

**CERTIFICATE**

Section 2.20 of National Instrument 54-101

**TO:** British Columbia Securities Commission  
Alberta Securities Commission  
Saskatchewan Financial Services Commission  
Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers  
New Brunswick Securities Commission  
Nova Scotia Securities Commission  
Registrar of Securities, Prince Edward Island  
Securities Commission of Newfoundland and Labrador

**RE:** Special meeting of unitholders of Ridgewood Canadian Investment Grade Bond Fund (the “**Fund**”) to be held on July 25, 2013 (the “**Special Meeting**”)

In connection with the Special Meeting, the undersigned, being an officer of Ridgewood Capital Asset Management Inc., the trustee and manager of the Fund, hereby certifies for and on behalf of the Fund and not in a personal capacity, that:

- (a) the Fund has made arrangements to have proxy-related materials for the Special Meeting sent in compliance with National Instrument 54-101 (the “**Instrument**”) to all beneficial owners at least 21 days before the date fixed for the Special Meeting;
- (b) the Fund has arranged to have carried out all of the requirements of the Instrument in addition to those described in paragraph (a) above; and
- (c) the Fund is relying upon 2.20(c) of the Instrument to abridge the time periods prescribed by sections 2.2(1) and 2.5(1) of the Instrument applicable to the Special Meeting.

**DATED** the 4<sup>th</sup> day of July, 2013.

**RIDGEWOOD CAPITAL ASSET  
MANAGEMENT INC.**

Per: “John H. Simpson”  
Name: John H. Simpson  
Title: Managing Director, Chairman, Chief  
Executive Officer, Secretary, Chief  
Compliance Officer and Director