



DIGITAL ASSET MANAGEMENT

THE BITCOIN FUND

Interim Management Report of Fund Performance

For the six month period ended June 30, 2023

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 several 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 financial highlights but does not contain the complete 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 2700 – 161 Bay St, Toronto, Ontario, M5J 2S1 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

(Expressed in United States dollars)

Management Discussion of Fund Performance for the six month period ended June 30, 2023

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, 2023. 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 ("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 period ended June 30, 2023, 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, 2023, Class A units of the Fund returned 81.5%.

The net asset value of the Fund was \$206.7 million as at June 30, 2023. Changes since January 1, 2023, were composed of net redemption of units of \$41.2 million and net income from operations of \$108.6 million for the six month period ended June 30, 2023.

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

Market and Fund Performance Review

MarketVector Bitcoin Benchmark Rate index maintained by MV Index Solutions GmbH ("MVIS") is used to source the data, with returns calculated net of fees by the Manager.

During the six month period ended June 30, 2023, bitcoin moved from \$16,535 to \$30,394 a return of 83.8%. The Fund's NAV performance over the same period was 81.5%. The Fund's market price return performance for the period was 94.8%.

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Management Discussion of Fund Performance for the six month period ended June 30, 2023

June's slew of spot Bitcoin ETF filings in the USA was kicked off on June 15th by BlackRock, and reversed the negative price action that ensued after the June 5th and 6th SEC complaints against Binance and Coinbase respectively.

The overall digital assets market was clearly bitcoin dominant coming into June, which was supported by continued industry interest in a spot bitcoin product. This coupled with the once-every-4 year bitcoin halving being less than a year away (Q2 2024), and encouraging signs that many top altcoins have bottomed could buoy the crypto markets despite the lingering recession fears. Recession fears have been tied to the Federal Reserve's persistent hiking campaign and concerns around credit contagion risks from the faltering commercial real estate markets in the U.S. and Canada.

For the six month period ended June 30, 2023, the Fund has completed the following:

- On February 27, 2023, the Toronto Stock Exchange accepted the Fund's notice of intention to make a NCIB to permit the Fund to repurchase up to 680,633 units (representing approximately 10% of the public float as of February 17, 2023) in the open market in accordance with the rules and policies of the Toronto Stock Exchange. Units purchased by the Fund under the NCIB, will be canceled. The program commenced on March 1, 2023 and will terminate on February 29, 2024, or on such earlier date as the Fund purchases the maximum number of units permitted under the NCIB.
- On April 14, 2023, The Fund announced that unitholders would have the option to convert all or part of their units into units of 3iQ Bitcoin ETF as an additional option in connection with The Fund's annual redemption.
- On May 31, 2023, 1,407,888 units of The Fund were surrendered for conversion on June 1, 2023, to 9,110,477 units of 3iQ Bitcoin ETF valued at \$40,292,907.

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, 2023. The lowest discount was (2.8)% and the largest premium was 0.4%. This is a function of investors buying and selling a limited number of units on the Toronto Stock Exchange.

Related Party Transactions

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, 2023, \$2,198,399 in management fees was charged by 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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(Expressed in United States dollars)

Financial Highlights

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 six month period ended June 30, 2023, and the prior reporting years.

| | June 30, 2023 | December 31, 2022 | December 31, 2021 | December 31, 2020* |
|---|------------------|----------------------|----------------------|-----------------------|
| The Fund's Net Asset Value (NAV) per Class A unit (1)(2) | | | | |
| Net asset value per unit, beginning of period | \$ 17.68 | \$ 50.44 | \$ 32.48 | \$ 10.00 |
| Increase (decrease) from operations | | | | |
| Total revenue | — | — | — | — |
| Total expenses | (0.34) | (0.87) | (1.36) | (0.38) |
| Realized gains | 1.59 | 5.65 | 13.19 | — |
| Unrealized gain (loss) | 12.95 | (38.62) | 4.53 | 36.61 |
| Total increase (decrease) from operations (2) | 14.20 | (33.84) | 16.36 | 36.23 |
| Total annual distributions | — | — | — | — |
| Net asset value per unit, end of period (3) | \$ 32.09 | \$ 17.68 | \$ 50.44 | \$ 32.48 |
| Ratios and Supplemental Data | | | | |
| Total net asset value (3) | \$ 206,714,303 | \$ 139,353,702 | \$ 586,591,228 | \$ 528,067,814 |
| Number of shares outstanding (3) | 6,441,085 | 7,883,051 | 11,630,577 | 16,258,196 |
| Management expense ratio (4) | 2.54% | 2.66% | 2.57% | 3.29% |
| Trading expense ratio (5) | 0.00% | 0.00% | 0.00% | 0.00% |
| Portfolio turnover rate (6) | 0.00% | 0.00% | 4.91% | 0.15% |
| Net asset value per unit | \$ 32.09 | \$ 17.68 | \$ 50.44 | \$ 32.48 |
| Closing market price (3) | \$ 30.02 | \$ 15.41 | \$ 48.26 | \$ 37.68 |

Notes:

- (1) This information is derived from the Fund's interim financial statements for June 30, 2023, and audited annual financial statements for December 31, 2022 and 2021, 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 (decrease) 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, 2023, December 31, 2022, 2021 and 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 average daily NAV during the period.
- (5) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of average daily 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 securities 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 a 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.

* For the period April 9, 2020 to December 31, 2020.

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(Expressed in United States dollars)

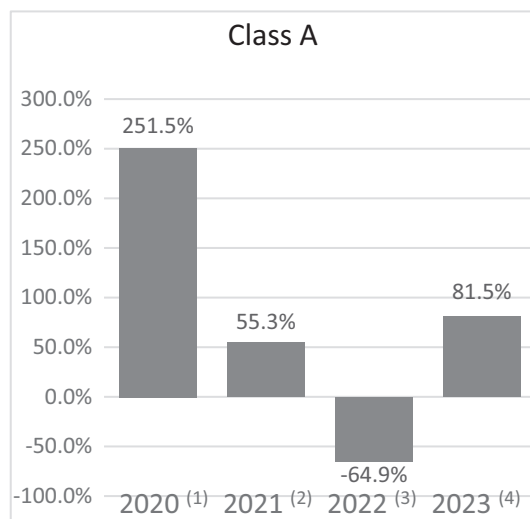
Financial Highlights

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. 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 and year.



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

(2) Total return for the year January 1, 2021 to December 31, 2021.

(3) Total return for the year January 1, 2022 to December 31, 2022.

(4) Total return for the period January 1, 2023 to June 30, 2023.

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Summary of Investment Portfolio as at June 30, 2023

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 | 100.16 | Bitcoin | 100.16 |
| | | Cash | 0.04 |
| | | Other assets and liabilities, net | (0.20) |
| Total Portfolio Allocations | 100.16 | | |
| Total Net Assets Value (in millions) | \$ 206.70 | | 100.00 |

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.