

SCHEDULE "B"

RUN-OFF POOL UNITS ATTRIBUTES AND ADMINISTRATION

- **Participation** – Unitholders who have chosen to participate in the Run-Off Pool will receive one (1) Run-Off Pool Unit for each regular Unit, on October 17, 2022.
- **Creation of Run-Off Pool** – The Run-Off Pool will be composed of a percentage of each asset and liability of the Fund as of September 30, 2022. The percentage will be determined by dividing the number of Units for which Run-Off Pool confirmation notices were received by the total number of Units outstanding.
- **Attributes of Run-Off Pool Units** – Run-Off Pool Units represent a percentage interest only in the assets and liabilities of the Run-Off Pool. In other respects, the attributes of the Run-Off Pool Units are generally the same as those of ordinary Units, and assets and liabilities in the Run-Off Pool will be administered in the same way as assets and liabilities that are not in the Run-Off Pool. Run-Off Pool Units will have the same voting rights as ordinary Units and will be entitled to ongoing distributions generated by the assets in the Run-Off Pool.
- **Redemptions of Run-Off Pool Units** – Run-Off Pool Units are not redeemable by Run-Off Pool Unitholders. Rather, if there are available proceeds from the realization of assets in the Run-Off Pool (for example, from mortgage loan repayments, mortgage loan sales, or other proceeds of realization from underlying mortgage collateral), those proceeds (net of liabilities and reserves) will be used to redeem Run-Off Pool Units on at least a quarterly basis. The proceeds will be paid to Run-Off Pool Unitholders on a pro rata basis. However, funds that are committed to the extension of a mortgage loan or to a new workout investment will not form part of cash distributable to the Run-Off Pool.
- **Purchase of Run-Off Pool Assets** – The Trustees may, from to time, if there is surplus capital available, choose to purchase assets in the Run-Off Pool for the benefit of Unitholders. The purchase must be made at fair market value (net of liabilities and reserves), and the proceeds of such a purchase will be used to redeem Run-Off Pool Units.
- **Reporting** – Run-Off Pool Unitholders will receive reports from time to time (at least annually) summarizing the redemption of Run-Off Pool Units during the prior period and the remaining assets and liabilities in the Run-Off Pool.
- **Wind-Up of Run-Off Pool Units** -- If the net asset value of the Run-Off Pool is less than \$100 million, the Trustees can decide to redeem all remaining Run-Off Pool Units. The Trustees are entitled to apply a discount of up to 12% of the redemption payment. The redemption discount reflects the uncertainty surrounding the timing, recovery amount and ongoing costs associated with managing and administering the tail of the Run-Off Pool.

Note: The above is a summary of the attributes of Run-Off Pool Units and the administration of the Run-Off Pool. A full description is contained in the Fund's Declaration of Trust, the provisions of which, in the event of any inconsistency, will govern.