

Annual Management Report of Fund Performance As at October 31, 2013 Front Street Money Market Class

This Annual Management Report of Fund Performance contains financial highlights but does not contain the complete Annual financial statements for Front Street Money Market Class (the “Fund”), a class of shares of Front Street Mutual Funds Limited. The annual financials of the Fund are attached behind this report and you can also get a copy of the interim or annual financial statements at your request, and at no cost, by calling 1-800-513-2832, by writing to us at Front Street Capital 2004, 33 Yonge Street, Suite 600, Toronto, Ontario M5E 1G4 or by visiting our website at www.frontstreetcapital.com or SEDAR at www.sedar.com

Securityholders may also contact us using one of these methods to request a copy of the Fund’s proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure relating to the Fund.

Forward Looking Information

This Management Report of Fund Performance contains forward-looking information and statements relating, but not limited to, anticipated or prospective financial performance and results of operations of the Fund. Forward looking information involves known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. For this purpose, any statements that are contained herein that are not statements of historical fact may be deemed to be forward-looking information. Without limiting the foregoing, the words "believes", "anticipates", "plans", "intends", "will", "should", "expects", "projects", and similar expressions are intended to identify forward-looking information.

Although the Fund believes it has a reasonable basis for making the forecasts or projections included in this Annual Management Report of Fund Performance, readers are cautioned not to place undue reliance on such forward-looking information. By its nature, the forward-looking information involves numerous assumptions, inherent risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts and other forward-looking statements will not occur. These factors include, but are not limited to, those associated with the performance of the equity securities market, expectations about interest rates and factors incorporated by reference herein as risk factors.

The above list of important factors affecting forward looking information is not exhaustive, and reference should be made to the other risks discussed in the Fund’s filings with Canadian securities regulatory authorities. The forward looking information is given as of the date of this Management Report of Fund Performance, and the Fund undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise.

Management Discussion of Fund Performance

INVESTMENT OBJECTIVES AND STRATEGIES

The Fund's investment objective is primarily to achieve limited income earnings with reasonable safety of capital and liquidity and secondarily for some capital appreciation. The Fund invests mainly in money market securities and bonds issued by Canadian governments and corporations, with maturities of up to one year, and in floating rate notes.

The Fund's investment strategy entails investing in "money market securities" which are eligible for the Fund's portfolio which include treasury bills, commercial paper, bankers' acceptances and other evidences of indebtedness with remaining terms to maturity of 365 days or less. The Fund intends to maintain a portfolio with a high credit quality. The weighted average term to maturity of the Fund's assets will not exceed 90 days.

RISK

Most of the Fund's assets will be invested in money market securities and bonds issued by Canadian governments and corporations and, as such, the Fund is particularly susceptible to the following risks:

Interest Rate Risk

Fixed income securities are subject to risks resulting from changes in interest rates and from credit risk. When interest rates fall, bond prices rise. That is because existing bonds pay higher rates than newly issued ones, and so are worth more. When interest rates rise, bond prices fall, and so will the unit value of mutual funds that hold them. The income earned by a mutual fund and the income paid by mutual funds to Securityholders is also affected by changes in interest rates. Credit risk is the possibility that an issuer of a bond or other fixed income investment may not be able to pay interest or to repay the principal at maturity. The risk of this occurring is greater with some issuers than with others. For example, the risk of default is generally low for government and high quality corporate securities. Where the risk is considered greater, the interest rate paid by the issuer is generally higher than for an issuer where the risk is considered to be lower.

Large Redemption Risk

A mutual fund may have particular investors who hold a significant amount of the mutual fund. If one of those investors decides to redeem its investment in the mutual fund, the mutual fund may have to sell portfolio investments so that it can pay the redemption proceeds. These investments may have to be sold quickly and at a lower price than if they were sold over a more extended time period. In addition, the portfolio composition of the mutual fund could be altered before the Investment Advisor believes the time is right to do so. This can reduce the returns of the mutual fund.

Securities Lending, Repurchase and Reverse Purchase Risk

Mutual funds may enter into securities lending, repurchase transactions and reverse repurchase transactions in order to earn additional income. Securities lending involves lending securities held by a mutual fund to qualified borrowers who have posted collateral. In lending its securities, a mutual fund is subject to the risk that the borrower may not fulfill its obligations, leaving the mutual fund holding collateral worth less than the securities it has lent, resulting in a loss to the mutual fund. A repurchase transaction involves a mutual fund selling a security at one price and agreeing to buy it back from the same party at a lower price. A reverse repurchase transaction involves a mutual fund buying a security at one price and agreeing to sell it back to the same party at a higher price. Over time, the value of the securities sold under a repurchase transaction might exceed the value of the collateral held by the mutual fund. If the other party defaults on its obligation to resell the securities to the mutual fund the collateral may

be insufficient to enable the mutual fund to purchase replacement securities and the mutual fund may suffer a loss for the difference. Similarly, over time, the value of the securities purchased by a mutual fund under reverse repurchase transactions may decline below the amount of cash paid by the mutual fund to the other party. If the other party defaults on its obligation to repurchase the securities from the mutual fund, the mutual fund may need to sell the securities for a lower price and suffer a loss for the difference. If the Fund engages in securities lending, repurchase transactions and reverse repurchase transactions, the Investment Advisor of the Fund reduces the risk to the Fund by requiring the other party to put up collateral the value of which must be at least 102% of the market value of the security sold (for a repurchase transaction), cash loaned (for a reverse repurchase transaction) or security loaned (for a securities lending agreement). The value of the collateral is checked and reset daily. The Funds cannot lend more than 50% of the total value of its assets through securities lending or repurchase transactions.

Asset-Backed and Mortgage-Backed Securities Risk

If a Fund invests in asset-backed or mortgage-backed securities and there are changes in the market's perception of the creditworthiness of the parties involved, or in the value of, or interest rate applicable to, the underlying assets or property, then the value of such securities (and the Net Asset Value of the Fund which is invested in such securities) may be affected. The Fund is not currently invested in asset backed securities.

RESULTS OF OPERATIONS/ RECENT DEVELOPMENTS

Continued rounds of treasury market intervention by the U.S. Federal Reserve's Quantitative Easing program had the predictable result of inflating risk assets through 2013. In North America, treasury yields fell as the middle of the year approached, on concerns of sluggish economic growth in the developing and developed worlds, as well as the repercussions of the ongoing European sovereign debt problems. Intervention by European monetary authorities helped calm financial markets in July, and treasury yields finished the year only slightly lower than where they began. In Canada, administered rates appear to be on hold well into 2013, as the Bank of Canada monitors global economic conditions. Fiscal authorities in Canada have taken steps to tighten lending rules pertaining to housing. Concern was growing that Canadian home prices were reaching levels not sustainable over the medium-to-long term at a time when economic growth is sluggish and when personal debt is at an all-time high.

During the year ended October 31, 2013, the Fund earned investment income of \$164,989 from interest.

Operating expenses excluding management fees and servicing fees, totalled \$99,686 and the Manager waived and absorbed \$99,686 of such expenses during the year ended October 31, 2013.

Recent accounting pronouncements that have been issued but are not yet effective, which have potential implications for the Fund, are as follows:

International Financial Reporting Standards (“IFRS”)

Effective for its fiscal year commencing November 1, 2014, the Fund must adopt IFRS. In preparation thereof, the Manager continues to monitor and implement the Fund’s changeover plan and will continue to assess the impact on the implementation as new IFRS guidance become available from the International Accounting Standards Board (“IASB”).

The Manager has reviewed the current IFRS against the Fund’s current accounting policies and financial statement presentation under Canadian generally accepted accounting principles (“Canadian GAAP”), and the following areas of differences have been identified:

- a) IAS 32, Financial Instruments: Disclosure and Presentation and IFRS 9, Financial Instruments, require shareholders’ equity to be classified as liability unless certain criteria are met. The Fund’s shareholders’ equity meets the definition of a puttable instrument. The Manager has assessed the Fund’s shareholder structure and has determined the liability treatment is the most appropriate classification. IFRS 9 defines an investment entity and introduces exceptions to the consolidation requirements.
- b) IFRS 7, Financial Instruments: Disclosures requires entities to provide disclosures in their financial statements that enable users to evaluate (a) the significance of financial instruments for the entity’s financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the entity is exposed during the period and at the end of the reporting period, and how the entity manages those risks.
- c) IFRS 13, Fair Value Measurements, that was released in May 2011 provides guidance on the fair value measurements and allows for the possible use of closing prices to value investments. The Manager has assessed the guidance that will apply under IFRS and has determined that the use of closing market prices is appropriate in valuing investments. While IFRS does not require interest income to be disclosed for debt instruments measured at Fair Value through Profit or Loss, when interest income is disclosed, IFRS requires that the effective interest rate method of calculating accrued interest be used rather than the straight-line amortization method. The Manager is assessing the impact of this change to the Fund’s financial statements.

The anticipated impact of IFRS on accounting policies and implementation decisions will predominantly be on the financial statement presentation and note disclosures in the Fund’s financial statements. The adoption of IFRS is not expected to have a significant impact on the calculation of NAV per share. In particular, the Fund will be required to present a statement of cash flows, and will be required to include certain additional and enhanced disclosures.

The Fund’s changeover plan includes key activities in (a) preparation of financial statements, (b) information processing and record-keeping, (c) business policy assessment and (d) systems and controls. Based on the Manager’s current analysis, the Manager believes the changeover to IFRS will not materially affect the Fund’s existing business arrangements.

RELATED-PARTY TRANSACTIONS

During the years ended October 31, 2013 and 2012, fees paid to (waived or absorbed by) the Manager were as follows:

	2013	2012
Management fees	<u>\$ 159,659</u>	<u>\$ 169,913</u>
Servicing fees	<u>\$ 29,494</u>	<u>\$ 34,883</u>
Expenses waived or absorbed by the Manager	<u>\$ (259,346)</u>	<u>\$ (295,074)</u>

Included in accrued expenses are amounts payable to the Manager as follows:

	2013	2012
Servicing fees payable	<u>\$ 2,602</u>	<u>\$ 2,691</u>

The following shares are held by the related parties of the Fund:

	2013	2012
Series B shares held by Partners of the Manager	80,029.86	-
Percentage of Series B shares held by Partners of the Manager	19.18%	Nil%
Series F shares held by Partners of the Manager	289,822.68	227,941.00
Percentage of Series F shares held by Partners of the Manager	89.65%	85.24%

Management fees, servicing fees and operating costs are measured at the exchange amount of consideration prescribed by the offering documents of the Fund. When related parties enter shareholder transactions with the Fund, the exchange amount of consideration is the transactional NAV available to all other shareholders on the trade date. In the case of brokerage commissions, the exchange amount of consideration is that which is negotiated by the related parties.

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 for the past five financial years. This information is derived from the Fund's audited annual financial statements.

Series A

The Fund's Net Assets per Share ⁽¹⁾

	October 31 2013 \$	October 31 2012 \$	October 31 2011 \$	October 31 2010 \$	October 31 2009 \$
Net Assets, beginning of the year	10.41	10.32	10.25	10.23	10.24
Increase (decrease) from operations:					
Total revenue	0.12	0.11	0.11	0.04	0.08
Total expenses	(0.03)	(0.03)	(0.03)	(0.02)	(0.09)
Realized gains (losses) for the year	—	—	—	—	—
Unrealized gains (losses) for the year	—	—	—	—	—
Total increase (decrease) from operations ⁽²⁾	0.09	0.08	0.08	0.02	(0.01)
Distributions to Shareholders:					
From income (excluding dividends)	—	—	—	—	—
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total distributions to Shareholders ⁽³⁾	—	—	—	—	—
Net Assets, end of the year	10.50	10.41	10.32	10.25	10.23

- (1) This information is derived from the Fund's audited annual financial statements. The net assets per share presented in the financial statements differ from the net asset value per share calculated for fund pricing purposes. [An explanation of these differences can be found in the notes to the financial statements].
- (2) Net assets and distributions are based on the actual number of shares outstanding at the relevant time. The increase/(decrease) from operations is based on the average number of shares outstanding over the financial year.
- (3) Distributions were paid in cash/reinvested in additional shares of the Fund or both.

Ratios and Supplemental Data

Total net asset value (\$000's) ⁽¹⁾	7,417	5,956	6,259	1,842	2,270
Number of shares outstanding ⁽¹⁾	706,705	572,273	606,215	179,782	221,900
Management expense ratio ⁽²⁾	0.25%	0.25%	0.27%	0.26%	1.00%
Management expense ratio before waivers or absorptions ⁽³⁾	2.04%	2.19%	2.96%	2.91%	1.00%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Net asset value per share (\$)	10.50	10.41	10.32	10.25	10.23

- (1) This information is provided as at end of the year shown.
- (2) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of daily average net asset value during the year.
- (3) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the year.
- (4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

Series B
The Fund's Net Assets per Share ⁽¹⁾

	October 31 2013 \$	October 31 2012 \$	October 31 2011 \$	October 31 2010 \$	October 31 2009 \$
Net Assets, beginning of the year	10.41	10.33	10.25	10.24	10.24
Increase (decrease) from operations:					
Total revenue	0.12	0.11	0.11	0.05	0.08
Total expenses	(0.03)	(0.03)	(0.03)	(0.03)	(0.09)
Realized gains (losses) for the year	—	—	—	—	—
Unrealized gains (losses) for the year	—	—	—	—	—
Total increase (decrease) from operations ⁽²⁾	0.09	0.08	0.08	0.02	(0.01)
Distributions to Shareholders:					
From income (excluding dividends)	—	—	—	—	—
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total distributions to Shareholders ⁽³⁾	—	—	—	—	—
Net Assets, end of the year	10.50	10.41	10.33	10.25	10.24

- (1) This information is derived from the Fund's audited annual financial statements. The net assets per share presented in the financial statements differ from the net asset value per share calculated for fund pricing purposes. [An explanation of these differences can be found in the notes to the financial statements].
- (2) Net assets and distributions are based on the actual number of shares outstanding at the relevant time. The increase/(decrease) from operations is based on the average number of shares outstanding over the financial year.
- (3) Distributions were paid in cash/reinvested in additional shares of the Fund or both.

Ratios and Supplemental Data

Total net asset value (\$000's) ⁽¹⁾	4,381	4,949	4,859	3,477	2,374
Number of shares outstanding ⁽¹⁾	417,319	475,399	470,512	339,243	231,865
Management expense ratio ⁽²⁾	0.25%	0.25%	0.26%	0.26%	0.82%
Management expense ratio before waivers or absorptions ⁽³⁾	2.04%	2.19%	2.95%	2.91%	0.82%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Net asset value per share (\$)	10.50	10.41	10.33	10.25	10.24

- (1) This information is provided as at end of the year shown.
- (2) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of daily average net asset value during the year.
- (3) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the year.
- (4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

Series F
The Fund's Net Assets per Share ⁽¹⁾

	October 31 2013 \$	October 31 2012 \$	October 31 2011 \$	October 31 2010 \$	October 31 2009 \$
Net Assets, beginning of the year	10.47	10.36	10.26	10.24	—
Increase (decrease) from operations:					
Total revenue	0.11	0.11	0.10	0.04	0.10
Total expenses	—	—	—	—	(0.06)
Realized gains (losses) for the year	—	—	—	—	—
Unrealized gains (losses) for the year	—	—	—	—	—
Total increase (decrease) from operations ⁽²⁾	0.11	0.11	0.10	0.04	0.04
Distributions to Shareholders:					
From income (excluding dividends)	—	—	—	—	—
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total distributions to Shareholders ⁽³⁾	—	—	—	—	—
Net Assets, end of the year	10.59	10.47	10.36	10.26	10.24

- (1) This information is derived from the Fund's audited annual financial statements. The net assets per share presented in the financial statements differ from the net asset value per share calculated for fund pricing purposes. [An explanation of these differences can be found in the notes to the financial statements].
- (2) Net assets and distributions are based on the actual number of shares outstanding at the relevant time. The increase/(decrease) from operations is based on the average number of shares outstanding over the financial year.
- (3) Distributions were paid in cash/reinvested in additional shares of the Fund or both.

Ratios and Supplemental Data

Total net asset value (\$000's) ⁽¹⁾	3,422	2,800	224	231	39
Number of shares outstanding ⁽¹⁾	323,272	267,410	21,588	22,477	3,837
Management expense ratio ⁽²⁾	0.00%	0.00%	0.00%	0.00%	1.25%
Management expense ratio before waivers or absorptions ⁽³⁾	1.52%	1.65%	2.69%	2.65%	1.25%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	0.00%	0.00%	0.00%	0.00%	0.00%
Net asset value per share (\$)	10.59	10.47	10.36	10.26	10.24

- (1) This information is provided as at end of the year shown.
- (2) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of daily average net asset value during the year.
- (3) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the year.
- (4) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher a fund's portfolio turnover rate in a year, the greater the trading costs payable by the fund in the year, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

Series X
The Fund's Net Assets per Share ⁽¹⁾

	October 31 2013 \$	October 31 2012 \$	October 31 2011 \$	For the period from Commencement of operations on December 7, 2009 to October 31 2010 \$
Net Assets, beginning of the year	10.41	10.32	10.24	10.23*
Increase (decrease) from operations:				
Total revenue	0.12	0.11	0.11	0.06
Total expenses	(0.03)	(0.03)	(0.03)	(0.04)
Realized gains (losses) for the year	—	—	—	—
Unrealized gains (losses) for the year	—	—	—	—
Total increase (decrease) from operations ⁽²⁾	0.09	0.08	0.08	0.02
Distributions to Shareholders:				
From income (excluding dividends)	—	—	—	—
From dividends	—	—	—	—
From capital gains	—	—	—	—
Return of capital	—	—	—	—
Total distributions to Shareholders ⁽³⁾	—	—	—	—
Net Assets, end of the year	10.49	10.41	10.32	10.24

- (1) This information is derived from the Fund's audited annual financial statements. The net assets per share presented in the financial statements differ from the net asset value per share calculated for fund pricing purposes. [An explanation of these differences can be found in the notes to the financial statements].
- (2) Net assets and distributions are based on the actual number of shares outstanding at the relevant time. The increase/(decrease) from operations is based on the average number of shares outstanding over the financial year.
- (3) Distributions were paid in cash/reinvested in additional shares of the Fund or both.

Ratios and Supplemental Data

Total net asset value (\$000's) ⁽¹⁾	192	1,234	3,594	841
Number of shares outstanding ⁽¹⁾	18,281	118,560	348,129	82,113
Management expense ratio ⁽²⁾	0.25%	0.25%	0.25%	0.44%
Management expense ratio before waivers or absorptions ⁽³⁾	2.03%	2.21%	2.94%	3.40%
Trading expense ratio ⁽³⁾	0.00%	0.00%	0.00%	0.00%
Portfolio turnover rate ⁽⁴⁾	0.00%	0.00%	0.00%	0.00%
Net asset value per share (\$)	10.49	10.41	10.32	10.24

- (1) This information is provided as at end of the year shown.
- (2) Management expense ratio is based on total expenses (excluding commissions and other portfolio transaction costs) for the stated year and is expressed as an annualized percentage of daily average net asset value during the year.
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* Initial price

MANAGEMENT & PERFORMANCE FEES

The Fund pays a monthly management fee equal to 1/12 of 1.0% of the net asset value of Series A, Series B, and Series X shares calculated and paid at the end of each month in arrears from each Fund series.

The Fund pays a monthly management fee equal to 1/12 of 0.75% of the net asset value of series F shares, calculated and paid at the end of each month in arrears.

Effective May 1, 2009, the Manager of the Fund waived the monthly management fee for Series A, Series B, Series F, and Series X shares of the Fund.

There are no performance fees payable by this Fund.

The Manager may, at its discretion, add a service charge of up to 15% of the costs incurred for any operating and administrative costs charged to the Fund other than management services which are already included in the management fee rate which the Manager receives from the Fund.

The Manager has absorbed certain expenses relating to the operation of the Fund. These expenses include management fees, administration fees, audit fees, operating costs, legal fees, securityholder reporting costs and independent review committee expenses.

DEALER COMPENSATION

Brokers, dealers and advisors may be paid a “trailer commission” for assets that their sales representatives place in the Series A, Series B, and Series X Fund securities. The Fund may, at its discretion, negotiate, change the terms and conditions of, or discontinue the trailer commission with brokers, dealers and advisors.

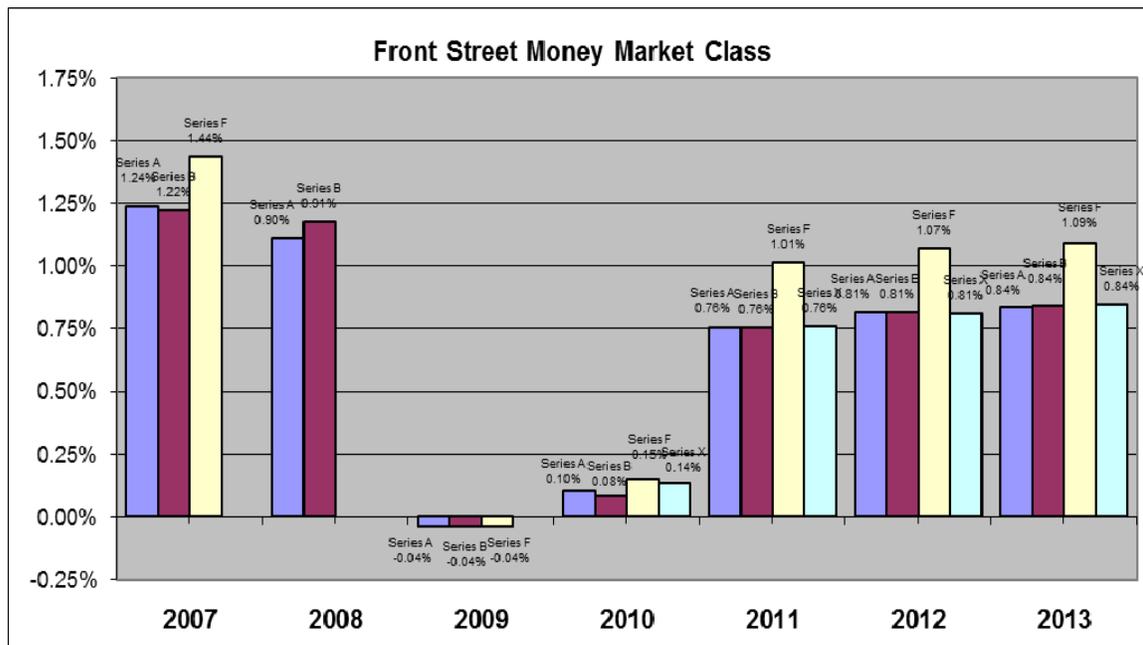
The trailer commission is calculated as a percentage of assets each broker, dealer or advisor has placed in the Fund series. The trailer commission is calculated based on the closing balance of client accounts for each calendar month. The trailer commission will not be paid if the assets are removed from the Funds. Annual trailer commissions for the Fund are 0.25%, paid monthly.

PAST PERFORMANCE

The past performance of the Fund is set out below and includes year-by-year returns.

With respect to the charts displayed below, please note the following:

- the returns or performance information shown assumes that all distributions made by the Fund in the periods shown were reinvested in additional shares of the Fund;
- the return or performance information does not take into account sales, redemption, distribution or other optional charges or income taxes payable that would have reduced returns or performance; and
- how the Fund has performed in the past does not necessarily indicate how it will perform in the future.



The above year-by-year return chart is for Front Street Money Market Class, a class of Front Street Mutual Funds Ltd. The Fund was merged with the discontinuing Fund being Front Street Cash Fund on November 1, 2008 and fund performance for the discontinued fund has not been included in the chart above in the 2008 period.

Summary of Investment Portfolio as at October 31, 2013

Portfolio by Category

	Percentage of Transactional Net Asset Value
Commercial Papers	94.6%
Cash	5.1%
Treasury Bills	0.3%
Other assets less other liabilities	-0.0%
	<hr/> 100.0%

Top 25 Holdings

	Percentage of Transactional Net Asset Value
Shoppers Drug Mart Corporation 1.18% Nov 15, 2013	10.4%
Telus Corporation 1.15% Nov 5, 2013	10.4%
Enbridge Inc. 1.17% Nov 22, 2013	9.7%
Finning International 1.15% Nov 26, 2013	8.4%
Transcanada Pipeline 1.15% Nov 18, 2013	8.4%
Inter Pipeline Fund 1.14% Nov 1, 2013	7.8%
Imperial Oil Ltd. 1.18% Dec 23, 2013	6.5%
Vancity Shared Growth 1.22% Nov 13, 2013	6.5%
Canadian National Railway 1.12% Nov 8, 2013	5.8%
Bell Canada 1.17% Nov 1, 2013	5.2%
Bell Canada 1.18% Dec 2, 2013	5.2%
Inter Pipeline Fund 1.11% Nov 14, 2013	3.9%
Vancity Shared Growth 1.23% Nov 14, 2013	3.9%
Inter Pipeline Fund 1.20% Dec 19, 2013	2.5%
Province of British Columbia 0.90% Nov 22, 2013	0.3%
	<hr/> 94.9%
TOTAL TRANSACTIONAL NET ASSET VALUE (000's)	\$15,412

The information contained in the foregoing list may change due to the ongoing portfolio transactions of the Fund.



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FRONT STREET MONEY MARKET CLASS

**FINANCIAL STATEMENTS
OCTOBER 31, 2013 AND 2012**

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MANAGEMENT REPORT

Management's Responsibility for Financial Reporting

The accompanying financial statements of Front Street Money Market Class of Front Street Mutual Funds Limited have been prepared by the management of Front Street Capital 2004, the Manager of the Fund, and approved by the Board of Directors of Front Street Mutual Funds Limited. The Manager is responsible for the information and representations contained in these financial statements.

The Manager maintains processes to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with Canadian generally accepted accounting principles and include certain amounts that are based on estimates and judgments. The significant accounting policies, which the Manager believes are appropriate for the Fund, are described in note 2 to the financial statements.

The Board of Directors of Front Street Mutual Funds Limited is responsible for reviewing the financial statements, the adequacy of internal controls, the audit process and financial reporting with the Manager and the external auditor. The Board of Directors approves the audited financial statements for publication.

Segal LLP are the external auditor of Front Street Money Market Class. They are appointed by the Manager of the Fund. The external auditor has audited the financial statements in accordance with Canadian generally accepted auditing standards to enable them to express to the shareholders their opinion on the financial statements. Their report is set out below.

On behalf of Management of Front Street Capital 2004,
Manager of the Fund



Gary P. Selke
Management Committee Member
Front Street Capital 2004



Normand G. Lamarche
Management Committee Member
Front Street Capital 2004

January 24, 2014
Toronto, Ontario



SEGAL LLP
Chartered Professional Accountants
An independent member of DFK International

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INDEPENDENT AUDITOR'S REPORT

**To the Shareholders of
Front Street Money Market Class (the "Fund") of Front Street Mutual Funds Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of Front Street Money Market Class which comprise the statements of net assets as at October 31, 2013 and 2012, the statements of operations and the statements of changes in net assets for the years then ended, the statement of investment portfolio as at October 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 Canadian generally accepted accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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 audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

Independent Auditor's Report
Page 2

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 Front Street Money Market Class as at October 31, 2013 and 2012 and its operations and changes in net assets for the years then ended and the investment portfolio as at October 31, 2013 in accordance with Canadian generally accepted accounting principles.

Segal LLP

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Ontario
January 24, 2014

FRONT STREET MONEY MARKET CLASS

STATEMENTS OF NET ASSETS AS AT OCTOBER 31, 2013 AND 2012

	2013	2012
ASSETS		
Investments, at fair value (cost - \$14,630,091; 2012 - \$14,084,269)	\$ 14,630,091	\$ 14,084,269
Cash	789,640	907,959
Amounts receivable relating to accrued income	12,490	9,300
Accounts receivable relating to shares issued	<u>-</u>	<u>3,171</u>
	<u>\$ 15,432,221</u>	<u>\$ 15,004,699</u>
LIABILITIES		
Accrued expenses, note 7	\$ 18,421	\$ 18,510
Accounts payable relating to shares redeemed	<u>1,974</u>	<u>46,869</u>
	<u>20,395</u>	<u>65,379</u>
Net assets representing shareholders' equity	<u>\$ 15,411,826</u>	<u>\$ 14,939,320</u>
Net assets applicable to outstanding shares allocated as follows:		
Net assets, Series A	\$ 7,417,021	\$ 5,956,233
Shares outstanding, Series A, note 3	706,705	572,273
Net assets per share, Series A	<u>\$ 10.50</u>	<u>\$ 10.41</u>
Net assets, Series B	\$ 4,381,112	\$ 4,949,338
Shares outstanding, Series B, note 3	417,319	475,399
Net assets per share, Series B	<u>\$ 10.50</u>	<u>\$ 10.41</u>
Net assets, Series F	\$ 3,421,852	\$ 2,800,003
Shares outstanding, Series F, note 3	323,272	267,410
Net assets per share, Series F	<u>\$ 10.59</u>	<u>\$ 10.47</u>
Net assets, Series X	\$ 191,841	\$ 1,233,746
Shares outstanding, Series X, note 3	18,281	118,560
Net assets per share, Series X	<u>\$ 10.49</u>	<u>\$ 10.41</u>

On behalf of the Board of Front Street Mutual Funds Limited:



Gary P. Selke
Chief Executive Officer and Director



Susan Johnson
Chief Financial Officer

See accompanying notes to the financial statements

FRONT STREET MONEY MARKET CLASS

STATEMENTS OF OPERATIONS FOR THE YEARS ENDED OCTOBER 31, 2013 AND 2012

	2013	2012
Investment income		
Interest	\$ 164,989	\$ 163,531
Expenses		
Management fees, notes 4 and 7	159,659	169,913
Administration fees	81,244	84,989
Servicing fees, notes 4 and 7	29,494	34,883
Audit fees	8,080	13,480
Legal fees	5,782	22,287
Securityholder reporting costs	3,672	3,703
Independent review committee	908	701
	288,839	329,956
Expenses waived or absorbed by Manager, notes 4 and 7	(259,346)	(295,074)
	29,493	34,882
Net increase in net assets from operations for the year	<u>\$ 135,496</u>	<u>\$ 128,649</u>
Increase in net assets from operations applicable to outstanding shares allocated as follows:		
Increase in net assets from operations, Series A	\$ 55,188	\$ 50,424
Increase in net assets from operations per share, Series A	<u>\$ 0.09</u>	<u>\$ 0.08</u>
Increase in net assets from operations, Series B	\$ 37,465	\$ 43,767
Increase in net assets from operations per share, Series B	<u>\$ 0.09</u>	<u>\$ 0.08</u>
Increase in net assets from operations, Series F	\$ 36,912	\$ 17,187
Increase in net assets from operations per share, Series F	<u>\$ 0.11</u>	<u>\$ 0.11</u>
Increase in net assets from operations, Series X	\$ 5,931	\$ 17,271
Increase in net assets from operations per share, Series X	<u>\$ 0.09</u>	<u>\$ 0.08</u>

See accompanying notes to the financial statements

FRONT STREET MONEY MARKET CLASS

STATEMENTS OF CHANGES IN NET ASSETS FOR THE YEARS ENDED OCTOBER 31, 2013 AND 2012

	2013	2012
Series A		
Net assets, beginning of year	\$ 5,956,233	\$ 6,258,556
Net increase in net assets from operations	55,188	50,424
Shareholder transactions		
Proceeds from the issuance of shares	5,695,915	3,663,179
Aggregate amounts paid on redemption of shares	(4,290,315)	(4,015,926)
	1,405,600	(352,747)
Net increase (decrease) in net assets for the year	1,460,788	(302,323)
Net assets, end of year	\$ 7,417,021	\$ 5,956,233
Series B		
Net assets, beginning of year	\$ 4,949,338	\$ 4,858,956
Net increase in net assets from operations	37,465	43,767
Shareholder transactions		
Proceeds from the issuance of shares	4,305,139	5,238,142
Aggregate amounts paid on the redemption of shares	(4,910,830)	(5,191,527)
	(605,691)	46,615
Net increase (decrease) in net assets for the year	(568,226)	90,382
Net assets, end of year	\$ 4,381,112	\$ 4,949,338

See accompanying notes to the financial statements

FRONT STREET MONEY MARKET CLASS

STATEMENTS OF CHANGES IN NET ASSETS FOR THE YEARS ENDED OCTOBER 31, 2013 AND 2012

	2013	2012
Series F		
Net assets, beginning of year	\$ 2,800,003	\$ 223,653
Net increase in net assets from operations	<u>36,912</u>	<u>17,187</u>
Shareholder transactions		
Proceeds from the issuance of shares	2,228,373	3,043,873
Aggregate amounts paid on the redemption of shares	<u>(1,643,436)</u>	<u>(484,710)</u>
	584,937	2,559,163
Net increase in net assets for the year	<u>621,849</u>	<u>2,576,350</u>
Net assets, end of year	<u>\$ 3,421,852</u>	<u>\$ 2,800,003</u>
Series X		
Net assets, beginning of year	\$ 1,233,746	\$ 3,593,501
Net increase in net assets from operations	<u>5,931</u>	<u>17,271</u>
Shareholder transactions		
Proceeds from the issuance of shares	159,764	1,072,863
Aggregate amounts paid on the redemption of shares	<u>(1,207,600)</u>	<u>(3,449,889)</u>
	<u>(1,047,836)</u>	<u>(2,377,026)</u>
Net decrease in net assets for the year	<u>(1,041,905)</u>	<u>(2,359,755)</u>
Net assets, end of year	<u>\$ 191,841</u>	<u>\$ 1,233,746</u>
Total		
Net assets, beginning of year	\$ 14,939,320	\$ 14,934,666
Net increase in net assets from operations	<u>135,496</u>	<u>128,649</u>
Shareholder transactions		
Proceeds from the issuance of shares	12,389,191	13,018,057
Aggregate amounts paid on the redemption of shares	<u>(12,052,181)</u>	<u>(13,142,052)</u>
	<u>337,010</u>	<u>(123,995)</u>
Net increase in net assets for the year	<u>472,506</u>	<u>4,654</u>
Net assets, end of year	<u>\$ 15,411,826</u>	<u>\$ 14,939,320</u>

See accompanying notes to the financial statements

FRONT STREET MONEY MARKET CLASS

STATEMENT OF INVESTMENT PORTFOLIO AS AT OCTOBER 31, 2013

	Face Value	Average Cost \$	Fair Value \$
Treasury Bills (0.3%)			
Province of British Columbia, 0.90%, Nov 22, 2013	50,000	\$ 49,947	\$ 49,947
Commercial Papers (94.6%)			
Bell Canada, 1.17%, Nov 1, 2013	800,000	\$ 799,104	\$ 799,104
Bell Canada, 1.18%, Dec 2, 2013	800,000	798,040	798,040
Canadian National Railway, 1.18%, Nov 8, 2013	900,000	899,037	899,037
Enbridge Inc., 1.17%, Nov 22, 2013	1,500,000	1,498,515	1,498,515
Finning International Inc., 1.15%, Nov 26, 2013	1,300,000	1,298,934	1,298,934
Imperial Oil Ltd., 1.11%, Nov 14, 2013	600,000	599,562	599,562
Imperial Oil Ltd., 1.12%, Dec 23, 2013	1,000,000	998,380	998,380
Inter Pipeline Fund, 1.14%, Nov 1, 2013	1,200,000	1,199,100	1,199,100
Inter Pipeline Fund, 1.20%, Dec 19, 2013	400,000	398,912	398,912
Shoppers Drug Mart Corporation, 1.18%, Nov 15, 2013	1,600,000	1,598,496	1,598,496
Telus Corp., 1.15%, Nov 5, 2013	1,600,000	1,597,184	1,597,184
Transcanada Pipeline, 1.15%, Nov 18, 2013	1,300,000	1,297,296	1,297,296
Vancity Shared Growth, 1.22%, Nov 13, 2013	1,000,000	998,070	998,070
Vancity Shared Growth, 1.23%, Nov 14, 2013	600,000	599,514	599,514
		<u>\$ 14,580,144</u>	<u>\$ 14,580,144</u>
Total Investments (94.9%)		<u>\$ 14,630,091</u>	14,630,091
Cash (5.1%)			789,640
Other assets less other liabilities (-0.0%)			<u>(7,905)</u>
Net assets (100.0%)			<u>\$ 15,411,826</u>

See accompanying notes to the financial statements

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

1. THE FUND

Front Street Money Market Class (the "Fund") is a class of shares of Front Street Mutual Funds Limited (the "Corporation"), a mutual fund corporation incorporated under the Canada Business Corporations Act on October 11, 2006, and is authorized to issue an unlimited number of classes of shares in multiple series. Pursuant to the notice of change in legal structure, the name of the Fund was changed to Front Street Money Market Class on June 27, 2012. Reference is made to the Fund's Simplified Prospectus for additional information on the Fund's structure. Series A commenced operations on March 2, 2007. Series B commenced operations on March 2, 2007. Series F commenced operations on March 2, 2007. Series X commenced operations on December 7, 2009.

The foregoing financial statements and accompanying notes to the financial statements presented herein are for the Fund. Separate financial statements of each of the other classes of shares of the Corporation have also been prepared as at October 31, 2013.

Front Street Capital 2004 is the manager of the Fund (the "Manager"). Front Street Investment Management Inc. (the "Investment Advisor") has been retained by the Manager, on behalf of the Fund, to provide investment advisory and portfolio management services to the Fund. NBCN Inc. is the custodian. Citigroup Fund Services Canada, Inc. provides fund accounting services and shareholder recordkeeping services.

The Fund's investment objective is primarily to provide Fund securityholders income earnings with reasonable safety of capital and liquidity and secondarily for some capital appreciation. The Fund invests mainly in money market securities and bonds issued by Canadian governments and corporations with maturities of up to one year, and in floating rate notes.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

2. SIGNIFICANT ACCOUNTING POLICIES

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

a) Financial instruments

Investments, at fair value have been classified as held for trading. Amounts receivable relating to accrued income have been classified as loans and receivables. Accounts payable relating to shares redeemed and accrued expenses have been classified as other financial liabilities.

The Canadian Securities Administrators adopted changes to National Instrument 81-106 on Investment Fund Continuous Disclosure. The changes are essentially aimed at modifying the requirements pertaining to the calculation of the unit value due to the inclusion of Section 3855, Financial Instruments - Recognition and Measurement of the CICA Handbook. These changes allow the Fund to report two distinct net asset values: one for the financial statements, which is calculated in accordance with Canadian GAAP (called "net assets") and another for all other purposes, such as unit pricing (called "net asset value"). A reconciliation between the net assets per unit and the net asset value per unit is required (see note 8) as well as description of the differences between the valuation principles and practices used by the Manager to calculate the net asset value and those prescribed by Canadian GAAP.

b) Valuation of investments

Investments listed on an exchange are valued at the last bid price reported by the principal securities exchange on which the issue is traded on the financial statement date. The difference between this amount and cost is shown as the change in the unrealized appreciation (depreciation) of the value of investments. For investments that are not traded in active markets, Section 3855 requires the use of specific valuation techniques to be used in the determination of fair value. The investments in this Fund include highly liquid short-term investments with original terms to maturity of less than one year.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

2. SIGNIFICANT ACCOUNTING POLICIES (Continued...)

c) Financial instruments disclosure and presentation and fair value measurements

The Fund has adopted CICA Handbook Sections 3862, Financial Instruments - Disclosures and 3863, Financial Instruments - Presentation. These standards place increased emphasis on disclosures with respect to the nature and extent of risks arising from financial instruments and how the Fund has managed those risks. See note 9 for additional details.

The Fund adopted the amendments to CICA 3862, Financial Instruments – Disclosures. CICA 3862 establishes a three-tier hierarchy as a framework for disclosing fair value based on the inputs used to value the Fund's investments. The hierarchy of inputs is summarized below:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices) (Level 2); and
- Inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

See note 11 for additional details.

d) Transaction costs

Portfolio transaction costs are expensed and are included in "Transaction costs" in the Statement of Operations. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of an investment, which include fees and commission paid to agents, advisors, brokers and dealers, levies by regulatory agencies and securities exchanges. The individual security's cost shown on the Statement of Investment Portfolio includes only those transaction costs incurred on the acquisition of portfolio investments.

e) Investment transactions and income recognition

Investment transactions are accounted for on a trade date basis. Realized and unrealized gains and losses from such transactions are calculated using the weighted average cost of the securities on disposition.

Interest income is recorded on an accrual basis.

f) Foreign currency translation

Income, expenses and investment transactions in foreign currencies are translated into Canadian dollars at the rate of exchange prevailing on the dates of such transactions. Assets and liabilities in foreign currencies are translated into Canadian dollars at the closing exchange rates on each valuation day.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

2. SIGNIFICANT ACCOUNTING POLICIES (Continued...)

g) Increase (decrease) in net assets from operations per share

Increase (decrease) in net assets from operations per share are based on the increase (decrease) in net assets from operations attributable to each series of shares divided by the average number of shares outstanding of that series during the year.

h) Net assets per share

The net assets per share are calculated by dividing the net assets of a series of shares by the total number of shares of the series outstanding at the end of the year.

i) Capital disclosures

The Fund has adopted CICA Handbook Section 1535, Capital Disclosures, which requires disclosure of an entity's objectives, policies and processes for managing capital, quantitative data about what the entity regards as capital and whether the entity has complied with any capital requirements and, if it has not complied, the consequences of such noncompliance. See note 10 for additional details.

j) General standards on financial statement presentation

CICA Handbook Section 1400, General Standards on Financial Statement Presentation, includes requirements to assess and disclose an entity's ability to continue as a going concern. The Manager of the Fund has made this assessment and concluded that there are currently no material uncertainties that cast doubt on the Fund's ability to continue as a going concern.

k) Estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires the Manager to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statements, and the reported amounts of revenues and expenses during the reporting year. Actual results may differ from those estimates.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

2. SIGNIFICANT ACCOUNTING POLICIES (Continued...)

l) Future accounting pronouncements

Recent accounting pronouncements that have been issued but are not yet effective, which have potential implications for the Fund, are as follows:

International financial reporting standards ("IFRS")

Effective for its fiscal year commencing November 1, 2014, the Fund must adopt IFRS. In preparation thereof, the Manager continues to monitor and implement the Fund's changeover plan and will continue to assess the impact on the implementation as new IFRS guidance become available from the International Accounting Standards Board ("IASB").

The Manager has reviewed the current IFRS against the Fund's current accounting policies and financial statement presentation under Canadian generally accepted accounting principles ("Canadian GAAP"), and the following areas of differences have been identified:

- (a) IAS 32, Financial Instruments: Disclosure and Presentation and IFRS 9, Financial Instruments, require shareholders' equity to be classified as liability unless certain criteria are met. The Fund's shareholders' equity meets the definition of a puttable instrument. The Manager has assessed the Fund's shareholder structure and has determined the liability treatment is the most appropriate classification. IFRS 9 defines an investment entity and introduces exceptions to the consolidation requirements.
- (b) IFRS 7, Financial Instruments: Disclosures requires entities to provide disclosures in their financial statements that enable users to evaluate (a) the significance of financial instruments for the entity's financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the entity is exposed during the period and at the end of the reporting period, and how the entity manages those risks.
- (c) IFRS 13, Fair Value Measurements, that was released in May 2011 provides guidance on the fair value measurements and allows for the possible use of closing prices to value investments. The Manager has assessed the guidance that will apply under IFRS and has determined that the use of closing market prices is appropriate in valuing investments. While IFRS does not require interest income to be disclosed for debt instruments measured at Fair Value through Profit and Loss, when interest income is disclosed, IFRS requires that the effective interest rate method of calculating accrued interest be used rather than the straight-line amortization method. The Manager is assessing the impact of this change to the Fund's financial statements.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

2. SIGNIFICANT ACCOUNTING POLICIES (Continued...)

International financial reporting standards ("IFRS") (Continued...)

The anticipated impact of IFRS on accounting policies and implementation decisions will predominantly be on the financial statement presentation and note disclosures in the Fund's financial statements. The adoption of IFRS is not expected to have a significant impact on the calculation of NAV per share. In particular, the Fund will be required to present a statement of cash flows, and will be required to include certain additional and enhanced disclosures.

The Fund's changeover plan includes key activities in (a) preparation of financial statements, (b) information processing and record-keeping, (c) business policy assessment and (d) systems and controls. Based on the Manager's current analysis, the Manager believes the changeover to IFRS will not materially affect the Fund's existing business arrangements.

3. SHARES ISSUED AND OUTSTANDING

The authorized capital of the Fund consists of an unlimited number of mutual fund shares, available in four series. Redemption and commission fees vary according to each series of shares as follows:

Series A shares

Redemption fees payable to the Manager may be applicable upon the sale of shares of this series based on the original cost amount and the time to disposition. A redemption fee of 3% applies to shares of this series sold within the first 18 months following acquisition. A redemption fee of 2% applies to shares of this series sold after the first 18 months and prior to 36 months following acquisition. No redemption fee applies to shares of this series sold after the first 36 months following acquisition.

Series B shares

Commission fees payable to brokers, dealers or advisors may be applicable upon the purchase of shares of this series up to 5% of the gross purchase amount, at the discretion of the broker, dealer or advisor.

Series F shares

No redemption or commission fees are applicable to shares of this series.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

3. SHARES ISSUED AND OUTSTANDING (Continued...)

Series X shares

Redemption fees payable to the Manager may be applicable upon the sale of shares of this series based on the original cost amount and the time to disposition. A redemption fee of 5% applies to shares of this series sold within the first year following acquisition. A redemption fee of 3% applies to shares of this series sold within the second year following acquisition. A redemption fee of 1.5% applies to shares of this series sold within the third year following acquisition. No redemption fee applies to shares of this series sold after the third year following acquisition.

The Fund allocates income and expenses, and realized and unrealized capital gains and losses to each class of shares outstanding based on the average class allocation for the year.

The following share transactions took place during the year:

	2013	2012
Shares outstanding, beginning of the year:		
Series A	572,273	606,215
Series B	475,399	470,512
Series F	267,410	21,588
Series X	118,560	348,129
Shares issued during the year:		
Series A	544,829	353,844
Series B	411,955	505,857
Series F	211,974	292,479
Series X	15,335	103,625
Shares redeemed during the year:		
Series A	410,397	387,786
Series B	470,035	500,970
Series F	156,112	46,657
Series X	115,614	333,194
Shares outstanding, end of the year:		
Series A	706,705	572,273
Series B	417,319	475,399
Series F	323,272	267,410
Series X	18,281	118,560

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

4. FEES AND EXPENSES

The Fund pays a monthly management fee equal to 1/12 of 1.0% of the net asset value of Series A, Series B, and Series X shares calculated and paid at the end of each month in arrears from each Fund series.

The Fund pays a monthly management fee equal to 1/12 of 0.75% of the net asset value of Series F shares, calculated and paid at the end of each month in arrears.

Effective May 1, 2009, the Manager of the Fund waived the monthly management fee for Series A, Series B, Series F shares and Series X shares of the Fund.

The Fund pays a monthly service fee of 1/12 of 0.25% of the net asset value of the Series A, Series B and Series X shares calculated and paid at the end of each month.

There are no performance fees payable by this Fund.

The Fund is responsible for payment of all operating and administrative expenses of the Fund. The main components of these expenses are legal and accounting fees, printing expenses, reporting issuer filing and sustaining fees, custodial fees, fees payable to, and expenses incurred by, the Fund's Independent Review Committee and expenses of making distributions to shareholders. As the Fund has more than one series of shares, the shareholders of each series bear their pro rata share of those expenses which are common to the operation of all series, as well as those expenses which are attributable solely to that series.

The Manager may, at its discretion add a service charge of up to 15% of the costs incurred for any operating and administrative costs charged to the Fund other than management services which are already included in the management fee rate which the Manager receives from the Fund.

The Manager has absorbed certain expenses relating to the operation of the Fund. These expenses include management fees, administration fees, audit fees, operating costs, legal fees, securityholder reporting costs and independent review committee expenses.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

5. INCOME TAX AND DISTRIBUTION

The Fund qualifies as a mutual fund corporation under the Income Tax Act (Canada). The Corporation will earn three types of income, Canadian dividends, taxable capital gains and other net taxable income. The income of the Fund, including taxable capital gains, will be subject to income tax at applicable corporate tax rates, after claiming allowable deductions for expenses and applicable credits for foreign taxes paid on foreign source income. Income tax on capital gains is refundable to the Fund to the extent that such gains are distributed to shareholders as capital gains dividends or the Fund's shares are redeemed. Gains and losses realized by the Fund in relation to certain derivative transactions and short sale transactions may be taxed on account of income as opposed to on account of capital. Other income is subject to tax at normal corporate rates and is not subject to refundable tax treatment.

The Fund may elect in the prescribed manner and form in order to have the dividends it distributes treated as capital gains dividends to the extent that the dividends do not exceed the Fund's capital gains dividend account. The capital gains dividend account will be represented by the amount by which capital gains realized by the Fund while it was a mutual fund corporation exceed the aggregate of:

- (a) capital losses realized by the Fund while it was a mutual fund corporation;
- (b) certain capital gains dividends previously paid by it; and
- (c) amounts in respect of which the Fund received capital gains tax refunds.

The Fund anticipates that gains and losses realized on the disposition of investments will normally give rise to capital gains not ordinary income. The Fund intends to declare sufficient capital gains dividends so that it is entitled to a refund of the full amount of tax paid or payable on their capital gains. The suspended loss rules in the Income Tax Act (Canada) may prevent the Fund from recognizing capital losses on the disposition of securities in certain circumstances, which may increase the amount of capital gains dividends that the Fund must pay to Fund shareholders.

If allowable capital losses exceed taxable capital gains of the Fund in any taxation year, the excess cannot be allocated to shareholders, but may be carried back three years and carried forward indefinitely and be applied against taxable capital gains in such previous or subsequent years.

The Fund will allocate taxes payable and recoverable of the Fund to each of the classes. The Fund can pay ordinary taxable dividends or capital gains dividends to shareholders of any class in order to receive a refund of taxes on Canadian dividends or capital gains taxes. The Fund intends to pay out such dividends so as to maximize tax refunds and minimize taxes payable at the corporate level.

The corporation's shares are qualified investments for registered plans.

6. TRANSACTION COSTS

The total brokerage commissions paid by the Fund with respect to security transactions for the year ended October 31, 2013 was \$Nil (October 31, 2012 - \$Nil).

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

7. RELATED PARTY TRANSACTIONS

During the years ended October 31, 2013 and 2012, fees paid to (waived or absorbed by) the Manager were as follows:

	2013	2012
Management fees, note 4	<u>\$ 159,659</u>	<u>\$ 169,913</u>
Servicing fees, note 4	<u>\$ 29,494</u>	<u>\$ 34,883</u>
Expenses waived or absorbed by the Manager, note 4	<u>\$ (259,346)</u>	<u>\$ (295,074)</u>

Included in accrued expenses are amounts payable to the Manager as follows:

	2013	2012
Servicing fees payable	<u>\$ 2,602</u>	<u>\$ 2,691</u>

The following shares are held by the related parties of the Fund:

	2013	2012
Series B shares held by Partners of the Manager	80,029.86	-
Percentage of Series B shares held by Partners of the Manager	19.18%	Nil%
Series F shares held by Partners of the Manager	289,822.68	227,941.00
Percentage of Series F shares held by Partners of the Manager	89.65%	85.24%

Management fees, servicing fees and operating costs are measured at the exchange amount of consideration prescribed by the offering documents of the Fund. When related parties enter shareholder transactions with the Fund, the exchange amount of consideration is the transactional NAV available to all other shareholders on the trade date. In the case of brokerage commissions, the exchange amount of consideration is that which is negotiated by the related parties.

8. RECONCILIATION OF NET ASSET VALUE TO NET ASSETS FOR FINANCIAL STATEMENTS

In accordance with the decision made by the Canadian securities regulatory authorities, reconciliation between the transactional net asset value ("NAV") and net assets calculated using generally accepted accounting principles ("GAAP NA") of an investment fund is required. For investments that are traded in an active market where quoted prices are readily and regularly available, Section 3855 requires bid prices (for investments held) and ask prices (for investments sold) to be used in the fair valuation of investments, rather than the use of closing trade prices currently used for the purpose of determining transactional NAV. For investments that are not traded in an active market, Section 3855 requires the use of specific valuation techniques (see note 2) rather than the use of valuation techniques in general practice in the investment funds industry.

There is no difference in transactional NAV and GAAP NA in this Fund.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

9. FINANCIAL INSTRUMENTS

The Fund's assets and liabilities classified in accordance with CICA Handbook Section 3855 are as follows:

	2013	2012
Assets		
Held for trading	\$ 14,630,091	\$ 14,084,269
Cash	789,640	907,959
Loans and receivables	<u>12,490</u>	<u>12,471</u>
Total Assets	<u>\$ 15,432,221</u>	<u>\$ 15,004,699</u>
Liabilities		
Other financial liabilities at amortized cost	<u>\$ 20,395</u>	<u>\$ 65,379</u>
Net Assets	<u>\$ 15,411,826</u>	<u>\$ 14,939,320</u>

The Fund's financial instruments consist of investments at fair value, cash, amounts receivable relating to accrued income, accounts payable relating to shares redeemed and accrued expenses. It is the Manager's opinion that due to the short term nature of these financial instruments, the Fund is not exposed to significant market price, currency, interest rate, liquidity, cash flow and credit risks arising from these financial instruments except as described below. The fair value of these financial instruments approximate their carrying values, unless otherwise noted.

Risk Management

The Investment Advisor seeks to minimize potential adverse effects of these risks on the Fund's performance by employing professional, experienced portfolio advisors, by daily monitoring of the Fund's positions and market events, and by diversifying the investment portfolio within the constraints of the investment objective. To assist in managing risk, the Manager also maintains a governance structure that oversees the Fund's investment activities and monitors compliance with the Fund's stated investment strategy and securities regulations.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

9. FINANCIAL INSTRUMENTS (Continued...)

The Fund's investment activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The Statement of Investment Portfolio presents the securities held by the Fund as at October 31, 2013, and groups the securities by asset type, sector and/or market segment. Significant risks that are relevant to the Fund are discussed below.

i) Market price risk

Market price risk, is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting similar financial instruments traded in the market.

The Fund is exposed to market price risk arising from its investments in securities. The Investment Advisor manages the Fund's market price risk on a daily basis in accordance with the Fund's investment objective and policies.

ii) Currency risk

The Fund may invest in financial instruments denominated in currencies other than its measurement currency. Consequently, the Fund is exposed to risks that the exchange rate of its currency relative to other currencies may change in a manner that has an adverse effect on the value of the portion of the Fund's assets or liabilities denominated in currencies other than Canadian dollars, absent any changes in market price or investment specific events.

At October 31, 2013, the Fund had no material exposure to foreign currencies.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

9. FINANCIAL INSTRUMENTS (Continued...)

iii) Interest rate risk

The Fund may invest in fixed and floating rate securities. The income of the Fund may be affected by changes to interest rates relevant to particular securities or as a result of management being unable to secure similar returns on the expiry of contracts or sale of securities. The value of fixed interest securities may be affected by interest rate movements or the expectation of such movement in the future. Interest payable on bank overdraft or broker margin account positions will be affected by fluctuations in interest rates. As at October 31, 2013, there were investments in short-term investments representing 94.9% (October 31, 2012 – 94.3%) of the net assets, all maturing in less than 90 days. The remaining portion of the Fund's investments is in cash and its exposure to interest rate changes is minimal.

Financial assets	Floating Rate Financial Assets	Fixed Rate Financial Assets	Non-interest bearing	Total
Held for trading	\$ -	\$ 14,630,091	\$ -	\$ 14,630,091
Other receivables	-	-	12,490	12,490
Cash	<u>789,640</u>	<u>-</u>	<u>-</u>	<u>789,640</u>
Total	<u>\$ 789,640</u>	<u>\$ 14,630,091</u>	<u>\$ 12,490</u>	<u>\$ 15,432,221</u>
Financial liabilities				
Other financial liabilities	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 20,395</u>	<u>\$ 20,395</u>
GAAP NA				<u>\$ 15,411,826</u>

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

9. FINANCIAL INSTRUMENTS (Continued...)

iv) Liquidity risk

Liquidity risk is the risk the Fund will encounter difficulty in meeting obligations associated with financial liabilities. Shareholder redemption requests are the main liquidity risk for the Fund.

The Fund maintains sufficient cash and marketable securities, and manages liquidity risk through its ability to close out market positions.

Financial assets	0 - 12 months	1 - 3 years	3 - 5 years	Beyond 5 years	Indefinite maturity	Total
Held for trading	\$ 14,630,091	\$ -	\$ -	\$ -	\$ -	\$ 14,630,091
Other receivables	12,490	-	-	-	-	12,490
Cash	<u>789,640</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>789,640</u>
Total	<u>\$ 15,432,221</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 15,432,221</u>
Financial liabilities						
Other financial liabilities	<u>\$ 20,395</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 20,395</u>
GAAP NA						<u>\$ 15,411,826</u>

v) Cash flow risk

The risk that future cash flows associated with a monetary financial instrument will fluctuate in amount. In the case of a floating rate debt instrument, for example, such fluctuations result in a change in the effective interest rate of the financial instrument, usually without a corresponding change in its fair value.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

9. FINANCIAL INSTRUMENTS (Continued...)

vi) Credit risk

The Fund is exposed to credit risk arising from its transactions with its counterparties and brokers, related to securities purchases and sales. Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

Financial assets which potentially expose the Fund to credit risk consist principally of investments in bonds, amounts due from brokers and derivatives. The Fund seeks to mitigate its exposure to credit risk by placing its cash, and transacting its securities activity with large financial institutions. The Fund may also invest in corporate bonds. Until the bonds are sold or mature, the Fund is exposed to credit risk relating to whether the bond issuer will meet its obligations when they come due. The extent of the Fund's exposure to credit risk in respect of these financial assets is reflected in their carrying values as recorded in the Fund's Statement of Net Assets.

As at October 31, 2013, the Fund invested in debt instruments with the following credit ratings obtained from Standard and Poor's & DBRS:

Debt instruments by credit rating	Percentage of GAAP NA
AAA	10.4%
AA+	0.3%
A-	24.0%
BBB+	60.3%

10. CAPITAL MANAGEMENT

Management considers the Fund's capital to consist of the issued ordinary share capital and the net assets attributable to participating shareholders.

The Manager manages the capital of the Fund in accordance with the Fund's investment objectives, policies and restrictions, as outlined in the Fund's prospectus, while maintaining sufficient liquidity to meet participating shareholder redemptions. The Fund's overall strategy for managing capital remains unchanged since October 31, 2012.

The Fund does not have any externally imposed capital requirements.

FRONT STREET MONEY MARKET CLASS

NOTES TO THE FINANCIAL STATEMENTS OCTOBER 31, 2013 AND 2012

11. FAIR VALUE HIERARCHY

The following is a summary of the inputs used as of October 31, 2013 in valuing the Fund's investments and derivatives at fair value as discussed in note 2(c):

	Quoted prices in active markets for identical assets	Significant other observable inputs	Significant unobservable inputs	
	Level 1	Level 2	Level 3	Total
Assets at fair value as at October 31, 2013				
Investments, at fair value	<u>\$ -</u>	<u>\$ 14,630,091</u>	<u>\$ -</u>	<u>\$ 14,630,091</u>