

THE BITCOIN FUND
Interim Management Report of Fund Performance

For the six month period ended June 30, 2021

3iQ Corp.
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Canada

Forward-Looking Statements (“FLS”)

The interim Management Report of Fund Performance may contain forward-looking statements (“FLS”). FLS means disclosure regarding possible events, conditions or results of operations that is based on assumptions about future economic conditions and courses of action, and includes any future-oriented financial information (“FOFI”) with respect to prospective results of operations, financial position or cash flows that is presented either as a forecast or a projection. FOFI is FLS about prospective results of operations, financial position or cash flows, based on assumptions about future economic conditions and courses of action.

FLS can be identified by the use of forward-looking terminology such as “may”, “will”, “should”, “expect”, “anticipate”, “target”, “project”, “estimate”, “intend”, “continue” or “believe”, or the negatives thereof or other variations thereon or comparable terminology. Due to various risks and uncertainties, actual events or results or the actual performance of the Fund may differ materially from those reflected or contemplated in such forward-looking information and statements. Material risk factors that could affect actual results are identified under the heading “Risk Factors” in the Fund’s Prospectus. Investors are also cautioned that FLS is based on a number of factors and assumptions, including the Fund’s current plans, estimates, opinions and analysis made in light of its experience, current conditions and expectations of future developments, as well as other relevant factors. Before making any investment decisions, we encourage you to consider these and other factors carefully. All opinions contained in forward-looking statements are subject to change without notice and are provided in good faith but without legal responsibility.

Disclosure

This interim management report of fund performance contains highlights but does not contain the interim financial statements of the Fund. You can get a copy of the interim financial statements at your request, at no cost, by calling 1-416-639-2130, by writing to us at 4800-1 King Street West, Box 160, Toronto, Ontario, M5H 1A1 or by visiting our website www.3iq.ca 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.

THE BITCOIN FUND

MANAGEMENT REPORT OF FUND PERFORMANCE

(In United States dollars, unless otherwise stated)

Management Discussion of Fund Performance for the six month period ended June 30, 2021

This Management Report of Fund Performance represents the portfolio management team's view of the significant factors and developments affecting the Fund's performance and outlook for the six month period ended June 30, 2021. Every effort has been made to ensure the information contained in this Management Report of Fund Performance is accurate and complete, however, the Fund cannot guarantee the accuracy or the completeness of this material. For more information, please refer to the Fund's Prospectus ("Prospectus"). In this report, "Manager", refers to 3iQ Corp., the Manager of the Fund. The "Fund" refers to The Bitcoin Fund. In addition, "net asset value" or "NAV" refers to the value of the Fund as calculated for transaction purposes, on which the discussion of Fund performance is based.

Investment Objective and Strategies

The investment objectives of the Fund are to seek to provide unitholders of the Fund with exposure to the digital asset bitcoin and the daily price movements of the United States dollar price of bitcoin, and the opportunity for long-term capital appreciation. To achieve its investment objectives, the Fund invests in long-term holdings of bitcoin, purchased from reputable bitcoin trading platforms and OTC counterparties, in order to provide investors with a convenient, safer alternative to a direct investment in bitcoin. The Fund does not speculate with regard to short-term changes in bitcoin prices.

Risk

The risks associated with investing in the Fund remain as discussed in the Prospectus. The Fund is suitable for investors looking for long-term capital appreciation of bitcoin and those who have the capacity to absorb a loss on their investment. The NAV of the units will vary according to the value of bitcoin included in the Fund's portfolio. The value of the bitcoin will be influenced by factors which are not within the control of the Fund or the Manager. The Fund was created to invest in bitcoin and is not expected to have exposure to any other investments or assets. Other than cash or cash equivalents, the Fund will invest substantially all of its assets in bitcoin. The NAV per unit may be more volatile than the value of a more broadly diversified portfolio and may fluctuate substantially over short periods of time. This may have a negative impact on the NAV of the units.

For the six month period ended June 30, 2021, there were no changes affecting the overall level of risk associated with an investment in the Fund. Therefore, the overall level of Fund risk and investor risk tolerance remains as stated in the Prospectus.

Results of Operations

During the six month period ended June 30, 2021, Class A units of the Fund returned 19.19%.

The net asset value of the Fund was \$450.3 million as at June 30, 2021. Changes since January 1, 2021 were composed primarily of net redemption of units of (\$187.5) million, issuance costs paid of \$5.4 million and net income from operations of \$115.1 million for the six month period ended June 30, 2021.

The investment performance of the Fund includes income and expenses which vary year over year.

Market and Fund Performance Review

This data is sourced from Bloomberg with returns calculated net of fees and expenses by 3iQ Corp.

Over the six month period to June 30, 2021, bitcoin moved from \$28,996 to \$34,585, a positive gain of 19.27%. The Fund's NAV performance over the same period was a positive gain of 19.19%. The Fund's market price return performance for the period was -1.96%.

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Management Discussion of Fund Performance for the six month period ended June 30, 2021

For the six month period ending June 30, 2021 the Fund has completed the following capital transactions:

- As of January 21, 2021, the Fund had issued 2,966,500 Class A units ("Units") at an average price of \$44.37 per Unit for net proceeds of \$126,850,538 (being gross proceeds of \$131,510,903 less \$4,660,365 in agents' fees payable in respect of such sales) under its December 30, 2020 at-the-market equity program ("ATM Program"). The ATM Program was terminated by the Manager, at its capacity as manager of the Fund on January 26, 2021.
- On January 26, 2021 the Fund established an additional ATM Program (the "Second ATM Program") to allow the Fund to issue Units having an aggregate sale price of up to \$200,000,000 to the public, at the discretion of the Manager. The Fund has issued 612,200 Units at an average price of \$43.88 per Unit for net proceeds of \$26,510,260 (being gross proceeds of \$26,864,496 less \$354,236 in agents' fees payable in respect of such sales) under the Second ATM Program. The Second ATM Program was terminated by the Manager, at its capacity as manager of the Fund on June 18, 2021.
- On February 24, 2021 the TSX accepted the Fund's notice of intention to make a Normal Course Issuer Bid ("NCIB"), to permit the Fund to repurchase, at its discretion, up to 2,098,287 Units (representing approximately 10% of the public float as of February 17, 2021) in the open market in accordance with the rules and policies of the TSX. Units purchased by the Fund under the NCIB, will be cancelled. 150,700 Units (aggregate purchase price being \$8,309,324) have been purchased for cancellation under the NCIB.
- On May 14, 2021, the Fund announced that unitholders will have the voluntary option to convert all or part of their units into units of the 3iQ CoinShares Bitcoin ETF (the "ETF") as an additional option in connection with the annual redemption.
- On May 31, 2021, 7,098,564 Units (the "Conversion Units") were surrendered for conversion to units of the ETF ("ETF Units"). The Conversion Units were converted to 47,325,940 ETF Units on June 1, 2021, valued at \$292,800,858.
- On May 31, 2021, being the Annual Cut-off Date for the Annual Redemption Date of the Fund, 1,971,302 Units were surrendered for in-kind redemption valued at \$85,001,162 and 189,073 Units were surrendered for cash redemption valued at \$8,152,695.

From time to time, both a discount and premium to NAV have been observed for the Fund in the six month period ended June 30, 2021. The lowest discount was -11.11%. The largest premium observed was 17.84%. This is a function of investors buying and selling a limited number of Units on the Toronto Stock Exchange.

Related Party Transactions

As at June 30, 2021, the directors and officers of the Manager held 50,592 units of the Fund with a total market value of \$1,868,868.

Management fees:

The Manager is responsible for managing and directing the undertaking, operations and affairs of the Fund, including managing and directing the investments. The Fund pays an annual management fee to the Manager amounting to 1.95% of the Fund's net asset value calculated daily and payable monthly, plus applicable taxes, in respect of each of the Class A Units and the Class F Units of the Fund. However, there are no Class F Units outstanding since they have been reclassified as Class A Units.

During the six month period ended June 30, 2021, \$10,825,772 in management fees were paid to the Manager. These transactions occurred in the normal course of operations and the fees are measured at exchange value, which is the amount established and agreed to by the related parties.

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(In United States dollars, unless otherwise stated)

Financial Highlights – June 30, 2021

The following table shows selected key financial information about the Class A Units of the Fund and is intended to help you understand the Fund's financial performance for the period since the commencement of operations on April 9, 2020.

	June 30, 2021	December 31, 2020
The Fund's Net Asset Value (NAV) per Class A Unit (1)(2)		
Net assets per Unit, beginning of period	\$ 32.48	\$ 10.00
Increase (decrease) from operations		
Total revenues	10.33	0.00
Total expenses	(0.66)	(0.38)
Unrealized (losses) gains	(3.67)	36.61
Total increase from operations (2)	6.00	36.23
Total annual distributions	-	-
Net asset value, end of period (3)	\$ 38.71	\$ 32.48
Ratios and Supplemental Data		
Total net asset value (3)	\$ 450,261,145	\$ 528,067,814
Number of Units outstanding (3)	11,631,077	16,258,196
Management expense ratio (4)	2.55%	3.29%
Trading expense ratio (5)	0.00%	0.00%
Portfolio turnover rate (6)	3.37%	0.15%
Net asset value per unit	\$ 38.71	\$ 32.48
Closing market price (3)	\$ 36.94	\$ 37.68

Notes:

- (1) This information is derived from the Fund's interim financial statements for June 30, 2021 and annual financial statements of December 31, 2020 and is not a reconciliation of beginning and ending net assets per unit.
- (2) Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase from operations is based on the weighted average number of units outstanding over the financial period.
- (3) This information is provided as at June 30, 2021 and December 31, 2020.
- (4) Management expense ratio is based on total expenses (excluding distributions, commissions, and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average NAV during the period.
- (5) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average NAV during the period.
- (6) The Fund's portfolio turnover rate indicates how actively the Fund's portfolio manager manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the units in its portfolio once in the course of the period. The higher a fund's portfolio turnover rate in the period, the greater the trading costs payable by the fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high turnover rate and the performance of a fund. The Fund's portfolio turnover rate was affected by the annual redemption.

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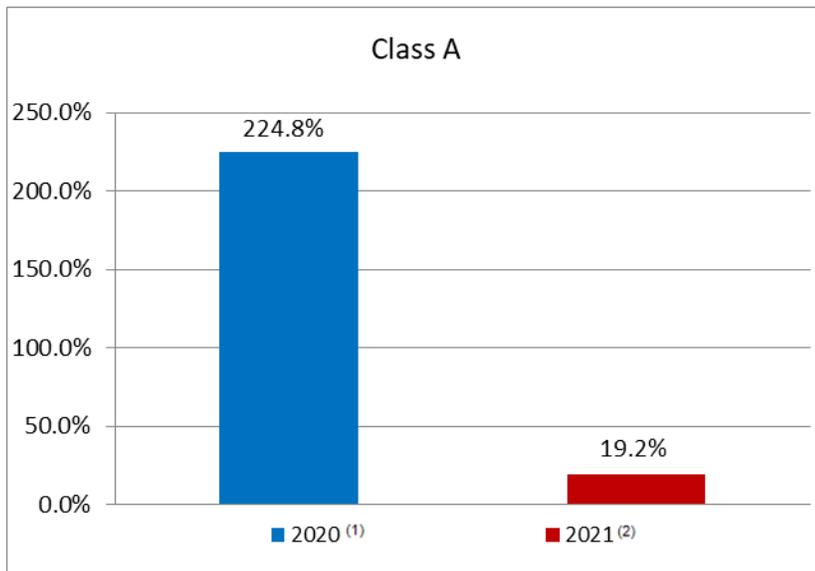
Financial Highlights – June 30, 2021

Past performance of the Fund

There were no distributions made by the Fund in the periods shown. The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance. The performance of the Fund in the past does not necessarily indicate how it will perform in the future.

Year-by-Year Returns

The following bar chart represents the performance of Class A units of the Fund in each period from commencement of operations to June 30, 2021. The bar chart shows, in percentage terms, how much an investment made on the first day of each period would have increased or decreased by the last day of each such period.



(1) Total return for the period from commencement of operations April 9, 2020 to December 31, 2020.

(2) Total return for the period January 1, 2021 to June 30, 2021

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Summary of Investment Portfolio as at June 30, 2021

The following table shows selected key financial information about the Fund.

Portfolio Composition		All Holdings	
Sector Allocation	% of Net Assets Value	Issuer	% of Net Assets Value
Digital assets	100.19	Bitcoin	100.19
		Cash	0.06
		Other assets and liabilities, net	(0.25)
Total Portfolio Allocations	100.19	Total Percentage of Net Assets Value Represented by Holdings	100%
Total Net Assets Value (in millions)	\$ 450.261		

The Investment Portfolio may change due to ongoing portfolio transactions of the Fund. Quarterly updates of the Investment Portfolio are available within 60 days of each quarter end.