

# TERM SHEET

## RIVEMONT MICROCAP FUND

The Fund's objective is to achieve above-average long-term capital appreciation by investing primarily in equity securities of North American companies having micro or small capitalizations.

<b>Structure</b>	Mutual Fund Trust
<b>Units</b>	Private placements, accredited investors only
<b>Investment Fund Manager</b>	Majestic Asset Management
<b>Investment Advisor</b>	Rivemont Investments Inc.
<b>Investment Advisor AuM</b>	\$55M

<b>Administrator</b>	SGGG Fund Services
<b>Registrar</b>	SGGG Fund Services
<b>Custodians</b>	National Bank Independent Network Inc. Interactive Brokers Canada Inc.
<b>Brokers</b>	National Bank Independent Network Inc. Interactive Brokers Canada Inc.
<b>Legal</b>	Fasken Martineau
<b>Trustee</b>	TSX Trust Company
<b>Auditor</b>	KMPG

<b>RSP/TFSA Eligibility</b>	Yes
<b>Lockup Period</b>	No
<b>Early Redemption Fee</b>	10% (6 months following purchase)
<b>High Water Mark (HWM)</b>	Yes
<b>Hurdle Rate</b>	7% annualized
<b>Series</b>	A, B, F
<b>Trailer Fee</b>	Series A: 0.75% Series B: 0.50%

	FundServ Code	Management Fee	Incentive Fee
<b>Series A</b>	MAJ720	1.75%	20.00%
<b>Series B</b>	MAJ724	1.50%	20.00%
<b>Series F</b>	MAJ721	1.00%	20.00%

For more information about the Rivemont MicroCap Fund, please consult the Offering Memorandum of the Fund.

*The units described in the Offering Memorandum of the Rivemont MicroCap 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.***