




**NATIONAL INSTRUMENT 24-101 *TRADE MATCHING AND SETTLEMENT*
TRADE-MATCHING STATEMENT**

To: All trade-matching parties providing trade orders to, acting on behalf of, or executing a trade with: Goodwood Inc. (the “Client”)

This Trade-Matching Statement is being provided in accordance with National Instrument 24-101 – “*Institutional Trade Matching and Settlement*” and Companion Policy 24-101CP [the “National Instrument”]. It applies to all trades that are subject to the National Instrument.

The Client hereby confirms that it has established, maintains and enforces appropriate policies and procedures designed to achieve in accordance with the National Instrument.

SIGNED August 30, 2012:



Katie Sherkey, CFA
Vice President, Chief Compliance Officer