
Financial statements of Ontario Capital Growth Corporation

March 31, 2022

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Independent Auditor's Report

To the Board of Directors of
Ontario Capital Growth Corporation

Opinion

We have audited the financial statements of the Ontario Capital Growth Corporation, which comprise the statement of financial position as at March 31, 2022, and the statements of operations and changes in accumulated operating surplus, remeasurement gains and losses, change in net financial assets, and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Ontario Capital Growth Corporation as at March 31, 2022, and the results of its operations, change in net financial assets and its cash flows for the year then ended in accordance with Canadian Public Sector Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). 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 Ontario Capital Growth Corporation 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 information, other than the financial statements and our auditor's report thereon, in the Annual Report.

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 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 the financial statements in accordance with Canadian Public Sector accounting 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 Ontario Capital Growth Corporation'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 Ontario Capital Growth Corporation or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Ontario Capital Growth Corporation'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 GAAS 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 GAAS, 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 Ontario Capital Growth Corporation'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 Ontario Capital Growth Corporation'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 Ontario Capital Growth Corporation 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.

Deloitte LLP

Chartered Professional Accountants
Licensed Public Accountants
June 27, 2022

Ontario Capital Growth Corporation

Statement of financial position

As at March 31, 2022

(Amounts in Canadian dollars)

	Notes	2022 \$	2021 \$
Financial assets			
Cash and cash equivalents		67,176,978	22,917,531
Marketable securities	4	283,024,754	207,215,299
Accounts receivable	5	1,483,595	4,626
Investment in limited partnerships	6	133,034,014	186,092,256
Ontario Emerging Technologies Fund – OETF	7 and 8	2,741,756	19,326,839
		487,461,097	435,556,551
Liabilities			
Accounts payable and accrued liabilities	12	611,880	482,819
Net financial assets		486,849,217	435,073,732
Non financial assets	15	—	—
Accumulated surplus		486,849,217	435,073,732
Contractual commitments	11		
Accumulated surplus is comprised of			
Accumulated operating surplus		486,909,290	434,535,858
Accumulated remeasurement (losses) gains		(60,073)	537,874
		486,849,217	435,073,732

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

Approved by the Board

_____, Director

_____, Director

Ontario Capital Growth Corporation

Statement of operations and changes in accumulated operating surplus

Year ended March 31, 2022

(Amounts in Canadian dollars)

Notes	Budget \$	2022 Actual \$	2021 Actual \$
Revenue			
Funding and transfer payments from the Province of Ontario			
OCGC Operating	14	—	1,440,000
Interest income	418,000	551,775	947,611
Investment Income on OETF portfolio investments	—	2,760,510	15,880
Investment income on distribution from			
OVCF	340,000	154,418	—
Lumira III	—	—	67,466
Genesys III	—	125	—
Amplitude	—	2,568	3,086
Realized capital gain on OETF investments	—	34,551,427	67,851
Capital gain on distribution from			
OVCF	8,681,000	9,130,672	432,480
SUVF	4,818,000	4,818,131	—
Yaletown I	—	14,068	—
Lumira III	1,078,000	2,203,082	1,954,893
Genesys III	—	109,117	—
Expression of Interest expense recovery from funds			
Prior period	14,615	14,615	93,323
Current period	24,385	39,448	—
Other expense recovery	—	100,363	—
Foreign exchange loss	3	(134,000)	(506,270)
	15,240,000	53,944,049	2,827,279
Expenses			
Reimbursements to the Province of Ontario	12	904,000	991,418
Cash management fees	11	32,000	29,237
Professional services fees	11	569,000	501,813
Board and committee member expenses		6,000	6,388
Impairment of OETF portfolio investments	10	—	—
Bad debt expense		—	41,761
		1,511,000	1,570,617
Annual surplus		13,729,000	52,373,432
Accumulated operating surplus, beginning of year		434,535,858	434,535,858
Accumulated operating surplus, end of year		448,264,858	486,909,290

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

Ontario Capital Growth Corporation
Statement of remeasurement gains and losses

Year ended March 31, 2022
(Amounts in Canadian dollars)

	Budget	2022	2021
	\$	Actual	Actual
		\$	\$
Accumulated remeasurement gains, beginning of year	537,874	537,874	454,157
Unrealized gains (losses) attributable to			
Foreign exchange	(37,874)	(52,748)	(285,571)
Marketable securities	—	(70,607)	20,284
OETF portfolio investments	—	(474,592)	349,004
	(37,874)	(597,947)	83,717
Accumulated remeasurement gains (losses), end of year	500,000	(60,073)	537,874

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

Ontario Capital Growth Corporation
Statement of change in net financial assets

Year ended March 31, 2022
(Amounts in Canadian dollars)

	Budget	2022 Actual	2021 Actual
	\$	\$	\$
Annual surplus	13,729,015	52,373,432	1,146,079
Net remeasurement (losses) gains	(37,874)	(597,947)	83,717
Increase in net financial assets	13,691,141	51,775,485	1,229,796
Net financial assets, beginning of year	435,073,732	435,073,732	433,843,936
Net financial assets, end of year	448,764,873	486,849,217	435,073,732

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

Ontario Capital Growth Corporation

Statement of cash flows

Year ended March 31, 2022

(Amounts in Canadian dollars)

	2022	2021
	\$	\$
Operating transactions		
Annual surplus	52,373,432	1,146,079
Bad debt expense	41,761	—
Realized gains on sale of OETF investments	(34,551,427)	(67,851)
Realized gains on distributions from limited partnerships	(16,275,070)	(2,387,373)
Impairment of OETF portfolio investment	—	307,000
Changes in non-cash operating balances		
Accounts receivable	(1,478,969)	25,596,417
Accounts payable and accrued liabilities	129,061	56,901
	238,788	24,651,173
Investing transactions		
Proceeds from disposal and redemptions of marketable securities	504,308,887	449,316,047
Purchase of marketable securities	(545,398,693)	(451,950,301)
Proceeds from investments in limited partnerships	16,275,070	2,387,373
Purchase of investments in limited partnerships	(20,519,888)	(19,828,272)
Return of capital from limited partnerships	73,578,130	1,497,806
Sale of investments in OETF	23,053,702	1,468,194
Purchase of investments in OETF	(7,276,549)	(3,040,065)
	44,020,659	(20,149,218)
Increase in cash and cash equivalents during the year	44,259,447	4,501,955
Cash and cash equivalents, beginning of year	22,917,531	18,415,576
Cash and cash equivalents, end of year	67,176,978	22,917,531
Composition of cash and cash equivalents		
Cash	66,625,358	21,028,783
Cash equivalents	551,620	1,888,748
	67,176,978	22,917,531

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

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

1. Description of business

The Ontario Capital Growth Corporation (OCGC or the Corporation) is a corporation without share capital, established under the Ontario Capital Growth Corporation Act, 2008 (the Act), which was proclaimed in force as at February 1, 2009 as an agency of the Ministry of Research and Innovation (MRI). In July 2018, the responsible Ministry was reorganized as the Ministry of Economic Development, Job Creation and Trade (collectively, the Ministry). As at March 31, 2022, OCGC is responsible to the Minister of Economic Development, Job Creation and Trade (the Minister).

The legislative authority of the Corporation is set out in the Act. Under Section 4 of the Act, the objects of the Corporation are:

- (a) to receive, hold, administer and otherwise deal with the interest of the Government of Ontario in the limited partnership known as the Ontario Venture Capital Fund LP;
- (b) to receive, hold and deal with property, whether real or personal, in connection with the objects described above; and
- (c) to carry out the other objects or investments or classes of investments that are prescribed by regulations.

Ontario Regulation 278/09 made under the Act prescribe additional objects of the Corporation. The following are prescribed as classes of investments for the purposes of Section 4 of the Act:

- (i) Investments in venture capital funds that invest in,
 - (1) for-profit businesses, if the venture capital fund's investments include investments in private businesses, or
 - (2) other venture capital funds that invest in for-profit businesses if the other venture capital fund's investment includes investments in private businesses.
- (ii) Investments in for-profit businesses that are,
 - (1) private businesses, or
 - (2) public businesses, if the Corporation,
 - (a) invested in the business when it was a private business, or
 - (b) has an investment in a venture capital fund described in paragraph 1 that made a direct or indirect investment in the business when it was a private business.
- (iii) Investments in businesses that the Corporation considers to be emerging technology businesses, which portfolio shall be known in English as the Ontario Emerging Technologies Fund and in French as Fonds ontarien de développement des technologies émergentes.

The following are prescribed as additional objects of the Corporation for the purposes of Section 4 of the Act:

- (1) To develop or participate in conferences or other events regarding venture capital matters.
- (2) To collect, analyze or distribute information regarding venture capital matters.
- (3) To provide advice to the Government of Ontario on venture capital matters.
- (4) To undertake other activities that are similar or related to the objects described in paragraphs 1, 2 and 3

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

1. Description of business (continued)

As of March 31, 2022, the Corporation has venture capital investments outstanding in eleven funds: (1) the Ontario Venture Capital Fund LP - OVCF; (2) the Northleaf Venture Capital Fund LP - NVCF; (3) the ScaleUP Venture Fund I LP - SUVF; (4) the Yaletown Innovation Growth I LP - Yaletown I; (5) the Lumira Ventures III LP - Lumira III; (6) the Genesys Ventures III LP - Genesys III; (7) the Amplitude Ventures I LP - Amplitude; (8) the Lumira Ventures IV - LP Lumira IV; (9) the Yaletown Innovation Growth II LP - Yaletown II; (10) the Whitecap Venture Partners V LP - Whitecap V; and (11) the Ontario Emerging Technologies Fund - OETF, respectively.

As required by the Agencies and Appointments Directive, the Corporation and the Minister have entered into a memorandum of understanding, which outlines the operational, administrative, financial and other relationships that exist between the Minister, the Ministry and the Corporation.

OCGC claims exemption from federal and provincial income taxes under paragraph 149(1)(d) of the Income Tax Act (Canada). As a provincial entity listed in Schedule A of the Canada-Ontario Reciprocal Taxation Agreement, OCGC can claim government rebates of the Harmonized Sales Tax (HST). Under the pay-and-rebate model, OCGC pays the HST on taxable supplies and services, and subsequently applies for a rebate of the HST paid.

The Province of Ontario has classified OCGC as an Operational Enterprise Agency with the same fiscal year ending March 31.

2. Summary of significant accounting policies

The Corporation's functional and presentation currency is the Canadian dollar. These financial statements have been prepared in accordance with Canadian Public Sector Accounting Standards (PSAS) established by the Canadian Public Sector Accounting Board. The more significant accounting policies of the Corporation are summarized below.

Cash and cash equivalents

Cash and cash equivalents include demand deposits that are readily convertible into known amounts of cash and that are subject to an insignificant risk of change in value. Cash equivalents include investments that are short term and highly liquid and have maturities of less than three months from the original purchase date.

Marketable securities

Investments in securities that are traded in an active market are measured at fair value as at March 31, with any unrealized gain or loss recognized on the statement of remeasurement gains and losses. Remeasurement gains and losses related to a particular investment are reclassified to the statement of operations and changes in accumulated operating surplus when that investment is settled. Fair value includes the value of accrued interest, as applicable.

Investments in securities that are not traded in an active market are measured at cost. Impairment losses, which are other than temporary, are recognized in the statement of operations and changes in accumulated operating surplus when they occur.

Investments in limited partnerships

Investments in limited partnerships are classified as financial instruments and carried at cost based on the capital calls made by their respective general partner. These investments are not traded in an active market; therefore, the fair values of the investments are not readily determinable. The investments are subsequently tested for impairment annually and any losses due to impairment are recognized immediately in the statement of operations and changes in accumulated operating surplus.

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

2. Summary of significant accounting policies (continued)

Ontario Emerging Technologies Fund (OETF)

The investments in OETF are classified as financial instruments and carried at cost or measured at fair value based on whether or not there exists an active market for the securities. OETF investments quoted in an active market are measured at fair value as at the statement of financial position date with any unrealized gain or loss recognized on the statement of remeasurement gains and losses. Remeasurement gains and losses are reclassified to the statement of operations and changes in accumulated operating surplus when an investment becomes impaired or is derecognized. Impairment losses that are other than temporary are recorded to the statement of operations and changes in accumulated operating surplus when recognized. Fair value includes the value of accrued interest or dividends payable, as applicable.

When an OETF investment is not traded in an active market, it is measured at cost. OETF investments are tested for impairment annually and any impairment losses are recognized immediately in the statement of operations and changes in accumulated operating surplus.

Accrued interest, dividends and realized gains on the sale of OETF investments are recorded as described below under revenue recognition. If the Corporation has evidence the amounts owing will be collected, these amounts are accrued as receivable; otherwise, a reserve is taken against these amounts. If, in a future year, the Corporation receives an amount that had been written off, it is recorded as a recovery that had been previously deemed uncollectible. Amounts written off or recovered are recognized in the statement of operations and changes in accumulated operating surplus in the year in which they occur.

Fair value and impairment

The Corporation's carrying values of cash and cash equivalents, accounts receivable and accounts payable approximate their fair values due to the immediate or short-term nature of these financial instruments.

The investments in limited partnerships have been recorded at cost. The funds do not have a quoted market price in an active market. Subject to an impairment assessment policy, the Corporation may carry out periodic testing of fund investments to determine whether there has been an other than temporary loss in value that would indicate impairment. If the investment is determined to be impaired, it is written down to the new carrying value and the resulting impairment loss is recognized immediately in the statement of operations and changes in accumulated operating surplus.

The investments made in OETF portfolio companies are recorded at cost, which represents fair value at the time of acquisition. Investments in OETF that are quoted in an active market are measured at fair value at March 31. Any unrealized gain or loss is recognized in the statement of remeasurement gains and losses until the investment is derecognized in which the gain or loss is recognized in the statement of operations and changes in accumulated operating surplus. All other investments in OETF are measured at cost or amortized cost. As part of the reporting process to the Province of Ontario, the Corporation is required to carry out periodic valuations of OETF investments to determine whether there has been an other than temporary loss in value that would indicate impairment. If the investments are determined to be impaired, they are written down to the new carrying value and the impairment expense is recognized immediately in the statement of operations and changes in accumulated operating surplus. Furthermore, to the extent that a security held in OETF represents a compound financial instrument with an embedded derivative, such as an equity conversion option, the value of that derivative at acquisition should be measured at fair value unless that derivative is linked to and must be settled by delivery of unquoted equity instruments, in which case, the derivative would be required to be measured at cost. For derivatives classified to the fair value category, value is first determined by referencing a quoted price in an active market, or in the absence of this, by applying a suitable valuation technique.

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

2. Summary of significant accounting policies (continued)

Revenue recognition

Interest income is recognized as it is earned. For marketable securities and OETF investments, interest income is accrued using the effective interest rate method. Interest income is recorded on an accrual basis in accordance with the terms of the purchase agreement and to the extent that such amounts are expected to be collected.

Dividend income is recognized in the year the Corporation becomes entitled to receive the dividend as per the terms and conditions of the share issuance.

Realized gains on the sale of OETF investments are recognized in the year the Corporation becomes entitled to receive the proceeds as per the terms and conditions of the respective disposition.

Distributions from the limited partnership investments are recognized in the year the Corporation becomes entitled to receive the distribution as per the terms and conditions of the respective limited partnership agreement.

OCGC has a number of transfer payment agreements, such as: OETF, NVCF, SUVF, CEF, LSVCF and VOF, where the funding received represents monies transferred from the Ministry to the Corporation. The funding is recognized when received. CEF refers to the Cleantech Equity Fund, which the Corporation has made an initial \$20 million investment commitment to Yaletown I. LSVCF refers to the Life Science Venture Capital Fund initiative, which the Corporation has made initial investments of \$23 million to Lumira III, \$17 million to Genesys III and \$10 million to Amplitude. Under the Venture Ontario Fund initiative to date, the Corporation made commitments of USD \$11.7 million to Lumira Ventures IV, \$13 million to Yaletown II, and \$10 million to Whitecap V.

Expense categories

Cash management fees primarily represent fees paid to the Ontario Financing Authority (OFA) for cash management and related services.

Professional fees relate to fees paid to third party service providers.

Board and committee member expenses represent monies paid to board and committee members according to the Board and Committee Members Remuneration Policy, which conforms with the Agencies and Appointments Directive of Management Board of Cabinet. In 2015, the Canada Revenue Agency (CRA) ruled that part-time per diem appointees (PTPDAs) are to be treated as employees for tax purposes only. This means that HST may not be paid for per diem services, since CRA does not consider appointee services (a) to be taxable supply; and (b) Employment Insurance is applicable. PTPDAs cannot participate in Canada Pension Plan with respect to their PTPDA services.

Reimbursements to the Ministry represent direct OCGC expenses paid by the Ministry on its behalf for administrative purposes only.

Foreign currency translation

Foreign currency gains and losses on monetary items are recognized immediately in the statement of operations and changes in accumulated operating surplus. Unrealized foreign currency gains and losses on marketable securities and investments in funds are recognized in the statement of remeasurement gains and losses. Unrealized foreign currency exchange gains and losses are reclassified from the statement of remeasurement gains and losses to the statement of operations and changes in accumulated operating surplus when the financial instrument is derecognized.

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

2. Summary of significant accounting policies (continued)

Measurement uncertainty

The preparation of financial statements in accordance with PSAS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the dates of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Such estimates are based on the best information available at the time of preparation of the financial statements and are periodically reviewed to reflect new information as it becomes available. Significant estimates include the valuation of OETF investments. Actual results could differ from those estimates.

3. Financial instruments

The Corporation has exposure to credit risk, liquidity risk, currency risk, interest rate risk and other price risk arising from financial instruments. This note presents information about OCGC's exposure to each of these risks.

Credit risk

Credit risk arises from the potential a counterparty will fail to perform its obligations. The Corporation is currently exposed to credit risk through its holdings of convertible debt instruments in OETF.

The Corporation considers obligations of the Governments of Ontario and Canada to be relatively risk-free (Note 4).

Liquidity risk

Liquidity risk is the risk an entity will encounter difficulty in raising funds to meet both expected and unexpected cash demands associated with its financial liabilities. The Corporation manages liquidity risk by maintaining holdings of cash or highly liquid investments. In addition, the Ministry provides funding to the Corporation to meet obligations as required.

Currency risk

Currency risk is the risk to the Corporation's results of operations that arises from fluctuations of foreign currency exchange rates and the degree of volatility of these rates. The Corporation's exposure to foreign currency exchange risk is limited to holding US dollar cash and cash equivalents and holding OETF investments denominated in US dollars. OCGC does not hedge its US dollar exposure. The Corporation had a net exposure of US\$53,967,519 as at March 31, 2022 (US\$13,906,499 in 2021). A 5% increase (5% decrease) of the Canadian dollar against the US dollar as at March 31, 2022 would result in an impact of US\$2,698,376 (US\$695,325 in 2021) on the statement of remeasurement gains and losses with no impact on the operating surplus. In practice, the actual trading results may differ from this sensitivity analysis and the impact could be material.

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

3. Financial instruments (continued)

Interest rate risk

Interest rate risk is the risk the value of a financial instrument might be adversely affected by a change in interest rates. In seeking to minimize the risks from interest rate fluctuations, the Corporation manages exposure through its normal operating and financing activities. The Corporation is exposed to interest rate risk primarily through its short-term marketable securities and OETF investments. Risks from interest rate fluctuations for marketable securities are minimal due to the investments being held for a term of three years or less to match the limited partnership drawdowns projected by their respective fund managers. The impact of interest rate fluctuations on OETF investments are considered minimal as these instruments are primarily held for purposes of capital appreciation.

Other price risk

Other price risk is the risk the value of financial instruments will fluctuate as a result of changes in market prices or from factors specific to an individual investment. The maximum risk resulting from the financial instruments is equivalent to their fair value. The marketable securities consist of treasury bills that are not subject to significant price risk. As at March 31, 2022, if the value of the investments in marketable securities, limited partnerships and OETF had increased or decreased by 5% and all other variables held constant, the value of the investments would have changed by \$6,815,419 (\$10,270,955 in 2021). Investments in funds made through limited partnerships or in OETF are highly illiquid, do not have a readily determinable market price, and are generally in early stage companies where the ultimate value that may be realized by OCGC on eventual disposition is inherently unpredictable.

Returns on these investments will depend on factors specific to each company (such as financial performance, product viability and quality of management), and external forces (such as the economic environment and technological progress by competitors). The carrying value of the OETF portfolio is measured at cost less changes for any other than temporary impairment in value at the statement of financial position date; however, the amounts that may ultimately be realized could be materially different.

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

4. Marketable securities

OCGC may temporarily invest any monies not immediately required to carry out its objects in:

- (a) debt obligations of or guaranteed by the Government of Canada or a province of Canada; or
- (b) interest bearing accounts and short-term certificates of deposit issued or guaranteed by a chartered bank, trust company, credit union or caisse populaire.

The value of investments in marketable securities as at March 31 are as follows:

	2022		2021
	Par value	Fair value	Par value
	\$	\$	\$
Province of Ontario treasury bills, due dates ranging from June 1, 2022 to November 30, 2022 average coupon rate of 0.00%	42,225,000	42,023,697	51,124,000
Province of Ontario treasury bills, due dates ranging from April 6, 2022 to September 21, 2022 average coupon rate of 0.00%	240,861,000	240,468,447	156,189,000
	283,086,000	282,492,144	207,313,000
	Acquisition Cost	Fair value	Acquisition Cost
	\$	\$	\$
Common Shares			
Publicly traded shares	1,026,211	532,610	—
	1,026,211	532,610	—
	284,112,211	283,024,754	—

Fair value includes any accrued interest owing on the treasury bills.

The fair value of the marketable securities may fluctuate depending on changes in interest rates. For the year ended March 31, 2022, a change in interest rates of 1.0% would result in an impact of \$2,824,921 (\$2,072,153 in 2021) to the results of operations.

5. Accounts receivable

As a Schedule A provincial agency, OCGC is required to follow the pay and rebate model with respect to HST applied to direct purchases. The Corporation pays the HST on its purchases and, subsequently, files a monthly rebate claim with the Canada Revenue Agency for the HST paid. HST rebates receivable as at March 31, 2022 amounted to \$3,794 (\$4,626 in 2021).

Realized gains on the sale of OETF investments are recognized in the year the Corporation becomes entitled to receive the proceeds as per the terms and conditions of the respective dispositions. Accounts receivable, as a result of dispositions of OETF investments made in 2022, amounted to \$1,479,801 and remains in escrow for future disbursement (\$nil in 2021).

Ontario Capital Growth Corporation

Notes to the financial statements

March 31, 2022

(Amounts in Canadian dollars)

6. Investments in limited partnerships

The Corporation is an investor in ten (2021 – seven) limited partnerships. Capital commitments are flowed to the limited partnerships in amounts and at times determined by the respective general partner in order to meet the partnership's funding requirements. Distributions from the limited partnerships are flowed in amounts and at times determined by the respective general partner. Some distributions may be subject to recall provisions of the respective limited partnership agreement. Venture capital investments have a long-term investment time horizon and are deemed to be non-current assets. The Corporation's investments in limited partnership as at March 31, 2022 are as follows:

Limited Partnership	Total commitment \$	Remaining uncalled commitment \$	2022 Cost of investments* \$	2021 Cost of investments* \$
Ontario Venture Capital Fund LP - OVCF	90,000,000	1,440,537	8,155,954	79,494,289
Northleaf Venture Capital Fund LP - NVCF	50,000,000	—	50,000,000	50,000,000
ScaleUP Venture Fund I LP - SUVF	25,000,000	2,101,519	22,898,481	20,239,443
Yaletown Innovation Growth I LP - Yaletown I	20,000,000	7,000,000	13,000,000	11,000,000
Lumira Ventures III LP - Lumira III	23,000,000	4,218,053	20,035,906	14,383,489
Genesys Ventures III LP - Genesys III	17,000,000	6,595,566	10,691,332	9,259,355
Amplitude Ventures I LP - Amplitude	10,000,000	6,649,558	3,284,749	1,715,680
Lumira Ventures IV LP - Lumira IV (Note 1)	14,620,320	11,441,741	3,242,770	—
Yaletown Innovation Growth II LP - Yaletown II	13,000,000	11,700,000	1,300,000	—
Whitecap Venture Partners V LP - Whitecap V	10,000,000	9,575,178	424,822	—
	272,620,320	60,722,152	133,034,014	186,092,256

* Cost of investments represents aggregate funds flowed to partnership less distributions of return of capital from the partnership.

Note 1: Commitments payable in USD. Uncalled commitments based on the exchange rate at March 31, 2022.

7. Ontario Emerging Technologies Fund (OETF)

OETF was launched in July 2009 with a commitment from the Government of Ontario to provide funding of \$250 million. OETF, as a direct co-investment fund, makes investments into innovative high potential companies alongside other qualified investors with a proven track record of success. Investments are in three strategic sectors: (a) clean technology; (b) digital media and information and communication technologies; and (c) life sciences and advanced health technologies.

On May 30, 2012, the Corporation paused new investments under OETF for an indefinite period of time. This decision did not affect the Corporation's ability to continue to make follow-on investments into existing portfolio companies.

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8. Investments in OETF

Investments in OETF can take the form of equity, warrants or convertible debt transacted in Canadian dollars (CAD) or US dollars (USD). The investments in OETF as at March 31 are summarized as follows:

	Acquisition cost*	Carrying value	2022 Contingent**	Acquisition cost*	Carrying value	2021 Contingent**
	\$	\$	\$	\$	\$	\$
CAD investments	5,941,756	2,741,756	—	22,112,576	19,326,839	—

* Represents historical cost net of investments exited and investments written off to nil.

** Represents follow-up on investments committed to by the Corporation but not yet executed.

All investments have been made in accordance with OETF guidelines. As at March 31, 2022, the OETF investment portfolio consisted of investments in 2 different companies, ranging from 0.20% to 0.36% of net assets. The percentage calculations exclude impaired investments in companies with a nominal or nil carrying value.

61,592 shares of Peraso Inc. are currently held in escrow for OCGC from the Peraso Inc. transaction. The value of these shares is not included in the OETF investments as the restrictions on these shares are such that the value may not be realized. Due to the uncertainty of realization, income from these shares will be reported when released from escrow.

In addition, OCGC is party to earnout consideration with respect to the Generac Holdings Inc. shares. The earnout will consist of additional shares of Generac Holdings Inc. and is to be paid June 30, 2022 and June 30, 2023 if the earnout conditions are met. The estimated value of the earnout was \$7,195,150 USD as of December 2021, the date the acquisition was settled. Due to the uncertainty of realization and measurement of the earnout, income from the earnout will be reported when received.

9. Income on investment in OETF

For the year ended March 31, 2022, the Corporation recognized \$2,760,510 (\$15,880 income in 2021) of investment income in OETF.

10. Impairment of OETF investments

For the year ended March 31, 2022, impairment charges of \$nil (\$307,000 in 2021) in OETF investments were identified by management and were recognized in the statement of operations and changes in accumulated operating surplus.

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11. Contractual commitments

OCGC has the following contractual commitments, in addition to the investment commitments made to the various limited partnerships under note 6:

- In accordance with a financial service agreement between the OFA and OCGC, OFA conducts investment and cash management services and activities for OCGC. OFA is the agency of the Province of Ontario responsible for providing financial and centralized cash management services for the government. OCGC pays OFA a fee for these services based on assets under management and reimburses for other related activities on a cost recovery basis.
- In accordance with the contract between LP Analyst and OCGC, LP Analyst provides investment consulting services including sourcing strategy, conducts due diligence services and activities for potential new fund investments, provides business advice to support negotiation, and undertake portfolio monitoring and reporting. OCGC pays both fixed and hourly rates for these services and activities, respectively.
- In accordance with the contract between Covington Capital Corporation (Covington) and OCGC, Covington conducts services and activities to qualify, monitor, and exit OETF's investments. OCGC pays both fixed and hourly rates for these services and activities, respectively.
- In accordance with the contract between WCO Professional Corporation (WCO) and OCGC, WCO performs accounting functions relating to the operations of OCGC. OCGC pays an hourly rate for these services.

12. Accounts payable

The Corporation and the Ministry carry out their respective operations on a shared cost basis. The Corporation reimburses the Ministry for certain expenses incurred on its behalf. These expenses may include but are not limited to staff salaries, benefits, information technology allocations per staff member, accommodations, external legal services, website development, French language translation, and other services.

Recognition and measurement of any reimbursement is subject to annual reconciliation between the Corporation and the Ministry, and approval of the extent and scope of the Ministry services to be provided.

The Corporation accrues eligible expenses reimbursable to the Ministry under accounts payable based on estimates provided by the Ministry that can be independently verified by the Corporation. Reimbursement payable in arrears as at March 31, 2022 amounted to \$471,390 (\$267,118 in 2021).

The remaining balance as at March 31, 2022 in the amount of \$140,490 (\$215,701 in 2021) represents payables in arrears to miscellaneous service providers.

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13. Related party transactions

As of March 31, 2022, the Corporation has related party transactions with the Ministry of Economic Development, Job Creation and Trade ("MEDJCT"), the Ontario Financing Authority ("OFA"), and the Province of Ontario.

OCGC has no tangible capital assets or liabilities. It is subject to a policy whereby the Ministry or another government organization provides for the management of assets and liabilities used for, or as the result of, the provision of services to the Corporation (e.g. payroll, accommodation, utilities, information technology and communications services, et cetera).

OCGC has limited resources to issue cheques or transact wire transfers to pay its direct suppliers and service providers. With the approval of the Ministry's controllership office, OCGC utilizes the Ministry's access to Ontario Shares Services ("OSS") to indirectly pay most of its suppliers and service providers. OSS journals these payments through the government's integrated financial information system ("IFIS") to cost centres of the Ministry. In turn, OCGC is invoiced by the Ministry quarterly for reimbursements.

The provision of services to the Corporation by a related party is subject to a policy of reimbursement for the costs of such services or service level agreement fee.

14. OCGC Operating Funding

With the launch of OETF in July 2009, the Ministry is committed to flow up to \$20 million that may be utilized for the Corporation's operating expenses. Effective since April 1, 2016, the Ministry required OCGC to bifurcate the existing OETF transfer payment agreement to distinguish disbursements made for OETF investments and OCGC-related operating expenses incurred by the Corporation. OCGC's eligible operating expenses are capped at \$2 million per year.

Effective April 1, 2021, the Corporation will no longer receive transfer payments from the Ministry to offset its operating expense.

For the year ended March 31, 2022, the aggregate OCGC operating funding payments received from the Ministry were \$nil (\$1,440,000 in 2021).

15. Non-financial assets

The Corporation does not have any tangible capital assets or prepaid expenses. An inventory of office supplies is held for use and expensed in the year in which they are purchased. The total cost of these supplies is not material to the financial statements, and they are expected to be used up in a period of less than one year from their purchase date.

16. Rent expense

In March 2022 it was determined that rent would not be charged by the Ministry of Government and Consumer Services (MGCS) for the 2022 or 2021 fiscal year. The 2021 rent was recorded as a prior period recovery in the current year.

17. Significant event

On February 24, 2022, Russia launched a military invasion of Ukraine. As a result, Russian markets were suspended. Various sanctions have been levied against Russia on an international scale. The duration and impact of the invasion is unknown at this time and the impact on the financial markets cannot be reliably estimated at the statement of financial position date. This could affect certain investments that the Corporation holds.

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18. Subsequent event

Subsequent to the year end, the Corporation committed \$7.5 million and USD \$5 million respectively to Panache Ventures Investment Fund II 2022, L.P. and Maverix Growth Equity Fund I, LP under the Venture Ontario Fund initiative.

Subsequent to the year end, Treasury Board/Management Board of Cabinet approved an increase to the Venture Ontario Fund's investment cap from \$100 million to \$300 million. The transfer payment agreement between the Ministry and the Corporation shall be amended to make available an additional \$200 million to support early-stage, late-stage and growth fund investments.