

TERM SHEET

EIM PARTNERS FUND

The objective of the Fund is to provide capital growth as well as reliable dividend income combined with growth in said dividend income. The Fund will invest in securities that have a history, an ability and a policy of paying dividends to shareholders as well as securities from companies that are selling at a substantial discount to their historic valuation metric or to those of their peers.

Structure	Mutual Fund Trust
Units	Private placements, accredited investors only
Investment Fund Manager	Majestic Asset Management
Investment Advisor	Exponent Investment Management Inc.
Investment Advisor AuM	\$420M

Administrator and Registrar	SGGG Fund Services
Custodians and Broker	Aviso Wealth Inc.
Legal	Fasken
Trustee	TSX Trust Company (TMX Group)
Auditor	KPMG

RSP/TFSA Eligibility	Yes
Lockup Period	No
High Water Mark (HWM)	Yes
Hurdle Rates	1 st Hurdle Rate: 6% per year; 2 nd Hurdle rate: 12% per year
Series	A, E, F
Trailer Fee	1.00% (Series A only)

	FundServ Code	Management Fee	Incentive Fee
Series A	MAJ660	2.00%	10-15%
Series E	MAJ663	0.30%	10-15%
Series F	MAJ661	1.00%	10-15%
Series I	MAJ662	TBD	TBD

For more information about the EIM Partners Fund, please consult the Offering Memorandum of the Fund.

The units described in the Offering Memorandum of the EIM Partners Fund are being offered on a private placement basis in reliance on exemptions from the requirement to prepare and file a prospectus with securities regulatory authorities. The Offering Memorandum of the Fund constitutes an offering of the units described herein only in those jurisdictions and to those persons where and to whom they may lawfully be offered for sale. The Offering Memorandum of the Fund is not, and under no circumstances is to be construed as, a prospectus or an advertisement for a public offering of such units. No securities regulatory authority in Canada has in any way passed upon the merits of the units offered in the Offering Memorandum of the Fund nor has it reviewed the Offering Memorandum the Fund and any representation to the contrary is an offence.