

# Notice

**To: Former Unitholders of Terra 2009 Mining & Energy Flow-Through LP**

Date: February 2011

From:

**Terra Fund Management Ltd.**  
207 - 517 Wellington Street W.,  
Toronto, ON M5V 1G1  
**T** 416-203-2477/888-449-4645  
**F** 416-203-1544  
**E** info@terrafunds.ca  
www.terrafunds.ca

**Re: Amortization of Issue Costs**

The schedule below has been provided to assist Terra investors in completing their income tax returns for each of the taxation years represented below.

In accordance with the provisions of the *Income Tax Act*, investors are entitled to deduct in 2010 and future years their respective share of the un-deducted issue costs of the Partnership at the date of dissolution.

Please use the amounts listed in the table below to calculate your deduction. You may deduct the amount below multiplied by the number of units you held as shown in Box 9 of the T5013A form. The deduction is claimed on line 232 (other deductions) of your *T1 Income Tax Return*. A copy of this notice and T5013A should be attached to your return.

**Schedule of Amounts for Remaining Years in Deduction Period:**

Taxation Year	Deduction per \$100 Unit *	Deduction per \$10,000 Invested
2010	\$1.1455	\$114.55
2011	\$1.1455	\$114.55
2012	\$1.1455	\$114.55
2013	\$1.1455	\$114.55

\* The number of units you held can be found on the T5013A in box 9.

**Please retain a copy of this notice and T5013A for use in preparing your tax returns for the remaining taxation years.**

Should you have any questions, you may contact Terra at the phone number or email address listed above.

**Important: Please retain a copy of this notice and T5013A for use in preparing your tax returns for the remaining taxation years.**