



WEBB ASSET MANAGEMENT

Amendment to Management Information Circular of the Webb Enhanced Growth Fund dated December 8, 2009

The Management Information Circular of the Webb Enhanced Growth Fund dated December 8, 2009 (the “Circular”) is hereby amended to change the dollar amount referencing the increased net asset value of the Webb Enhanced Growth Fund following the completion of the Proposed Transaction from \$10,000,903.25 to \$15,042,900, as set forth on page 16 of the Circular. The relevant paragraph will now read as follows:

“The Unitholders would become unitholders of larger fund, as the Proposed Transaction will increase the net asset value of the Growth Fund from approximately \$5,042,008.94 to approximately \$15,042,900 based on net asset values as of the close of business on November 30, 2009, excluding any redemptions that may occur in the normal course.”

No other change has been made to the Circular. All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Circular.

DATED at Toronto, Ontario this 10th day of December, 2009.

**WEBB ASSET MANAGEMENT CANADA, INC. as
trustee, manager and promoter of WEBB
ENHANCED GROWTH FUND**

By: Derek Webb
Name: Derek Webb
Title: CEO