

MARQUEST-MINERALFIELDS 2012-III SUPER FLOW-THROUGH LP (MIN1201)

Notice to Unitholders

On December 16th 2013, **MARQUEST-MINERALFIELDS 2012-III SUPER FLOW THROUGH LIMITED PARTNERSHIP** executed a rollover transaction and subsequently dissolved. The limited partners received 69.5264 Explorer Series Class A rollover shares of Marquest Mutual Funds inc. (MIN001) for each LP unit.

ADJUSTED COST BASE:

Rollover Date	December 16 th 2013
ACB of LP unit at end of period	\$13.0638
Conversion Rate to mutual fund shares	69.5264
ACB per share of Marquest Mutual Funds Inc. Explorer Series Class A rollover shares issued at time of rollover	\$0.1879

ISSUANCE COST:

In accordance with the provisions of the Income Tax Act, the unitholders are entitled to deduct, in 2013 and future years, their respective share of the un-deducted issue costs of the Partnership at the date of dissolution.

The per unit amount that can be deducted for each of the remaining years are as follows:

2013	\$2.0000
2014	\$2.0000
2015	\$2.0000
2016	\$2.0000
2017	\$1.5000