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CLASS A, FUNDSERV CODE: CDO 243
 CLASS F, FUNDSERV CODE: CDO 244



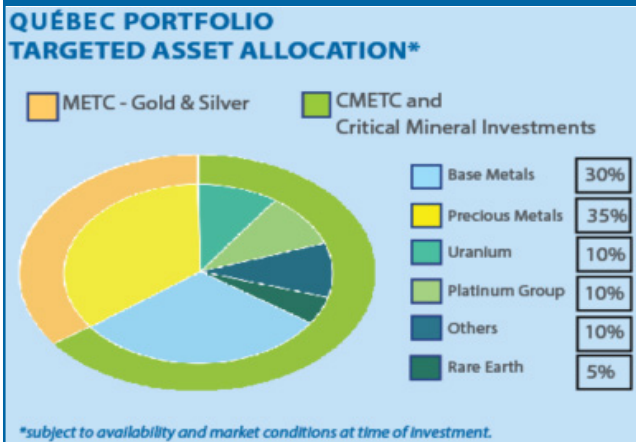
MARCH 2024

MAPLE LEAF CRITICAL MINERALS 2024 SUPER FLOW-THROUGH LIMITED PARTNERSHIP

QUÉBEC CLASS

QUÉBEC CLASS - MAXIMUM OFFERING: \$20,000,000

QUÉBEC PORTFOLIO INVESTMENT OBJECTIVES



The investment objective of the Québec Portfolio is to provide investors with up to a 142% (depending on the marginal tax rate) minimum equivalent tax deductible (tax deductions plus tax credits) investment in a diversified portfolio of Flow-Through Shares of Resource Companies principally in the Province of Québec with a view to maximizing tax benefits and achieving capital appreciation and/or income for investors.

If you are a Canadian resident outside of Québec, please see the Offering Memorandum for details on the National Portfolio investment objectives.

KEY INVESTMENT HIGHLIGHTS

Experienced Portfolio Management

- Andrew Cook (Palette Investment Management Inc.) has 34 years of experience in the financial services sector, the past 26 engaged in managing funds for several investment organizations as well as private clients.

Attractive Tax Deductions for Canadian Resident Investors

- Up to approximately 142%(depending on marginal tax rate) minimum equivalent tax deductible (tax deductions plus tax credits) expected in 2024.

Diversified Resource Portfolio with Potential for Capital Appreciation and Income

- Attractive diversified resource focused portfolio, with principal businesses in mineral exploration, development and/or production.

Managed Risk with Potential for Capital Appreciation

- Downside protection of 66% (assuming 53.50% marginal tax rate).
- "At-Risk" capital is 36% of the cost of investment (assuming 53.31% marginal tax rate).

Liquidity Event

- Tax-deferred Rollover Transaction expected to be implemented on or prior to June 30, 2026.

EXPERIENCED PORTFOLIO MANAGEMENT



PORTFOLIO MANAGER
ANDREW COOK, CPA, CFA, CA,

- Portfolio Manager and President of Palette Investment Management Inc. Mr. Cook has 34 years of experience in the financial services sector, the past 26 engaged in managing funds for several investment organizations as well as private clients.
- His focus has been primarily on growth companies with substantial experience in the small and midcap parts of the market and he has spent a significant amount of time in the resource sector.



INDUSTRY ADVISOR
CRAIG PORTER, CFA, BA,

- Maple Leaf's previous PM, Craig Porter, of Backer Wealth Management Inc. has been retained by the Manager as the industry advisor to provide resource industry advice and guidance to the partnership.



OFFERING DETAILS

Issuer:	Maple Leaf Critical Minerals 2024 Super Flow-Through Limited Partnership (the “Partnership”).
Securities Offered:	Class A and Class F Québec Class Limited Partnership units (“Québec Class Units”) and Class A and Class F National Class Limited Partnership units (“National Class Units”) - see Offering Memorandum for details.
Maximum Offering:	Maximum Offering - Québec Class: \$20,000,000 (222,222 Québec Class Units).
Price per Security:	\$90.00 per Unit until June 30, 2024; \$95.00 per Unit until September 30, 2024; thereafter \$100 per Unit.
Minimum Subscription:	100 Units. Additional subscriptions may be made in multiples of 10 Units.
General Partner:	Maple Leaf Critical Minerals 2024 Super Flow-Through Management Corp. (the “General Partner”).
Manager:	CADO Investment Fund Management Inc. (the “Manager”).
Portfolio Manager:	Palette Investment Management Inc. (the “Portfolio Manager”).
Investment Objective:	To provide Québec Class Limited Partners with a tax-assisted investment in a diversified portfolio of Flow-Through Shares of Resource Companies primarily engaged in the mining (and in particular, mining for critical minerals) and energy sectors incurring Eligible Expenditures principally in the Province of Québec, with a view to maximizing the tax benefits of an investment in Québec Class Units and achieving capital appreciation and/or income for Québec Class Limited Partners.
Investment Strategy:	<p>The Partnership intends to achieve its investment strategy through fundamental and quantitative research, both at the company and industry level and by purchasing and actively managing a diversified portfolio of Flow-Through Shares of Resource Companies that:</p> <ul style="list-style-type: none">(i) are publicly traded on a North American stock exchange;(ii) have proven, experienced and successful management teams;(iii) have strong exploration programs or exploration, development and/or production programs in place;(iv) have shares that represent good value and the potential for capital appreciation or income potential; and(v) meet certain other criteria set out in the Investment Guidelines.
Liquidity Event:	Anticipated on or about June 30, 2026 (see “Rollover Transaction”) whereby the Partnership’s assets will be transferred to Maple Leaf Resource Class mutual fund and the Limited Partners will receive a pro rata portion of mutual fund shares. No redemption options are available except for the Liquidity Event anticipated to occur on or about June 30, 2026.
Eligibility of Partnership:	The Units are <i>not</i> qualified investments for RRSPs, RRIFs, DPSPs, RESPs, RDSPs or TFSA.
General Partners Fee:	2% of the Net Asset Value of each Class, calculated and paid monthly.
Performance Bonus:	The General Partner will be entitled to a performance bonus equal to 20% of the product of (a) the number of Units of that Class outstanding on the Performance Bonus Date; and (b) the amount by which the Net Asset Value per Unit of that Class on the Performance Bonus Date (prior to giving effect to the Performance Bonus) plus the aggregate value of all distributions per Unit of that Class during the Performance Bonus Term exceeds 80% of the applicable issue prices of the Units of such Class.
Selling & Servicing Fee:	<ul style="list-style-type: none">• Class A Québec Class Units - CDO 243: 8.00% of subscription proceeds.• Class F Québec Class Units - CDO 244: 2.25% of subscription proceeds.
Initial Closing:	Will take place on such dates as the General Partner may determine, with a Final closing anticipated to take place on or about December 15, 2024.

INVESTMENT HIGHLIGHTS

Experienced Portfolio Management

- Mr. Cook has 34 years of experience in the financial services sector, the past 26 engaged in managing funds for several investment organizations as well as private clients.

Attractive Tax Deductions for Canadian Resident Investors

- Tax deduction in 2024 targeted at approximately 142% (depending on marginal tax rate) of the cost of investment.

Resource Sector Focused

- Attractive diversified resource focused portfolio, with principal businesses in mineral and energy exploration, development and/or production and possibly certain renewable energy production. Targeting Resource Companies with experienced management teams and potential for capital appreciation and income. The Portfolio Manager will apply intensive fundamental and quantitative research both at the company and industry level when selecting Resource Company stocks and will actively manage the Partnership's Investment Portfolio

Managed Risk with Potential for Capital Appreciation

- Downside protection of 66% (assuming a 53.31% marginal tax rate).
- "At-Risk" capital is 28% of the cost of investment (assuming a 53.31% marginal tax rate).

EXPERIENCED PORTFOLIO MANAGER

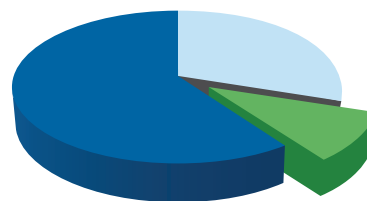
ANDREW COOK, CPA, CFA, CA,- Portfolio Manager & President, Palette Investment Management Inc.



- Andrew Cook founded the Portfolio Manager and is its President and CEO. Mr. Cook has 34 years of experience in the financial services sector, the past 26 engaged in managing funds for several investment organizations as well as private clients. His focus has been primarily on growth companies with substantial experience in the small and midcap parts of the market and he has spent a significant amount of time in the resource sector.

- Mr. Cook has had a distinguished career as an analyst and portfolio manager with the Royal Bank of Canada, Midland Walwyn, Strategic Nova, Marquest Asset Management, and Matrix Asset Management Inc.
- Over the course of his career Mr. Cook has managed small cap, large cap, balanced and dividend growth funds. Mr. Cook co-managed the Marquest Resource Fund from October 2003 to July 2010.
- Maple Leaf's previous PM Craig Porter of Backer Wealth Management Inc. has been retained by the Manager as the Industry Advisor to provide resource industry advice and guidance to the Partnership, as well as other investment vehicles currently managed by the Manager.

ANDREW COOK'S IDEAL DIVERSIFIED INVESTMENT MIX



60%
CORE
POSITION

- Proven Management
- Recognized Leader in its Field
- Good Growth Opportunity
- Strong Balance Sheet

30%
GROWTH
OPPORTUNITY

- A Take-Over Candidate
- Undervalued Asset Base
- Cyclically Depressed
- Under New Management

10%
HIGH RISK /
HIGH REWARD

- Companies that fit most of the criteria but have been hampered by factors such as adverse changes in the law, early stage exploration, etc.

PRIOR MAPLE LEAF FLOW-THROUGH LIMITED PARTNERSHIPS

- Maple Leaf Critical Minerals 2023-II Enhanced Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Critical Minerals 2023 Enhanced Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf 2022 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2022-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2022 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf 2021 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2021-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2021 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf 2020 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2020-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2020 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf 2019 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2019-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2019 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2018-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2018 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf 2018 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2017-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2017 Flow-Through Limited Partnership, National & Québec Class

- Maple Leaf 2017 Flow-Through Limited Partnership, National & Québec
- Maple Leaf Short Duration 2016 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2016-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2016-III Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2015 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2015-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2015-III Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2014-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf 2014-II Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2014 Flow-Through Limited Partnership, National & Québec Class
- Maple Leaf Short Duration 2013-II Flow-Through Limited Partnership, National & Québec Class

SELECTED FINANCIAL ASPECTS

An investment in Units will have a number of tax implications for a prospective Subscriber. The following presentation has been prepared by the General Partner to assist prospective Subscribers in evaluating the income tax consequences to them of acquiring, holding and disposing of Class A Québec Class Units and are not based upon an independent legal or accounting opinion. The presentation is intended to illustrate certain income tax implications to Subscribers who are Canadian resident individuals (other than trusts) who have purchased \$10,000 of Units in the Partnership and who continue to hold their Units in the Partnership as of June 30, 2026. These illustrations are examples only and actual tax deductions may vary significantly. See Item 8, "Risk Factors". The timing of such deductions may also vary from that shown in the table.

EXAMPLE OF CLASS A QUÉBEC CLASS TAX DEDUCTIONS- MAXIMUM OFFERING

	2024	2025 & Beyond	Total
Initial Investment	\$10,000		\$10,000
Tax Credits			
Critical Minerals Exploration Tax Credit (CMETC) - 30%	\$1,692		\$1,692
Minerals Exploration Tax Credit (METC) – 15%	\$455		\$455
Total Income Tax Credits	\$2,147		\$2,147
Equivalent Tax Deduction of Tax Credits	\$4,028		\$4,028
Flow-Through Share Tax Deductions			
CEE:	\$8,675		\$8,675
Other Deductions:	\$360	\$1,111	\$1,471
Total Flow-Through Share Tax Deductions	\$9,035	\$1,111	\$10,146
Total Equivalent Tax Deductions (Tax Credits + Flow-Through Share Tax Deductions)	\$13,063	\$1,111	\$14,174
Total Credit Income Inclusion (CMETC & METC)		(\$2,147)	(\$2,147)
Net Tax Deduction (after Tax Credit income Inclusion)	\$13,063	(\$1,036)	\$12,027
Total Net Tax Savings (at 53.31% marginal tax rate)	\$7,197	(\$6)	\$7,191

EXAMPLE OF CLASS A QUÉBEC CLASS AT-RISK CAPITAL, BREAKEVEN & DOWNSIDE PROTECTION

At Risk Capital	\$2,809
Breakeven Proceeds	\$3,384
Breakeven Proceeds per unit	\$30.46
Downside Protection	66%

Total Equivalent Tax deductions as % of investment (including Tax Credits) 141.70%
assuming 53.31% marginal tax rate

NOTES AND ASSUMPTIONS

The calculations above assumes only Class A Québec Class Units are issued and are based on the estimates and assumptions described in the "Notes and Assumptions" included in the Offering Memorandum which form an integral part of the illustration. Please see Notes and Assumptions under the heading "Selected Financial Aspects" in the Offering Memorandum for the full text of the estimates and assumptions underlying the above calculations.

ROLLOVER TRANSACTION

- In order to provide Limited Partners with liquidity and the potential for long-term growth of capital and income, the General Partner intends to implement a Liquidity Event on or prior to June 30, 2026, subject to market conditions.
- The Liquidity Event entails the transfer of the Partnership's assets to Maple Leaf Resource Class (the "Mutual Fund") for Mutual Fund Shares and the Limited Partners will received their pro rata portion of Mutual Fund Shares.
- The Liquidity Event will be implemented on not less than 21 days' prior notice to the Limited Partners.
- Pursuant to the Mutual Fund Rollover Transaction, Limited Partners will receive redeemable Mutual Fund Shares on a tax-deferred basis.
- Completion of the Liquidity Event will be subject to the receipt of all approvals that may be necessary.

INVESTMENT RESTRICTIONS AND GUIDELINES

The Partnership has developed certain investment guidelines which govern the Portfolios' investment activities. These investment guidelines provide, among other things, that the Québec Portfolio will invest pursuant to the following policies and restrictions:

QUÉBEC PORTFOLIO TYPE OF INVESTMENT	INVESTMENT RESTRICTIONS (% of Net Asset Value at the date of investment)
➤ Resource Companies listed on a stock exchange.	100%
➤ Resource Companies with a market cap of at least \$5 million.	At least 50%
➤ Investment in any one Resource Company.	Not more than 20%
➤ Investment in any one Resource Company with a market cap below \$10 million.	Not more than 10%

SELECTED RISK FACTORS

These securities are speculative in nature. This is a blind pool offering. An investment in the Partnership is appropriate only for Subscribers who have the capacity to absorb a loss of some or all of their investment. There is no assurance of a positive return or any return on an investment in Units. There can be no assurance that the General Partner will be able to identify a sufficient number of issuers willing to issue Flow-Through Shares to permit the Québec Portfolio to commit all of its Available Funds by December 31, 2024. Therefore, the possibility exists that capital may be returned to Québec Class Limited Partners and such Limited Partners may be unable to claim anticipated deductions from income for tax purposes.

See Offering Memorandum for additional risk factors and complete details.

ANTICIPATED SCHEDULE OF EVENTS

DATE	EVENT
➤ On or before March 31, 2025:	Investors will receive a T5013 Federal tax receipt and a Relevé 15 (RL-15).
➤ Prior to June 30, 2026:	General Partner intends to implement a Liquidity Event.
➤ Within 60 days of completion of Liquidity Event:	Mutual Fund Shares will be distributed following the transfer of the Partnership's assets to the Mutual Fund, if a Mutual Fund Rollover Transaction is implemented.
➤ On or about June 30, 2027:	Partnership will be dissolved if a Liquidity Event is not implemented, unless the investors pass an Extraordinary Resolution to continue operation with an actively managed portfolio.

EXPERIENCED MANAGEMENT TEAM

The Board of Directors of the Manager and the Portfolio Management team comprised of the following experienced professionals, each of whom has a proven, established track record of success in the Canadian financial services and resource investment management business.



HUGH CARTWRIGHT, B. COMM – CHAIRMAN AND DIRECTOR

- President, Managing Partner and a director of Maple Leaf Short Duration Holdings Ltd., a Promoter of the Offering and the parent company of the General Partner.
- Mr. Cartwright graduated from the University of Calgary with a Bachelor of Commerce degree and specialized in finance.



SHANE DOYLE, BA, MBA – PRESIDENT, CHIEF EXECUTIVE OFFICER AND DIRECTOR

- Managing Partner and a director of Maple Leaf Short Duration Holdings Ltd.
- Mr. Doyle brings significant experience in corporate finance advisory, business development, client relationship management and territorial oversight.
- Mr. Doyle graduated in 1988 from St. Mary's University in Halifax with a Masters of Business Administration.



ANDREW COOK, CFA, CPA, CA – PORTFOLIO MANAGER

- Andrew Cook founded the Portfolio Manager and is its President and CEO. Mr. Cook has 34 years of experience in the financial services sector, the past 26 engaged in managing funds for several investment organizations as well as private clients. His focus has been primarily on growth companies with substantial experience in the small and midcap parts of the market and he has spent a significant amount of time in the resource sector.
- Mr. Cook has had a distinguished career as an analyst and portfolio manager with the Royal Bank of Canada, Midland Walwyn, Strategic Nova, Marquest Asset Management, and Matrix Asset Management Inc.
- Mr. Cook has managed small cap, large cap, balanced and dividend growth funds.
- Mr. Cook has substantial resource and National and Quebec focused flow-through experience.



CRAIG PORTER, CFA, BA - THE INDUSTRY ADVISOR

- Mr. Porter has over 30 years of experience in the Canadian investment industry with a particular focus on resource stocks.
- Mr. Porter has extensive experience in managing hedge funds, mutual funds and flow through funds, including all prior Maple Leaf flow-through funds from the Maple Leaf Short Duration 2017-II Flow-Through Limited Partnership to the Maple Leaf Critical Minerals 2024 Enhanced Flow-Through Limited Partnership.
- As the Industry advisor Mr. Porter will provide resource industry advice and guidance to the Partnership.



SEIYUL YU, CPA, CA – CHIEF FINANCIAL OFFICER

- As Chief Financial Officer of the Manager of the General Partner, Mr. Yu brings over 20 years of experience in financial management, accounting and securities reporting and oversees all back-office accounting and reporting duties required for flow-through limited partnerships.
- Mr. Yu is a Chartered Professional Accountant (Chartered Accountant) and has earned a Bachelor of Commerce degree from the University of Victoria, British Columbia.



EMILY BURKART, B.COMM, MSc– MANAGING DIRECTOR, CAPITAL MARKETS

- As Managing Director Capital Markets Ms. Burkart brings over 9 years experience in the European and Canadian Investment Industry.
- Ms. Burkart is primarily responsible for the structuring, management and execution of new Maple Leaf product launches as well as daily operations within the Canadian capital markets.
- Ms. Burkart earned a Bachelor of Commerce from University College Dublin in 2012 and an MSc in International Business focused on International Finance from the UCD Michael Smurfit Graduate Business School in 2014.

PURCHASE & SUBSCRIPTION FORM DELIVERY INSTRUCTIONS

1 COMPLETE THE SUBSCRIPTION AGREEMENT AND SCHEDULES (AS APPLICABLE)

A fully executed subscription agreement is required for all purchases. For complete instructions and payment methods, please refer to the Maple Leaf Critical Minerals 2024 Super Flow-Through Limited Partnership Subscription Agreement. For a copy of the Subscription Agreement, please visit www.MapleLeafFunds.ca/ShortDuration, or contact Maple Leaf Funds at 604.684.5750 or 1.866.688.5750 or subscriptions@MapleLeafFunds.ca.

2 PAYMENT INSTRUCTIONS

Payment can be made by certified cheque, bank draft, wire transfer or direct deposit to Maple Leaf Critical Minerals 2024 LP, or via your brokerage account through the FundSERV network using the following methods:

METHOD 1

- Funds can be transferred via FundSERV from your brokerage account at a securities dealer.

Instruct advisor/agent to purchase applicable units of:

- Class A Québec Class Units - CDO 243 or
- Class F Québec Class Units - CDO 244

METHOD 2

- Certified cheque or bank draft can be mailed or couriered to the Partnership.

- Make payable to: Maple Leaf Critical Minerals 2024 LP
- Mail or courier to: Maple Leaf Funds

METHOD 3

- Funds can be wire transferred or direct deposited from your bank account.

- Banking Institution: ScotiaBank
- Institution number: 002
- Transit number: 47696
- Account number: Provided upon request.

3 DELIVERY INSTRUCTIONS

Subscription documents, cheques and bank drafts can be submitted directly to Maple Leaf Funds Subscription Processing Department or through an Agent, Distributor or Securities Dealer for delivery to Maple Leaf Funds using the following method:

- Completed subscription agreements can be emailed, certified cheques or bank drafts can be mailed or couriered.

Email to: subscriptions@MapleLeafFunds.ca

Mail or courier to:

Maple Leaf Funds, Subscription Processing Department
Suite 808, 609 Granville St., Vancouver BC V7Y 1G5

CONTACT MAPLE LEAF FUNDS

- **To request a meeting or for further information:** Please contact Maple Leaf Funds directly at the coordinates below:



Suite 808, 609 Granville Street, Vancouver BC V7Y 1G5
Tel: 604.684.5750 or 1.866.688.5750 Fax: 604.684.5748 Web: www.MapleLeafFunds.ca

GENERAL INQUIRIES: info@MapleLeafFunds.ca
SUBSCRIPTION PROCESSING DEPARTMENT: subscriptions@MapleLeafFunds.ca