

Dear Securityholder:

As Chair of the Independent Review Committee ("IRC") for the investment funds (collectively, the "Funds" and individually, a "Fund") managed by CADO Investment Fund Management Inc.(the "Manager"), I am pleased to provide you with the first annual report to security holders of the Funds as required under National Instrument 81-107 *Independent Review Committee for Investment Funds* ("NI 81-107") covering the period beginning October 22, 2010 and ending December 31, 2010.

The IRC was established on October 22, 2010. The members of the IRC have expertise in a number of relevant fields, including financial services, investment management, other investment businesses, law and securities regulation. The mandate of the members of the IRC is to provide advice to the Manager regarding any conflict of interest matter in mutual fund management that is referred to the IRC by the Manager and to give their approval or make a recommendation after considering the matter. A "conflict of interest matter" is a situation where a reasonable person would consider the Manager or an entity related to the Manager to have an interest that may conflict with the Manager's ability to act in good faith and in the best interests of the Fund's unitholders.

The IRC's function is to determine whether a proposed action that the Manager refers to it as a potential conflict of interest, as defined in NI 81-107, achieves a fair and reasonable result for the investment fund. The IRC will, at least annually, review and assess the adequacy and effectiveness of the policies and procedures relating to conflict of interest matters in respect of the Funds, and will also conduct a self-assessment of the IRC's independence, compensation and effectiveness. Under subsection 4.5(1) of NI 81-107, the IRC is required to report directly to the Funds' principal regulator if the members become aware that the Manager has acted in a conflict of interest matter listed in subsection 5.2(1) contrary to a condition imposed by the IRC or by securities legislation. To date, no matter of this nature has come to the attention of the IRC.

The IRC looks forward to continuing to serve in the best interests of the Funds and working effectively with management for the Funds.

Liisa Atva

"SIGNED"

Chair of the Independent Review Committee of investment funds managed by CADO Investment Management Inc.

March 29, 2011

# REPORT OF IRC TO UNITHOLDERS As at December 31, 2010

# Members of the IRC

The IRC consists of the following members: Liisa Atva, Greg Reed and Melisa Attisha. Each member has served on the IRC since October 22, 2010.

Liisa Atva was appointed the Chair of the IRC. Each of these members is independent from the Funds and the Manager within the meaning of National Instrument 81-107.

# **Holdings of Securities**

## Funds

As at December 31, 2010, the percentage of units of each class of the Funds covered by this report beneficially owned, directly or indirectly, in aggregate, by all members of the IRC did not exceed 0.1 per cent for any Fund.

## Manager

As at December 31, 2010, the percentage of each class or series of voting or equity securities of the Manager beneficially owned, directly or indirectly, in aggregate, by all members of the IRC did not exceed 0.1 per cent.

## Service Providers

As at December 31, 2010, no member of the IRC beneficially owned, directly or indirectly, any class or series of voting or equity securities of a person or company that provides services to the Funds or the Manager of the Funds with respect to their respective fund businesses.

#### **IRC Compensation and Indemnities**

The aggregate compensation paid by the Funds to the IRC for the period from October 22, 2010 to December 31, 2010, was \$4,000including GST where applicable. This amount was allocated among the Funds managed by the Manager in a manner that is considered by the Manager to be fair and reasonable to the Funds.

The initial annual compensation of IRC members and their initial terms of appointment are as follows:

Name	Annual Compensation	Initial Term	Additional Term
Liisa Atva	\$6,000.00	1 year	
Greg Reed	\$5,000.00	1 year	
Melisa Attisha	\$5,000.00	1 year	

Compensation for additional services by an IRC member may be charged from time to time with the approval of both the IRC and the Manager.

## REPORT OF IRC TO UNITHOLDERS As at December 31, 2010

At least annually, the IRC will review the compensation of its members in a manner consistent with good governance practices, giving consideration to a number of factors, including:

- (a) The best interests of the Funds;
- (b) The number, nature and complexity of the Funds;
- (c) The nature and extent of the workload of each IRC member, including the commitment of time and energy that is expected from each member;
- (d) Industry best practices, including industry averages and surveys on IRC compensation; and
- (e) The IRC's most recent annual self-assessment, as well as, any recommendations about IRC compensation and expenses made by the Manager.

No amounts were paid to the IRC by the Funds pursuant to indemnities given by the Funds to the IRC during the Period.

# **Conflict of Interest Matters**

The IRC is not aware of any instance in which the Manager, when acting in a conflict of interest matter, did not meet a condition imposed by the IRC in its recommendation or approval. The Manager has an obligation to notify the IRC of any such instances.

When a conflict of interest matter arises, the Manager of the Funds must refer the matter, along with its proposed action, to the IRC for its review and decision. There were no conflict of interest matters that were identified by the Manager for the IRC to consider during the year ended December 31, 2010.

The Manager relied on the positive recommendations and standing instructions of the IRC with respect to the following activities of the Manager:

- (a) Mutual Fund Sales Practices
- (b) Allocation of Fund Expenses
- (c) Handling Unitholder, Client and Dealer Complaints
- (d) Supervision of Portfolio Advisors
- (e) Acceptance of Gifts and Entertainment
- (f) Personal Trading for Employees of the Manager

# REPORT OF IRC TO UNITHOLDERS As at December 31, 2010

In each case, the positive recommendation of the IRC and related standing instruction requires the Manager to proceed with any conflict of interest matter in accordance with the policies and procedures reviewed by the IRC and to report to the IRC any instances in which the Manager did not act in accordance with the standing instruction. The IRC has requested that the Manager provide to the IRC any proposed changes to the policies and procedures prior to the change. The Manager has informed the IRC that for the period of this report, there have been no changes to the policies and procedures.

# Funds

Funds covered by this report in the period beginning October 22, 2010 and ending December 31, 2010:

• Maple Leaf Short Duration 2010 Flow-Through Limited Partnership