

Dissolution and Rollover Information
Marquest Mining 2013-II Super Flow-Through LP

Dear former Limited Partners,

The Marquest Mining 2013-II Super Flow-Through LP has completed a mutual fund rollover transaction ("the Mutual Fund Rollover") where the Marquest Mining 2013-II Super Flow-Through LP transferred all of its assets other than cash (all cash in excess of funds required to meet existing liabilities was distributed to limited partners on October 24th 2014) to Marquest Mutual Funds Inc. on October 24th 2014, in exchange for Marquest Mutual Funds Inc. - Explorer Series Fund, Mutual Fund Shares: A/Rollover Series (MIN001) (the "Mutual Fund Shares"). As part of the wind-up and dissolution of the Marquest Mining 2013-II Super Flow-Through LP, the Mutual Fund Shares were distributed to limited partners of record as of October 24th 2014 on a pro rata basis.

The information contained herein is strictly for information purposes only and should in no way be regarded as tax advice. You are advised to obtain professional tax advice about your individual circumstances.

MUTUAL FUND ROLLOVER

Limited partners of the Marquest Mining 2013-II Super Flow-Through LP received 88.3488 Mutual Fund Shares (issued at the October 24th 2014 Net Asset Value per Mutual Fund Share of \$0.6559) for each limited partnership unit, based on a net asset value of \$57.9480 per unit of the Marquest Mining 2013-II Super Flow-Through LP.

AFTER TAX RETURNS

We can report that our investors in Marquest Mining 2013-II SFT LP have the following approximate pre-tax and after-tax returns on their initial investment on a per class and per province of residence basis factoring in capital gains tax *:

<u>Pre-Tax Returns</u>		<u>After Tax Returns</u>	
Alberta	5.17%	Alberta	-6.13%
British Columbia	12.04%	British Columbia	-1.22%
Manitoba	11.57%	Manitoba	-1.87%
Ontario	14.65%	Ontario	0.30%
Prince Edward Island	12.41%	Prince Edward Island	-1.31%
New Brunswick	10.42%	New Brunswick	-2.64%
Nova Scotia	14.69%	Nova Scotia	0.20%
Saskatchewan	10.35%	Saskatchewan	-2.40%

ACB OF PARTNERSHIP UNITS as at October 24th 2014

The ACB per unit of the Marquest Mining 2013-II Super Flow-Through LP units, based on the information available to us will be provided to you with your 2014 tax slips.

Investors who have not redeemed their holdings of the Mutual Fund Shares (or any shares of Marquest Mutual Funds Inc that they hold as a result of a switch transaction in respect of the Mutual Fund Shares) resulting from the rollover transaction have deferred the potential tax liability of capital gains until they do so. Investors who have redeemed a portion or all of their holdings of the Mutual Fund Shares (including shares of Marquest Mutual Funds Inc. that they hold as a result of a switch transaction in respect of the Mutual Fund Shares) resulting from the rollover transaction should use the ACB per share that will be provided with the 2014 tax slips when determining their capital gains tax liability. Investors are urged to consult with their Investment Advisor and tax professionals.

Note: Limited partners will receive a T5013/R15 for the 2014 taxation year early in 2015. Certain tax deductions will be available for the taxation years 2014 through to 2017.

For further information, please contact Marquest Asset Management at 1-888-964-3533

*Based on approximate amounts of Canadian Exploration Expenses and additional Provincial credits or deductions; assuming top marginal rates for residents of each province; including the amortized offering costs deductions; no alternative minimum tax is triggered from other deductions; ACB at rollover has been assumed as \$0. All figures are approximate and for illustration purposes only. All investors will receive individual tax slips. Investors should contact their tax professionals in order to evaluate their individual situation.