - end of year	106,743	214,558	1	-
Average units outstanding	146,874	401,077	934,226	-
	Class S1		Class S2	
	2018	2017	2018	2017
Balance - beginning of year	112,050	118,050	4,800	4,800
Issued	-	-	-	-
Redeemed	(5,100)	(6,000)	(1,100)	-
Balance - end of year	106,950	112,050	3,700	4,800
Average units outstanding	108,678	114,325	4,080	4,800

NOTES TO FINANCIAL STATEMENTS (continued)

Total net assets attributable to holders of redeemable units per class and per unit

For the year ended December 31, 2018

	Net assets attributable to holders of redeemable units, beginning of year	Subscriptions	Redemptions	Increase/ (decrease) in net assets attributable to holders of redeemable units	Net assets attributable to holders of redeemable units, end of year	Net assets attributable to holders of redeemable units per unit	Increase/ (decrease) in net assets attributable to holders of redeemable units per unit
	\$	\$	\$	\$	\$	\$	\$
Class A	71,760,140	3,032,913	(18,606,976)	2,048,929	58,235,006	5.11	0.16
Class B3	585,169	-	(474,165)	24,783	135,787	10.78	1.03
Class C2	-	316,190	-	2,902	319,092	9.98	0.10
Class C3	768,441	1,109,681	(50,194)	67,240	1,895,168	10.68	0.46
Class D	-	1,266,623	(128,885)	53,101	1,190,839	10.31	0.95
Class F	14,940,933	9,443,317	(8,778,043)	627,808	16,234,015	6.08	0.21
Class G09	2,446,865	18,619	(1,259,916)	77,093	1,282,661	12.02	0.52
Class I	-	10,958,868	(10,674,379)	(284,479)	10	10.30	(0.30)
Class S1	1,110,934	-	(52,311)	67,464	1,126,087	10.53	0.62
Class S2	46,425	-	(10,964)	2,364	37,825	10.22	0.58
Total	91,658,907	26,146,211	(40,035,833)	2,687,205	80,456,490	N/A	N/A

For the year ended December 31, 2017

	Net assets attributable to holders of redeemable units, beginning of year	Subscriptions	Redemptions	Increase/ (decrease) in net assets attributable to holders of redeemable units	Net assets attributable to holders of redeemable units, end of year	Net assets attributable to holders of redeemable units per unit	Increase/ (decrease) in net assets attributable to holders of redeemable units per unit
	\$	\$	\$	\$	\$	\$	\$
Class A	88,712,135	4,014,962	(22,369,416)	1,402,459	71,760,140	4.91	0.08
Class B3	571,377	-	-	13,792	585,169	10.25	0.24
Class C3	937,453	-	(199,366)	30,354	768,441	10.09	0.35
Class F	11,888,289	7,517,993	(4,748,677)	283,328	14,940,933	5.78	0.13
Class G09	5,628,322	3,862,780	(7,171,362)	127,125	2,446,865	11.40	0.32
Class S1	1,133,916	-	(58,961)	35,979	1,110,934	9.91	0.31
Class S2	45,190	-	-	1,235	46,425	9.67	0.26
Total	108,916,682	15,395,735	(34,547,782)	1,894,272	91,658,907	N/A	N/A

4. Related-Party Transactions

Management Fees

The Manager is responsible for the day-to-day activities of the BMG Fund, providing or arranging for all required administrative services, and arranging for the distribution of units of the BMG Fund. For these services, the BMG Fund pays the Manager an annual management fee as defined by the rates set out below. The fees are payable monthly in arrears based on the average daily net assets of the BMG Fund.

Class A	2.25%	Class F	1.25%
Class B3	1.25%	Class G09	1.25%
Class C2	0.87%	Class I	0.00%
Class C3	0.75%	Class S1	0.45%
Class D	1.50%	Class S2	0.95%

For the year ended December 31, 2018 the BMG Fund incurred management fees of \$1,713,377 [2017: \$2,151,978].

NOTES TO FINANCIAL STATEMENTS (continued)

Holdings of Related Party

The Manager held units in the following Class as at December 31:

	2018	2017
Class A	-	23,942
Class D	11,938	-
Class I	1	-

5. Sales Commission

A sales commission may be charged by a registered dealer or representative at the time an investor buys Class A units, Class B units, Class G units or Class S units of the BMG Fund. The maximum amount of the sales commission for Classes A, B, and G is 5.26% of the net amount invested, and for Class S 5.82% of the net amount invested. The sales commission is only negotiable for Classes A, B and G. No sales commission is currently charged for the other classes of units of the BMG Fund.

The Manager paid trailer fees to dealers of \$638,774 during the 2018 fiscal year [2017: \$841,581].

6. Income Tax Loss Carryforwards

As at December 31, 2018, the BMG Fund had no capital or non-capital losses available to offset future years' taxable income.

For tax purposes, the BMG Fund generally treats gains from the disposition of bullion as capital gains, rather than income, as it intends to be a long-term passive holder of bullion, and it generally disposes of its holdings in bullion only for the purposes of meeting redemptions or to fund the payment of expenses incurred by the BMG Fund. The Canada Revenue Agency has, however, expressed the opinion, that gains or losses of mutual fund trusts resulting from transactions in commodities should generally be treated for tax purposes as ordinary income rather than as capital gains, although the treatment in each particular case remains a question of fact to be determined having regard to all the circumstances. The Canada Revenue Agency may assert that its position applies to BMG Fund's transactions in respect of bullion.

7. Financial Risk Management

The BMG Fund's financial instruments consist primarily of cash, subscriptions receivable, due from broker, investments in gold bullion, management fees payable, redemptions payable, and accounts payable and accrued liabilities. The BMG Fund's cash and gold bullion holdings are exposed to various types of risk, including market risk, credit risk, liquidity risk, interest rate risk and currency risk. These risks and related risk-management practices employed by the BMG Fund are described below.

Market Risk

Market risk is the risk that the fair value or future cash flows of gold bullion investments will fluctuate because of changes in market prices or transaction timing. The market price of gold is affected by a variety of factors, including demand, supply, international events and economic events. The BMG Fund employs a purchase-and-hold investment strategy with purchases in one type of investment. Since the BMG Fund does not lease gold, the only future cash flows will be from dispositions of gold bullion. Dispositions of bullion will be necessary to pay redemptions when cash reserves are not adequate.

As at December 31, 2018, the effect on the BMG Fund's net assets if there were a 5% increase or decrease in the price of gold bullion, with all other variables held constant, would be an increase, or decrease, of \$4,011,353 [December 31, 2017: \$4,563,256] or 4.98% [December 31, 2017: 4.98%].

The actual result will vary depending upon the quantity of gold held and other factors, and the difference may be material.

Credit Risk

As at December 31, 2018, the BMG Fund had no investments in debt instruments and/or derivatives. The BMG Fund limits its exposure to credit loss by placing its cash in high-credit-quality issuers. Dispositions of gold bullion, if any, are with a major Canadian chartered bank (or subsidiary thereof) that is a recognized dealer in bullion. The BMG Fund may have credit exposure to the Canadian chartered bank (or subsidiary thereof) to the extent of any unsettled trades.

NOTES TO FINANCIAL STATEMENTS *(continued)*

Liquidity Risk

The BMG Fund is exposed to daily cash redemptions of redeemable units. The BMG Fund aims to retain sufficient cash positions to maintain liquidity. In addition, gold bullion is readily realizable and liquid. Therefore, the BMG Fund's liquidity risk is minimal. All liabilities are payable within a year. Redeemable units are redeemable on demand at the holder's option. However, the Manager does not expect that the contractual maturity will be representative of the actual cash outflows, as holders of these instruments typically retain them for longer periods. The tables below analyze the BMG Fund's financial liabilities into relevant maturity groupings based on the remaining period to the contractual maturity date. The amounts in the table are contractual undiscounted cash flows.

December 31, 2018

Financial liabilities	On demand	< 3 Months	Total
Management fees payable	\$ -	\$ 144,204	\$ 144,204
Redemptions payable	-	173,899	173,899
Accounts payable and accrued liabilities	-	129,037	129,037
Redeemable units	80,456,490	-	80,456,490

December 31, 2017

Financial liabilities	On demand	< 3 Months	Total
Management fees payable	\$ -	\$ 176,417	\$ 176,417
Redemptions payable	-	54,649	54,649
Accounts payable and accrued liabilities	-	117,990	117,990
Redeemable units	91,658,907	-	91,658,907

Interest Rate Risk

The majority of the BMG Fund's financial assets and liabilities were non-interest-bearing as at December 31, 2018 and 2017. Accordingly, the BMG Fund is not directly exposed to significant risk due to fluctuations in the prevailing levels of market interest rates.

Currency Risk

Gold bullion is generally quoted and traded in US dollars and, as a result, the BMG Fund is subject to foreign currency risk. The BMG Fund does not hedge its foreign currency exposure.

The BMG Fund holds cash in Canadian and US dollars to pay redemptions and operating costs. The Manager monitors the cash balance of the BMG Fund on a daily basis, and only purchases gold bullion when surplus cash is available. Normally the cash balance is less than 5% of the assets of the BMG Fund.

As at December 31, 2018, 99.7% [December 31, 2017: 99.7%;] of the BMG Fund's net assets were exposed to US dollars. If the exchange rate with the Canadian dollar increased or decreased by 1% with all other variables held constant, net assets would have increased or decreased respectively by approximately \$803,004 [December 31, 2017: \$913,543].

Actual results may differ from this sensitivity analysis and the difference could be material, because the price of bullion tends to be negatively correlated with the US dollar.

NOTES TO FINANCIAL STATEMENTS (continued)

Foreign Currency Exposure

December 31, 2018

Description	US \$	Canada \$	Total \$
Cash	79,794	581,368	661,162
Investments in gold bullion	80,227,063	-	80,227,063
Other Net Assets	(6,426)	(425,309)	(431,735)
Net Assets	80,300,431	156,059	80,456,490
Percent	99.7%	0.3%	100.0%

December 31, 2017

Description	US \$	Canada \$	Total \$
Cash	97,340	635,812	733,152
Investments in gold bullion	91,265,111	-	91,265,111
Other Net Assets	(8,191)	(331,165)	(339,356)
Net Assets	91,354,260	304,647	91,658,907
Percent	99.7%	0.3%	100.0%

8. Capital Management

Redeemable units issued and outstanding are considered to be the capital of the BMG Fund. The BMG Fund does not have any specific capital requirements on the subscription and redemption of units, other than certain minimum subscription requirements. Unitholders are entitled to require payment of the net asset value per unit of the BMG Fund for all or any of the units of such unitholder by giving written notice to the Manager. The written notice must be received no later than 4:00 p.m. EST on the valuation day upon which the units are to be redeemed. Additionally, the notice must be irrevocable and the signature thereon must be guaranteed by a Canadian chartered bank, a trust company or an investment dealer acceptable to the Manager. The units are redeemable for cash equal to a pro rata share of the BMG Fund's net asset value.

9. Fair Value Measurement

All fair value measurements above are recurring. The carrying values of cash, subscriptions receivable, accounts payable and accrued liabilities, redemptions payable, management fees payable and the BMG Fund's obligation for net assets attributable to holders of redeemable units approximate their fair values because of their short-term nature. Fair values are classified as Level 1 when the related investment is actively traded and a quoted price is available. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are classified into Level 2, unless the measurement of their fair value requires the use of significant unobservable inputs, in which case they are classified as Level 3.

There were no transfers between levels for the years ended December 31, 2018 and 2017. In addition, there were no investments or transactions classified in Level 3 for the years ended December 31, 2018 and 2017.



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