

MATERIAL CHANGE REPORT

Section 11.2 of National Instrument 81-106

Item 1 – Name and Address of Issuers:

Webb Enhanced Growth Fund
Webb Enhanced Income Fund

(collectively, the “**Webb Funds**”)

c/o Webb Asset Management Canada, Inc.
26 Wellington Street East
Suite 920
Toronto, Ontario
M5E 1S2

Item 2 - Date of Material Change:

September 21, 2009

Item 3 – News Release:

The news release attached hereto as **Schedule “A”** was disseminated over CNW Group on September 22, 2009.

Item 4 – Summary of Material Change:

Webb Asset Management Canada, Inc. (“**Webb Canada**”), the manager of the Webb Funds, has signed an agreement whereby, effective October 19, 2009, JovInvestment Management Inc. (“**JovInvestment**”) will assume the role of portfolio advisor and administrator of the Webb Funds. Webb Canada will continue to act as the trustee and manager of the Webb Funds and Webb Asset Management, Inc. (“**Webb USA**”) will continue to act as the Webb Funds’ portfolio sub-advisor.

In addition, effective October 19, 2009, Ken McCord, CFA, currently the President and Chief Executive Officer of Webb Canada, will be appointed Vice-President of JovInvestment and will resign as President and Chief Executive Officer of Webb Canada. In the interim, Mr. McCord will also remain a Director of Webb Canada. Concurrently, Derek Webb, CFA, a Director of Webb Canada and the President and Chief Executive Officer of Webb USA, will be appointed President and Chief Executive Officer of Webb Canada.

Item 5 – Full Description of Material Change:

5.1 Full Description of Material Change

The material change is fully described in the press release attached hereto.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 – Reliance on subsection 11.2(2) or (3) of National Instrument 81-106:

Not applicable.

Item 7 - Omitted Information:

Not applicable.

Item 8 – Officer of the Manager of the Mutual Fund:

Ken McCord, President & Chief Executive Officer, Webb Asset Management Canada, Inc., (416) 646-0975

Item 9 – Date of Report:

September 24, 2009



WEBB ASSET MANAGEMENT

JovInvestment Management Inc. to be Appointed Portfolio Advisor and Administrator of the Webb Funds

TORONTO, ONTARIO, September 22, 2009 – Webb Asset Management Canada, Inc. (“**Webb Canada**”), the manager of the Webb Asset Management Canadian Performance Fund, Webb Enhanced Growth Fund and the Webb Enhanced Income Fund (together, the “**Funds**”), is pleased to announce that effective October 19, 2009, JovInvestment Management Inc. (“**JovInvestment**”), a member of the Jovian Capital Corporation group of companies, will assume the role of portfolio advisor and administrator of the Funds, a role currently performed by Webb Canada. As portfolio advisor, JovInvestment will be responsible for coordinating portfolio management and advisory services to the Funds.

Webb Canada will continue to act as the trustee and manager of the Funds and Webb Asset Management, Inc. (“**Webb USA**”) of San Francisco, California, will continue to act as the Funds’ portfolio sub-advisor. As portfolio sub-advisor, Webb USA will continue to provide portfolio management services in respect of the Funds and will be supervised by JovInvestment. As administrator, JovInvestment will be responsible for providing marketing and administrative services to Webb Canada and the Funds, including accounting facilities and clerical staff.

“We’re confident that our relationship with Jovian will provide the necessary resources, experience and strength needed to succeed in a period of significant regulatory change,” said Derek Webb, Chairman of Webb Canada. *“This will allow us to focus entirely on the investment process and superior client service.”*

Effective immediately, Ken McCord, CFA, currently the President and Chief Executive Officer of Webb Canada, has been appointed President of AlphaPro Management Inc., an affiliate of JovInvestment. Effective October 19, 2009, Mr. McCord will be appointed Vice-President of JovInvestment and will resign as President and Chief Executive Officer of Webb Canada. In the interim, Mr. McCord will remain a Director of Webb Canada. Concurrently, Derek Webb, CFA, a Director of Webb Canada and the President and Chief Executive Officer of Webb USA, will be appointed President and Chief Executive Officer of Webb Canada. These appointments will be subject to any necessary regulatory approval.

About Webb Canada

Webb Canada, the manager of the Webb Funds, is a progressive asset management company established in 2006 by Derek Webb and Ken McCord, with the goal of bringing innovative alternative investment strategies to Canadian investors.

About JovInvestment

JovInvestment provides administrative, investment advisory and portfolio management services to a broad range of clients including public mutual funds, closed-end funds, hedge funds, exchange traded funds and principal protected notes. JovInvestment has over \$3.5 billion in assets under management as at August 31, 2009. JovInvestment is a wholly-owned indirect subsidiary of Jovian Capital Corporation.

About Jovian Capital Corporation

Jovian Capital Corporation is a publicly-traded company listed on the Toronto Stock Exchange (“JOV”). Jovian acquires, creates and grows financial services companies specializing in wealth and asset management. The Jovian group of companies (AlphaPro Management Inc., BetaPro Management Inc., Horizons Exchange Traded Funds Inc., Horizons Funds Inc., JovFunds Management Inc., JovInvestment Management Inc., Leon Frazer & Associates Inc., MGI Financial Inc., MGI Securities Inc., MGI Securities (USA) Inc., T.E. Wealth and Felcom Data Services Inc.) manages approximately \$12.5 billion of client assets (\$6.5 billion in assets under management and \$6.0 billion in assets under administration). Additional information is available at www.joviancapital.com and www.sedar.com.

For further information, please contact:

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President & Chief Executive Officer

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