

This memorandum is confidential and for internal use only. The contents are not to be reproduced or distributed to the public or the press. Securities legislation in all provinces and territories prohibits such distribution. This memorandum should be read in conjunction with the preliminary prospectus dated December 20, 2013 (the "Prospectus") that has been filed with the securities commissions or similar authorities in each province and territory in Canada. Copies of the Prospectus may be obtained from one of the syndicate members noted below. The information contained herein, while obtained from sources which we believe to be reliable, is not guaranteed as to accuracy or completeness. This memorandum is for information only and does not constitute an offer to sell or a solicitation to buy the securities referred to herein. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final prospectus has been issued. Capitalized terms used but not described herein have the meanings ascribed there to in the Prospectus.



## MAPLE LEAF SHORT DURATION 2014 FLOW-THROUGH LIMITED PARTNERSHIP

Maple Leaf Short Duration 2014 Flow-Through Limited Partnership (the "Partnership") is designed to provide holders of National Class Units ("National Class Limited Partners") with an investment in a diversified portfolio of Flow-Through Shares of Resource Companies incurring Eligible Expenditures across Canada with a view to maximizing the tax benefits of an investment in National Class Units and achieving capital appreciation and/or income for National Class Limited Partners. **National Class Limited Partners must be residents of Canada or liable to pay Canadian income tax.**

Please see Prospectus for details on the Québec Portfolio Offering.

### KEY INVESTMENT HIGHLIGHTS

#### Experienced Portfolio Management

- Jim Huang (T.I.P. Wealth Manager Inc.) has extensive experience managing resource funds. He has managed or co-managed over \$2 billion in mutual fund and institutional assets as well as 15 prior public flow-through limited partnerships.

#### Short Duration Flow-Through Investment

- The Partnership is committed to providing investors with liquidity on or before a 1.5 year hold period.

#### Attractive Tax Deductions for Canadian Resident Investors

- Up to 100% of initial investment expected to be tax deductible in 2014.

#### Diversified Resource Portfolio with Potential for Capital Appreciation and Income

- Attractive diversified resource focused portfolio, with principal businesses in mineral and energy exploration, development and/or production and possibly renewable energy production companies.
- Targeted downside protection of 35% on initial investment.

#### Liquidity

- Anticipated on or before June 30, 2015.

### EXPERIENCED PORTFOLIO MANAGER



**JIM HUANG, CFA, CGA**  
PORTFOLIO MANAGER

- President of T.I.P. Wealth Manager with over two decades of investment management experience.
- Portfolio Manager of Jov Diversified Flow-Through 2008-II Limited Partnership which achieved an after-tax return on "at-risk capital" of 145.73%.
- Former Vice-President and Portfolio Manager at Natcan Investment Management Inc. and, its predecessor, Altamira Management Ltd.
- Extensive experience managing mutual funds focused on the resource sector and resource flow-through funds; Mr. Huang has managed or co-managed over \$2 billion in mutual funds and institutional assets.

### NATIONAL RETAIL CONFERENCE CALL

Thursday, January 9, 2014 at 1 PM (EST). Dial-in 416-695-7806 or 1-888-789-9572. Passcode 2923012.  
Replay available at 905-694-9447 or 1-866-477-7636. Passcode 7149281.

### SYNDICATE MEMBERS

#### Scotiabank

National Bank Financial Inc.

BMO Capital Markets

Canaccord Genuity Corp.

GMP Securities L.P.

Raymond James Ltd.

Desjardins Securities Inc.

Manulife Securities Incorporated

Burgeonvest Bick Securities Limited

Dundee Securities Ltd.

Mackie Research Capital Corporation

## OFFERING SUMMARY

<b>Issuer:</b>	Maple Leaf Short Duration 2014 Flow-Through Limited Partnership (the "Partnership").
<b>Securities Offered:</b>	National Class limited partnership units ("National Class Units") and Québec Class limited partnership units ("Québec Class Units"), see Prospectus for details.
<b>Maximum Offering:</b>	Maximum Offering - National Portfolio: \$10,000,000 (400,000 National Class Units).
<b>Minimum Offering:</b>	Minimum Offering: \$5,000,000 (200,000 National Class Units and/or Québec Class Units).
<b>Price:</b>	\$25.00 per Unit.
<b>Minimum Subscription:</b>	200 Units (\$5,000). Additional subscriptions may be made in multiples of one Unit.
<b>Use of Proceeds:</b>	This is a blind pool offering. The Partnership will invest in a diversified portfolio of Flow-Through Shares of mineral and energy exploration, development and/or production companies and possibly certain renewable energy production companies.
<b>General Partner:</b>	Maple Leaf Short Duration 2014 Flow-Through Management Corp. (the "General Partner").
<b>Manager:</b>	CADO Investment Fund Management Inc. (the "Manager").
<b>Investment Manager:</b>	T.I.P. Wealth Manager Inc. (the "Investment Manager").
<b>Investment Objective:</b>	To provide National Class Limited Partners an investment in a diversified portfolio of Flow-Through Shares of Resource Companies incurring Eligible Expenditures across Canada with a view to maximizing the tax benefits of an investment in National Class Units and achieving capital appreciation and/or income for National Class Limited Partners.
<b>Investment Strategy:</b>	To achieve the National Portfolio's investment objectives through fundamental and quantitative research, both at the company and industry level and by actively managing diversified portfolios of Flow-Through Shares of Resource Companies that: <ul style="list-style-type: none"><li>(i) are publicly traded on a North American stock exchange;</li><li>(ii) have proven, experienced and successful management teams;</li><li>(iii) have strong exploration programs or exploration, development and/or production programs in place;</li><li>(iv) have shares that represent good value and the potential for capital appreciation or income potential; and</li><li>(v) meet certain other criteria set out in the Investment Guidelines.</li></ul>
<b>Liquidity Transaction:</b>	Anticipated on or before June 30, 2015. See "Mutual Fund Rollover Transaction" (below).
<b>Eligibility of Partnership:</b>	The Units are <i>not</i> qualified investments for RRSPs, RRIFs, DPSPs, RESPs, RDSPs or TFSA's.
<b>General Partner's Fee:</b>	2% of the Net Asset Value of each Class, calculated and paid monthly.
<b>Performance Bonus:</b>	The General Partner will be entitled to a performance bonus in respect of each Class 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 total distributions per Unit of that Class over the Performance Bonus Term exceeds \$28.00.
<b>Selling Concession:</b>	3.50% of Unit Price.
<b>Expected Initial Closing:</b>	February 2014.

## MUTUAL FUND 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 before June 30, 2015. The General Partner presently intends the Liquidity Event will be a Mutual Fund Rollover Transaction. 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 shares of a Mutual Fund on a tax-deferred basis.
- The Manager has established the Maple Leaf Resource Class, a class of securities of Maple Leaf Corporate Funds Ltd., a mutual fund corporation established under the laws of Canada. The portfolio of the Maple Leaf Resource Class is managed by the Investment Manager and it is intended that this Class will be the Mutual Fund that participates in the Mutual Fund Rollover Transaction, if implemented.
- **Completion of the Mutual Fund Rollover Transaction will be subject to the receipt of all approvals that may be necessary.**



## INVESTMENT HIGHLIGHTS

### Experienced Portfolio Management

- Jim Huang has extensive experience managing resource funds. He has managed or co-managed over \$2 billion in mutual fund and institutional assets and 15 prior flow-through limited partnerships.

### 100% Tax Deduction for 2014

- Tax deduction in 2014 targeted at 100% 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 Investment 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.

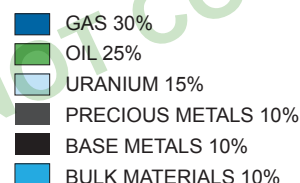
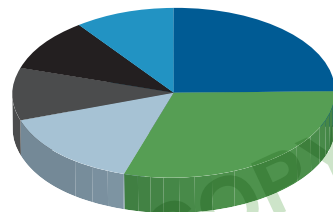
### Managed Risk with Potential for Capital Appreciation

- Downside protection of 35% (assuming maximum deal size and 45% marginal tax rate).
- "At-Risk" capital is 50.62% of the cost of investment.

### Liquidity

- Tax-deferred Mutual Fund Rollover Transaction expected to be implemented on or before June 30, 2015.

### TARGETED ASSET ALLOCATION FOR NATIONAL CLASS PORTFOLIO (subject to availability at time of investment)



## EXPERIENCED PORTFOLIO MANAGER

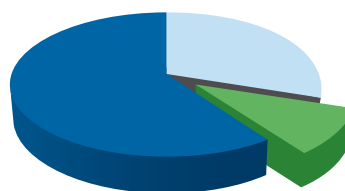


**JIM HUANG, CFA, CGA**  
PORTFOLIO MANAGER

### JIM HUANG, CFA, CGA, PRESIDENT & PORTFOLIO MANAGER OF T.I.P. WEALTH MANAGER INC.

- Jim Huang, CFA, CGA, is the President and Portfolio Manager of T.I.P. Wealth Manager Inc., and will act as portfolio manager on behalf of the Investment Manager.
- Jim Huang was the portfolio manager of the Jov Diversified Flow-Through 2008-II Limited Partnership which achieved a return on "at-risk capital" of 145.73%.
- He has over two decades of investment experience and was a Vice-President and portfolio manager at Natcan Investment Management Inc. and its predecessor Altamira Management Ltd. from November 1998 to March 2006. Prior to that, from February 1996 to November 1998, he was a Senior Research Analyst/Investment Officer at Sun Life of Canada.

- Mr. Huang started his career with BBN James Capel Inc. and First Energy Capital Corp., both located in Calgary, Alberta.
- As lead or co-manager while working at Natcan/Altamira, Mr. Huang has managed or co-managed over \$2 billion in mutual funds and institutional assets, including all of the resource and equity income products in the Altamira and National Bank mutual fund families. Altamira Energy Fund, Altamira Resource Fund, Altamira Precious and Strategic Metals Fund and AltaFund (a Canadian Equity fund focusing on Western Canada) had industry-leading performance and won awards and received positive press coverage during Mr. Huang's management.
- Mr. Huang has experience managing or co-managing the portfolios of the following flow-through limited partnerships, as well as other privately offered flow-through investment vehicles:
  - Maple Leaf Short Duration 2013 Flow-Through Limited Partnership (National Class & Québec Class)
  - Maple Leaf Short Duration 2012 Flow-Through Limited Partnership (National Class & Québec Class)
  - Maple Leaf Short Duration 2011-II Flow-Through Limited Partnership (National Class & Québec Class)
  - Maple Leaf Short Duration 2011 Flow-Through Limited Partnership
  - Maple Leaf Short Duration 2010 Flow-Through Limited Partnership
  - Jov Diversified Flow-Through 2009 Limited Partnership
  - Jov Diversified Quebec Flow Through 2009 Limited Partnership
  - Jov Diversified Flow Through 2008-II Limited Partnership
  - Jov Diversified Flow-Through 2008 Limited Partnership
  - Jov Diversified Flow-Through 2007 Limited Partnership
  - Fairway Energy (07) Flow-Through Limited Partnership
  - Fairway Energy (06) Flow-Through Limited Partnership
  - Alpha Energy 2006 Flow-Through Fund
  - Rhone 2005 Flow-Through Limited Partnership
  - Rhone 2004 Flow-Through Limited Partnership



### JIM HUANG'S IDEAL DIVERSIFIED INVESTMENT MIX

**60%**

#### Core Position Criteria

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

**30%**

#### Growth Opportunity Criteria

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

**10%**

#### High Risk/High Reward Criteria

- Companies that fit most of the above criteria but have been hampered by factors such as political risks, early stage exploration, etc.

## INVESTMENT RESTRICTIONS AND GUIDELINES

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

NATIONAL 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 listed and posted for trading on the TSX, NYSE, AMEX or the Nasdaq National Market.	At least 30%
➤ Resource Companies with a market cap of at least \$50 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 \$50 million.	Not more than 10%

## SECTOR OVERVIEW

The Investment Manager believes the resource sectors will continue to generate strong returns in the long term, as supply networks continue to be hampered by structural under-investment in the past, while demand has grown exponentially due to the emergence of new economic centers outside traditional developed regions. The resulting imbalance will only be corrected over time, with generally higher commodity prices serving as the market signal. In addition, commodity prices are generally denominated in US dollars and the US dollar remains in a long term downtrend as economic power has been gradually shifting elsewhere. All else being equal, prices in US dollar terms will need to rise to compensate for this decline, further adding to the upward momentum. Wider acceptance of commodities as a legitimate asset class may also increase investment demand for commodities in general. The main resource sectors that the Partnership will invest in are as follows:

### RESOURCE INVESTMENT RATIONALE

**PRECIOUS METALS** Gold and other precious metals have a number of uses in today's economy, but fundamentally their main role is to act as hedges against uncertainties: for example, war, famine, recession, financial crisis and currency fluctuations. Given the many issues facing today's investors, this "safe haven" function becomes increasingly important, as evident in the growing popularity of exchange traded funds investing directly in gold. According to the GFMS Annual Gold Survey: World Supply and Demand 2012, as production fails to grow with lower grades and higher costs, currently approximately 36% percent of the annual demand for gold is met by above ground sources. This results in the price of gold becoming increasingly sensitive to investors' perception of risks. The sovereign debt crisis and the global economic slowdown increase the need and urgency for hedging. The depreciating US dollar and low/negative real interest rates also makes gold more attractive. Even though gold has risen strongly over the last few years, it remains far below its previous peak when inflation is taken into account. This is in sharp contrast with many other commodities. The prospect of a slow recovery in global economy and resultant higher interest rates will probably keep gold range bound for the near term, but liquidity is still ample and major industrialized countries continue to spend beyond their means, setting gold up for future upsides. Shares in gold producers have not kept up with the metal thus far due to various operational issues, but the performance is set to improve as the uptrend in gold bullion resumes and costs come under control.

### BASE METALS, BULK AND OTHER MATERIALS

Demand for base metals is more sensitive to the current state of global economy as compared with other commodities. It is important not to over-emphasize the influence of the US for metal demand. According to the London Metal Exchange and Economist Intelligence Unit, even though the US remains a large consumer of base metals, developing countries, especially China, are now much more critical. The Investment Manager expects that an economic slowdown should it occur will affect the demand for base metals, but the impact on different metals varies. For example, due to the continuing need to build up infrastructure in developing countries, demand for steel continues to be strong. This in turn benefits prices of iron ore and coking coal, two of the inputs for making steel. Nickel, on the other hand, has suffered from the availability of alternative feed sources, but its price had declined to a point where nickel was again considered attractive. With the exception of aluminium and zinc, inventories are generally low relative to consumption, which bodes well for an eventual upturn when the global economy resumes its strong growth.

The Investment Manager expects nuclear power to continue to play an important role as a stable large scale energy source in the foreseeable future. The Investment Manager believes that the market for uranium (the primary input in the nuclear process) will face a growing supply deficit until new mine production can be implemented. In addition, the Investment Manager believes that recent decreases in inventory levels, the recognition by Russia of its own internal need for uranium supply resulting in Russia becoming a net importer and the construction of approximately 40 new commercial reactors over the next 10 to 15 years will exacerbate this shortfall. As the negative impact of the Fukushima nuclear incident lessens over time, the Investment Manager believes that the long term fundamentals of the uranium market remain sound.

### ENERGY

The key differentiating factor for energy commodities is that they are largely non-renewable. Once consumed, it is very difficult to reuse / recycle units of energy. Given the finite amount of resources in the ground, coupled with increasing demand in conjunction with general economic growth, the Investment Manager believes it will become increasingly difficult to maintain the status quo. Either supply has to increase, or demand has to be rationed. Rather than being the product of rampant speculation, higher energy prices merely serve as the signal to bring supply and demand back into balance. We are not running out of energy; rather, we are running out of cheap energy.

*(Please see Sector Overview continued on next page)*

## SECTOR OVERVIEW (CONTINUED)

### ENERGY (CONTINUED)

Oil and natural gas production is subject to constant decline once commenced. For example, according to the International Oil Energy Agency monthly report, current annual oil production stands at 92 million barrels per day. At an average annual decline rate of 5%, 4.6 million barrels per day of production or 1.7 billion barrels each year will have to be replaced. This is a monumental task even without the annual demand growth of about 1 million barrels per day. The challenge is made increasingly difficult by the renewed wave of resource nationalism which restricts access to untapped resources and increases costs of doing business for major oil companies. The recent development of shale oil in North America merely shifted the regional distribution of supply without fundamentally changing the overall picture. The Investment Manager believes as the world depends upon just a few energy exporters, any production disruptions, geopolitical or otherwise, may cause spikes in energy prices. Even though the pace of demand growth has slowed, supply growth remains slow and the market balance remains very tight. North American natural gas, will likely remain range bound until the impact of the growing shale gas production can be absorbed by increasing industrial and power demand. This process has been ongoing. With signs of lower spending and depressed rig counts for natural gas, the turning point could come in the next 6 to 12 months. Another important source of energy is coal. With advanced scrubbing technology, coal is maintaining its traditionally dominant role in the energy chain due to its cost competitiveness. There remains an abundance of coal reserves around the world, but coal production has been plagued by environmental restrictions, flooding, power shortages, and infrastructure limitations. Steady growth in power generation provides the long term backdrop for thermal coal demand. Coking coal, which is used in the production of steel, has been equally buoyed by strong demand for steels used in global infrastructure building.

The Investment Manager expects that nuclear power will play a more important role in the energy industry in the foreseeable future. As nuclear power is the only alternative energy source that has proven technology and solid economics without subsidy, more nuclear stations are being built worldwide despite opposition from community and environmental groups (see Ux Consulting Company, "Uranium Market Outlook"). Of note, nuclear power generation emits virtually no carbon dioxide, which should earn it a place in any government's greenhouse gas reduction strategy.

## 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 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 \$5,000 of Units (200 Units) in the Partnership and who continue to hold their Units in the Partnership as of June 30, 2015. **These illustrations are examples only and actual tax deductions may vary significantly. See the section entitled "Risk Factors" in the Prospectus. The timing of such deductions may also vary from that shown in the table. Please see Prospectus for the Québec Portfolio selected financial aspects.**

### EXAMPLE OF TAX DEDUCTIONS

	MINIMUM OFFERING			MAXIMUM OFFERING		
	2014	2015 & Beyond	Total	2014	2015 & Beyond	Total
<b>Initial Investment</b>	\$5,000	\$ -	\$ 5,000	\$5,000	\$ -	\$5,000
<b>Investment Tax Credits</b>						
Investment Tax Credits <sup>(2)</sup>	\$113	\$ -	\$113	\$113	\$ -	\$113
Tax Payable on Recapture of Investment Tax Credits <sup>(2)</sup>	\$ -	(\$51)	(\$51)	\$ -	(\$51)	(\$51)
<b>Total Investment Tax Credits<sup>(1,2)</sup></b>	\$113	(\$51)	\$62	\$113	(\$51)	\$62
<b>Income Tax Deductions</b>						
CEE or Qualifying CDE <sup>(1)</sup>	\$5,000	\$ -	\$5,000	\$5,000	\$ -	\$5,000
Other <sup>(1,2,3)</sup>	\$175	\$644	\$818	\$94	\$603	\$697
<b>Total Income Tax Deductions<sup>(4,5,6,7,8)</sup></b>	\$5,175	\$644	\$5,818	\$5,094	\$603	\$5,697

### AT-RISK CAPITAL, BREAKEVEN AND DOWNSIDE PROTECTION CALCULATIONS

	MINIMUM OFFERING			MAXIMUM OFFERING		
	2014	2015 & Beyond	Total	2014	2015 & Beyond	Total
<b>Assumed Marginal Tax Rate:<sup>(9)</sup></b>	45%	45%		45%	45%	
<b>Investment Amount:</b>	\$5,000	\$ -	\$5,000	\$5,000	\$ -	\$5,000
Net Flow-Through Share and other Tax Savings <sup>(10)</sup>	(\$2,441)	(\$239)	(\$2,680)	(\$2,405)	(\$221)	(\$2,626)
Capital Gains Tax <sup>(11)</sup>	\$39	\$145	\$184	\$21	\$136	\$157
Total Net Income Tax Savings	(\$2,402)	(\$94)	(\$2,496)	(\$2,384)	(\$85)	(\$2,469)
At-Risk Capital <sup>(12)</sup>			\$2,504			\$2,531
Breakeven Proceeds <sup>(13)</sup>			\$3,231			\$3,266
Downside Protection <sup>(14,15)</sup>			35%			35%

(Please see Notes and Assumptions on next page)

## SELECTED FINANCIAL ASPECTS (CONTINUED)

**NOTES AND ASSUMPTIONS:** The calculations above are based on the estimates and assumptions described in the “Notes and Assumptions” included in the Prospectus which form an integral part of the illustration. Please see Notes and Assumptions under the heading “Selected Financial Aspects” in the Prospectus for the full text of the estimates and assumptions underlying the above calculations.

(1) For the National Portfolio, the calculations assume that only National Class Units have been sold (i.e. no Québec Class Units are outstanding). The calculations also assume that the Offering expenses are \$100,000 in the case of the minimum Offering and \$200,000 in the case of the maximum Offering, that the annual General Partners’ Fee is \$100,000 in the case of the minimum Offering and \$200,000 in the case of the maximum Offering, that the operating and administration expenses are \$280,500 in the case of the minimum Offering and \$320,000 in the case of the maximum Offering over the lifetime of the Partnership, and that all Available Funds (\$5,000,000 in the case of the minimum Offering and \$10,000,000 in the case of the maximum Offering; see “Use of Proceeds”) are invested in Flow-Through Shares of Resource Companies that, in turn, expend such amounts on Eligible Expenditures which are renounced to the Partnership with an effective date in 2014 and allocated to a Limited Partner and deducted by him or her in 2014. The proceeds to the Partnership from the National Portfolio Loan Facility are assumed to be used to pay the Agents’ fees and offering expenses (including travel, sales and marketing expenses) and fund the Operating Reserve. See the section entitled “Fees and Expenses” in the Prospectus.

(2) It is assumed that 15% of Available Funds of the National Portfolio will be used to acquire Flow-Through Shares of Resource Companies in 2014 that will entitle a Limited Partner to the 15% non-refundable “flow-through mining expenditure” investment tax credit available to him or her in respect of certain “grass roots” mining CEE incurred by a Resource Company in 2014 and renounced under Investment Agreements entered into before April 2014. It is assumed that the Limited Partner will be subject to tax on the recapture of the investment tax credit in 2015. See the section entitled “Canadian Federal Income Tax Considerations” in the Prospectus. The 15% investment tax credit reduces federal tax otherwise payable by an individual Limited Partner other than a trust. As described below, certain Canadian provinces also provide investment tax credits. These credits generally parallel the federal credits for flow-through mining expenditures renounced to taxpayers residing in the province in respect of exploration occurring on properties located in that province. Limited Partners resident, or subject to tax, in a province that provides such an investment tax credit may claim the credit in combination with the federal investment tax credit. However, the use of a provincial investment tax credit will generally reduce the amount of expenses eligible for the federal investment tax credit and the Limited Partner’s “cumulative CEE” pool. Provincial investment tax credits have not been incorporated into this illustration. An individual (other than a trust) who is a Limited Partner and is resident in the Province of Ontario at the end of a fiscal year of the Partnership may apply for a 5% focused flow-through share tax credit in respect of eligible Ontario exploration expenditures. Eligible Ontario exploration expenditures are generally flow-through mining expenditures that qualified for the federal investment tax credit and are incurred in the Province of Ontario by a “principal-business corporation” (as defined in subsection 66(15) of the Tax Act) with a permanent establishment in the Province of Ontario. In order to be eligible for the Ontario tax credit the individual must not have been a bankrupt at any time in the individual’s taxation year in which the credit is claimed, unless the individual has been granted an absolute discharge from bankruptcy before the end of the year. The British Columbia mining flow-through share tax credit program allows individuals (other than trusts), who are residents of British Columbia that invest in flow-through shares, to claim such credits where BC flow-through mining expenditures are incurred or deemed by the Tax Act to have been incurred by a corporation before 2014. Under the program, such an individual (other than a trust) may claim a non-refundable tax credit, when calculating British Columbia income tax, equal to 20% of that individual’s share of any BC flow-through mining expenditures renounced to the individual and incurred in conducting certain mining exploration activity in British Columbia. BC flow-through mining expenditures are defined with reference to the definition of “flow-through mining expenditures” in the Tax Act. On the date of the Prospectus, there was no published pronouncement from the government of British Columbia about whether or not the credit will be extended to expenditures incurred after 2013, but it is possible that the credit could be continued effective in 2014 (and beyond) with legislation enacted in 2014 or later that could have retroactive effect as of the beginning of 2014. Accordingly the credit may or may not be available in respect of expenditures incurred by the Partnership in 2014 and perhaps later years. The General Partner will provide a Limited Partner with the information required by such Limited Partner to file an application for any provincial investment tax credits available to such Limited Partner.

(3) These amounts relate to costs incurred by the Partnership, including the Agents’ fees and offering expenses (including travel, sales and marketing expenses), certain estimated operating and administrative expenses, and the General Partner’s Fee (see Note (1) above). To the extent that these expenses are funded by the National Portfolio Loan Facility (including expenses funded by the Operating Reserve), the unpaid principal amount and interest thereon will be a Limited Recourse Amount of the Partnership and the Limited Partners. These expenses will generally not be deductible by the Partnership until the borrowed amount is repaid, which the calculations assume will occur in 2015 and prior to the earlier of the closing of a Liquidity Event and the dissolution of the Partnership, at which time the expenses will be deemed to have been incurred to the extent of the amount repaid. Both calculations assume that the Partnership will realize sufficient capital gains to permit it to pay operating and administrative expenses in excess of those funded by the Operating Reserve.

(4) Subject to Note (3), Agents’ fees and offering expenses are deductible for purposes of the Tax Act at a rate of 20% per annum.

(5) Assumes no portion of the subscription price for the Units will be financed with a Limited Recourse Amount.

(6) A Limited Partner may not claim tax deductions in excess of such Limited Partner’s “at-risk” amount.

(7) The calculations assume that the Limited Partner is not liable for alternative minimum tax. See the section entitled “Canadian Federal Income Tax Considerations” in the Prospectus.

(8) The amount of tax deductions, income or proceeds of disposition in respect of a particular Subscriber will likely be different from those depicted above.

(9) For simplicity an assumed marginal tax rate of 45% has been used for the National Portfolio. Each Subscriber’s actual tax rate will vary from the assumed marginal rate set forth above. The highest combined federal, provincial and territorial marginal tax rates in 2014 as of the date of the Prospectus are set forth in the Prospectus. Future federal, provincial and territorial budgets may modify these rates. To view a list of tax rates for all provinces and territories please see the section entitled “Notes and Assumptions” on page 33 of the Prospectus.

(10) The tax savings are calculated by multiplying the total estimated income tax deductions for each year by the assumed marginal tax rate of 45% for that year, plus any investment tax credits. This illustration assumes that the Subscriber has sufficient income so that the illustrated tax savings are realized in the year shown.

(11) The calculations assume there are capital gains realized on the sale of assets of the Partnership in order to repay money borrowed under the National Portfolio Loan Facility and to pay operating and administrative expenses in excess of the Operating Reserve, as described in Note (3). The table does not take into account capital gains tax payable upon the disposition of Units or Mutual Fund Shares by Limited Partners.

(12) At-risk capital (money at risk) is generally calculated as the total investment plus undistributed income less all anticipated income tax savings from deductions and the amount of any distributions. See the section entitled “Canadian Federal Income Tax Considerations” in the Prospectus.

(13) Breakeven proceeds of disposition represent the amount a Subscriber must receive such that, after paying capital gains tax, the Subscriber would recover his or her at-risk capital (money at risk). Capital gains tax is calculated on the assumption that the adjusted cost base of the investment is nil and that 50% of the Subscriber’s gain is subject to the assumed marginal tax rate of 45%. See the section entitled “Canadian Federal Income Tax Considerations” in the Prospectus.

(14) The calculations do not take into account the time value of money. Any present value calculation should take into account the timing of cash flows, the Subscriber’s present and future tax position and any change in the market value of the Portfolios, none of which can presently be estimated accurately by the General Partner.

(15) Downside Protection is calculated by subtracting break even proceeds of disposition from initial investment cost and then dividing by investment cost.

## EXPERIENCED MANAGEMENT TEAM

The Board of Directors of the General Partner is comprised of the following group of experienced professionals, each of whom has proven and established track record of success in the Canadian financial services and the energy investment management business.

### HUGH CARTWRIGHT – 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.
- As well, Mr. Cartwright is the Chief Executive Officer and a director of Qwest Bancorp Ltd., a British Columbia-based merchant banking company with over 15 years of experience in investment banking, structured finance, syndication and fund administration.
- 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 15 years of 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.

### JIM HUANG, CFA, CGA - PORTFOLIO MANAGER AND DIRECTOR



- Mr. Jim Huang is the President and Portfolio Manager of T.I.P. Wealth Manager Inc., which has been retained by the Manager to act as the Investment Manager of the Partnership. As Portfolio Manager, Mr. Huang identifies and qualifies investment opportunities both at the company and industry level, ensuring they are strong investments with capital appreciation potential for the Maple Leaf Short Duration Flow-Through Limited Partnership portfolio.
- Mr. Huang brings over two decades of investment management experience and has acted as portfolio manager or co-manager of 15 prior flow-through limited partnerships.

### JOHN DICKSON, CGA, BA - CHIEF FINANCIAL OFFICER AND DIRECTOR



- Chief Financial Officer and Director of Maple Leaf Short Duration Holdings Ltd.
- Mr. Dickson brings over 15 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. Dickson is a Certified General Accountant and has earned a Bachelor of Administration degree from Lakehead University, Ontario.

## 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 National Portfolio to commit all of its Available Funds by December 31, 2014. Therefore, the possibility exists that capital may be returned to National Class Limited Partners and such Limited Partners may be unable to claim anticipated deductions from income for tax purposes. **See Prospectus for additional risk factors and complete details.**

## ANTICIPATED SCHEDULE OF EVENTS

DATE	EVENT
➤ On or about February 2014:	Initial Closing.
➤ March 2015:	Limited Partners receive their 2014 T5013A federal tax receipt.
➤ On or before June 30, 2015:	General Partner intends to implement a Liquidity Event.
➤ Within 60 days of completion of Liquidity Event:	Mutual Fund Shares distributed following the transfer of the Partnership's assets to the Mutual Fund, if a Mutual Fund Rollover Transaction is implemented.
➤ On or about September 30, 2015:	Partnership will be dissolved if a Liquidity Event is not implemented, unless the Limited Partners pass an Extraordinary Resolution to continue operation with an actively managed portfolio.

## SYNDICATE CONTACT INFORMATION

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Vilma Jones 416-216-0895

### Dundee Securities Ltd.

Aaron Unger 416-365-2446

### Mackie Research Capital Corporation

David Keating 416-860-8643

## RETAIL BRANCH MEETINGS

*Interest in retail branch presentations by Maple Leaf Short Duration Flow-Through can be scheduled through your equity syndication desk or by contacting Tara Lockey of Scotiabank at 416-863-7771 or [tara.lockey@scotiabank.com](mailto:tara.lockey@scotiabank.com).*



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