

May 8, 2013

Re: Norrep Performance 2012 Flow-Through LP - Final Tax Reporting Package

Dear Limited Partner,

Please find enclosed your <u>final tax reporting package</u> for your investment in the Norrep Performance 2012 Flow-Through Limited Partnership ("Partnership"). The following documents are included:

- 1. Form T5013A Statement of Partnership Income For Tax Shelters and Renounced Resource Expenses
- 2. Schedule of Amortization of Issue Costs
- 3. Schedule of Adjusted Cost Base (ACB)

Please retain the Schedule of Amortization of Issue Costs for use in preparing your tax returns in future years.

On March 8, 2013, the Partnership transferred all of its assets on a tax-deferred basis to Norrep Opportunities Corp. in exchange for shares of the Norrep Energy Class mutual fund. For each Partnership unit Limited Partners received approximately 0.61184 Norrep Energy Class share. The adjusted cost base of the Norrep Energy Class shares distributed to investors is \$7.91 per share.

The Partnership invested proceeds available for investment in flow-through shares of resource companies on or before December 31, 2012. Renouncements were 30% Canadian Exploration Expenses ("CEE") and 70% Canadian Development Expenses ("CDE"). CEE and CDE deductions have been reported in your attached 2012 T5013A slips in Box 120 (Renounced Canadian Exploration Expenses) and Box 121 (Renounced Canadian Development Expenses). Each year, you are entitled to claim a deduction in computing income up to the full amount of your year-end CEE balance and up to 30% of your year-end CDE balance, not exceeding your income for the year (a lesser amount may be claimed if desired), with any remaining balances carried forward to the next taxation year. Any undeducted balances are carried forward to the next taxation year.

Norrep Energy Class invests primarily in the shares of Canadian small, mid, and large capitalization energy companies. For more information on the Norrep Energy Class, please refer to our website at www.norrep.com or call us toll free at (877) 431-1407.

We would like to thank you for investing with the Norrep Group of Funds. If you have a tax-related question, please contact Jenny Sun, CGA by email at jenny@hesperiancapital.com or by phone at (403) 537-5705 or (877) 431-1407 toll free.

Regards,

Steve Smith, CA

Chief Financial Officer & Portfolio Manager

Canada Revenue Agency

STATEMENT OF PARTNERSHIP INCOME FOR TAX SHELTERS AND RENOUNCED RESOURCE EXPENSES

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STATEMENT OF PARTNERSHIP INCOME FOR TAX SHELTERS AND RENOUNCED RESOURCE EXPENSES

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				1 1 '	1 - 10 Avenue SW	
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exploration expenses	Renounced Canadian development expenses	Canadian exploration expenses	Canadian development expenses	period – CEE	for an ITC	interest-freé period – ITC
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Tax shelter informati					Tollowing to the	
Number of units acquired	151 Cost per unit	152 Total cost of units	53 Limited-recourse amounts	154 At-risk adjustment	155 Olher indirect reductions	Box
						Amount / Details
Income Tax Act paragraph 2	37.1(5)(c) – 'The identificatio dministrative purposes only a	n number issued for this tax shelte	er shall be included in any in	come tax return filed by th to claim any tax benefits a	e investor, Issuance of the associated with the tax shelter."	
Limited partnership				· · · · · · · · · · · · · · · · · · ·		
20 Limited partnership farming income (loss)	20-1 Agricultural income stabilization	21 Limited partnership fishing income (loss)	Limited partnership business income (loss)	22-1 Limited partner's at-risk amount	22-2 Limited partner's adjusted at-risk amount	23 Limited partnership rental income (loss)
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	37 Professional income (loss)		Fishing income (loss)	30 Other income	34 Partnership's total gross i	ncome
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Canadian and foreign	n investments and ca	rrying charges		· · · · · · · · · · · · · · · · · · ·		
26 Canadian and foreign net rental income (loss)	51 Actual amount of dividends (other than eligible dividends)	51-1 Taxable amount of dividends (other than eligible dividends)	51-2 Dividend tax credit for dividends other than eligible dividends	52 Actual amount of eligible dividends	52-1 Taxable amount of eligible dividends	52-2 Dividend tax credit for eligible dividends
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50 Interest from Canadian sources	55 Foreign dividend and interest income	56 Business investment loss	Carrying charges	Box	Box	Box
2 04			153 71	Amount / Dataile	Amount / Details	Amount / Details
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Approval code: RC-11-414

STATEMENT OF PARTNERSHIP INCOME FOR TAX SHELTERS AND T5013A-INST RENOUNCED RESOURCE EXPENSES -INSTRUCTIONS FOR RECIPIENT

Instructions for recipient

Partners that are corporations or trusts

Report the information on a T2 Corporation Income Tax Return or a T3 Trust Income Tax and Information Return, whichever applies.

Partners that are partnerships

A partnership that receives a T5013A slip, Statement of Partnership Income for Tax Shelters and Renounced Resource Expenses, has to report the information on its financial statements for the fiscal period.

Partners who are individuals

Report the information on your T1 General Income Tax and Benefit Return, (T1 return). Keep one copy of this slip for your records and attach the other copy to your T1 return. You can get the T1 General Income Tax and Benefit Guide, (T1 guide), schedules, forms, or other tax guides at www.cra.gc.ca/formspubs, or by calling 1-800-959-2221.

Identification

Boxes 01 to 10 and 12: We use this information.

Box 11: Under the Income Tax Act (the Act), you have to give your social insurance number (SIN) on request to any person who prepares an information slip for you. If you do not have a SIN, you can apply for one at any Service Canada Centre. For more information, visit the Service Canada Web site at www.servicecanada.gc.ca.

Renounced Canadian exploration and development expenses

Use Form T1229, Statement of Resource Expenses and Depletion Allowance, to calculate your allowable deduction for your resource expense pools

- 120 Renounced Canadian exploration expenses Use this amount to calculate your allowable deduction for your Canadian exploration expense (CEE) pool on Form T1229. Add it in Area I for your CEE pool.
- Renounced Canadian development expenses Use this amount to calculate your allowable deduction for your Canadian development expense (CDE) pool on Form T1229. Add it in Area I for your CDE pool.
- Assistance for Canadian exploration expenses Use this amount to calculate your allowable deduction for your Canadian exploration expense (CEE) pool on Form T1229. Add it in Area I for your CEE pool.
- Assistance for Canadian development expenses Use this amount to calculate your allowable deduction for your Canadian development expense (CDE) pool on Form T1229. Add it in Area I for your CDE pool.
- Expenses qualifying for an ITC Enter this amount in Area I on Form T1229
- Portion subject to an interest-free period (ITC) Enter this amount in Area I on Form T1229.
- Portion subject to an interest-free period (CEE) Enter this amount in Area I on Form T1229.
- The amounts in boxes 141 to 145 are Canadian exploration expenses (mining only) that qualify for a provincial tax credit for individuals. Your province may require you to be a resident at the end of the calendar year in that province where the expenses qualify for that credit.
- 141 (BC) You need this information to calculate provincial tax credits.
- 143 (SK) You need this information to calculate provincial tax credits.
- 144 (MB) You need this information to calculate provincial tax credits.
- 145 (ON) You need this information to calculate provincial tax credits.

Tax shelter information

Tax Shelter - Other provisions of the Act may apply to reduce any loss from the tax shelter that you can claim. For example, the at-risk amount provisions in subsection 96(2.2) of the Act may apply.

Use Form T5004, Claim for Tax Shelter Loss or Deduction, to claim your loss or deduction shown in the boxes on this slip. Attach Form T5004 and a copy of this slip to your T1 return.

- 150 Number of units acquired This is the number of units in the tax shelter that you bought in the year.
- Cost per unit This is the cost of each unit in the tax shelter that you 151
- Total cost of units The total cost is the number in box 150 multiplied 152 by the amount in box 151.
- Limited-recourse amounts We use this information.
- At-risk adjustment We use this information. 154
- 155 Other indirect reductions We use this information.

Limited partnership net income (loss)

- 20 Limited partnership farming income (loss) include this amount on line 141 of your T1 return. You could have a restricted farm loss.
- 20-1 Agricultural income stabilization Include this amount on the AgriStability and Agrilnvest program information and statement of farming activities that applies to you.
- Limited partnership fishing income (loss) Include this amount on line 143 of your T1 return.
- 22 Limited partnership business income (loss) Enter this amount on line 122 of Schedule 4. You do not need to report the gross income amount in box 34.
- 22-1 Limited partner's at-risk amount We use this information. If there is no amount in this box, we assume the amount is zero and you cannot claim any losses shown in boxes 20, 21, 22, 25, and 26
- 22-2 Limited partner's adjusted at-risk amount We use this information.
- 23 Limited partnership rental income (loss) Enter this amount on line 9946 of Form T776, Statement of Real Estate Rentals, and report the income on line 126 of your T1 return.
- 24 Limited partnership loss available for carryforward This is the part of your current-year limited partnership loss that you cannot deduct on the current year's T1 return. You can only deduct it from the same partnership's income in future years if you have a positive at-risk amount after applying paragraph 111(1)(e) of the Act. You can carry it forward indefinitely
- 25 Previous loss carryforward eligible in the current year This is the limited partnership loss from previous years that you can claim in the current year. Claim it on line 251 of your T1 return.
- Return of capital This is the capital (including drawings) returned to you from the limited partnership. Use this amount to reduce the ACB of your limited partnership interest.

Instructions for recipient

Canadian and foreign net business income (loss)

Multiple jurisdictions – If the partnership allocated income from more than one province or territory, the second part of the box number will show a two-letter province or territory code. If the income is from a foreign country, the box number will show a three-letter country code.

- 30 Other income Enter this amount on line 130 of your T1 return.
- 30-1 Type of other income Enter this description in the "Specify" area for line 130 of your T1 return.
- Partnership's total gross income This is the total gross income from all sources. We use this information.
- 35 Business Income (loss) Enter this amount on line 9369 of Form T2125, Statement of Business or Professional Activities, for line 135, Net business income, on your T1 return. The gross amount is in box 162.
- Gross business income (loss) Enter this amount on line 162 of your T1 return.
- Foreign business income that is exempt from Canadian tax due to a tax convention or agreement This amount is included in box 35.

 Use this amount to calculate your foreign tax credit for the country named. See Line 405 in your T1 guide and forms T2209 and T2036.
- T2125, Statement of Business or Professional Activities, and report the income on line 137 of your T1 return. The gross amount is in box 164.
- Gross professional income (loss) Enter this amount on line 164 of your T1 return.
- **39** Commission income (loss) Enter this amount on line 139 of your T1 return. The gross amount is in box 166.
- Gross commission income (loss) Enter this amount on line 166 of your T1 return.
- Farming income (loss) Include this amount on line d on page 2 of Form T2042, Statement of Farming Activities, or on the appropriate AgriStability and AgriInvest form. You could have a restricted farm
- Gross farming income (loss) Enter this amount on line 168 of your T1 return.
- Fishing income (loss) Enter this amount on line c on page 1 of Form T2121, Statement of Fishing Activities.
- Gross fishing income (loss) Enter this amount on line 170 of your T1 return.
- Total business income (loss) from an active business carried on in Canada Report the information on a T2 Corporation Income Tax Return.
- 61 Canadian manufacturing and processing profits under subsection 125.1(3) Report the information on a T2 Corporation Income Tax Return.

Canadian and foreign investments and carrying charges

- 26 Canadian and foreign net rental income (loss) Enter this amount on line e on page 1 of Form T776, Statement of Real Estate Rentals, and report the income on line 126 of your T1 return.
- [26-1] Foreign net rental income (loss) These amounts are included in box 26. Use these amounts to calculate your foreign tax credit for the country named. See Line 405 in your T1 guide and forms T2209 and T2036.

- 26-2 Foreign rental income that is exempt from Canadian tax due to a tax convention or agreement These amounts are included in box 26 or in box 23, whichever applies to your partner code. Use these amounts to calculate your foreign tax credit for the country named. See Line 405 in your T1 guide and forms T2209 and T2036,
- Gross Canadian and foreign rental income Enter this amount on line 160 of your T1 return.
- 50 Interest from Canadian sources Enter this amount on line 121 of Schedule 4.
- 51 Actual amount of dividends (other than eligible dividends) This is the actual amount of dividends (other than eligible dividends) paid by corporations resident in Canada. The taxable amount of these dividends and the federal dividend tax credit appear in boxes 51-1 and 51-2 respectively.
- Taxable amount of dividends (other than eligible dividends) This is the taxable amount of dividends (other than eligible dividends) for partners that are individuals resident in Canada (other than a trust that is a registered charity), including partnerships and trusts that are eligible for the federal dividend tax credit. Enter this amount on line 180 of Schedule 4.
- 51-2 Dividend tax credit for dividends other than eligible dividends Include this amount on line 425 of Schedule 1.
- **Actual amount of eligible dividends** This is the actual amount of eligible dividends paid by corporations resident in Canada. The taxable amount of eligible dividends and the federal dividend tax credit appear in boxes 52-1 and 52-2 respectively.
- Taxable amount of eligible dividends This is the taxable amount of eligible dividends for partners that are individuals resident in Canada (other than a trust that is a registered charity), including partnerships and trusts that are eligible for the federal dividend tax credit. Enter this amount on line 120 of Schedule 4.
- 52-2 Dividend tax credit for eligible dividends Include this amount on line 425 of Schedule 1.
- Foreign dividend and interest income Enter this amount on line 121 of Schedule 4.
- Foreign investment income that is exempt from Canadian tax due to a tax convention or agreement This amount is included in box 55. Use the amount to calculate your foreign tax credit for the country named. See Line 405 in your T1 guide and forms T2209 and T2036
- Business investment loss This amount is your gross business investment loss for line 228 of your T1 return. Use the amount to calculate your allowable business investment loss deduction for line 217, using "Chart 6 How to claim an allowable business investment loss," in your T4037, Capital Gains guide. Provide us with the following information when you use the box 56 amount to calculate your allowable business investment loss deduction.
- 56-1 Name of the Small Business Corporation
- Number and class of shares, or type of debt the Small Business Corporation disposed of
- 56-3 Insolvency, bankruptcy, or wind-up date
- 56-4 Date the partnership bought the shares or acquired the debt
- 56-5 Proceeds of disposition
- 56-6 Adjusted cost base of the shares or debt
- 56-7 Outlays and expenses on the disposition

Canadian and foreign investments and carrying charges (continued)

- 57 Dividend rental arrangement compensation payments Enter this amount on line 221 of Schedule 4.
- 58 Other investment Income Report this amount in Area II (line 121) of Schedule 4.
- **Type of investment income** You need this information to calculate adjusted taxable income for calculating the alternative minimum tax on Form T691. *Alternative Minimum Tax*.
- 59 Carrying charges This amount is your share of the carrying charges for earning all investment income, Enter it on line 221 of Schedule 4.

Others amounts and information

70 Capital gains (losses) - Enter this amount on line 174 of Schedule 3.

Footnotes for Box 70 Amounts in boxes 70-1 to 70-17 are included in box 70,

- Last year's capital gains reserve allocated in the previous year and included in current year income Use this information to complete Form T2017, Summary of Reserves on Dispositions of Capital Property.
- 70-2 Qualified small business corporation shares (QSBCS) capital gains amount eligible for the \$750,000 capital gains exemption Use this information to complete Form T657, Part 1, and Part 3a "Line 107 of Schedule 3," to calculate your capital gains deduction.
- QFP or qualified fishing property capital gains amount eligible for the \$750,000 capital gains exemption Use this information to complete Form T657, Part 1, and Part 3a "Line 110 of Schedule 3," to calculate your capital gains deduction.
- 70-4 Capital gains (losses) from QFP or qualified fishing property mortgage foreclosures and conditional sales repossessions eligible for the capital gains deduction Use this information to complete Form T657, Part 1, and Part 3a "Line 124 of Schedule 3," to calculate your capital gains deduction.
- Foreign capital gains (losses) Use this information to calculate the foreign tax credits on foreign business and non-business income for the country identified by the three-letter code for this box. See Line 405 in your T1 guide and forms T2209 and T2036.
- Foreign capital gains exempt from Canadian tax due to a tax convention or agreement – Use this information to calculate the foreign tax credits on foreign business and non-business income.
- 70-17 Farming and fishing income eligible for the capital gains deduction from the disposition of eligible capital property that is QFP or qualified fishing property Use this information to complete Form T657, Part 1 to calculate your capital gains deduction.
- 71 Capital gains reserves Use this amount to complete Form T2017, Summary of Reserves on Dispositions of Capital Property. For details, see our guide called T4037, Capital Gains.

Footnotes for Box 71 Amounts in boxes 71-1 to 71-6 are included in box 71.

- Capital gains reserve from qualified farm property and qualified fishing property transferred to your child – Use this information to complete Part 1, Section A of Form T2017.
- 71-2 Capital gains reserve from qualified small business corporation shares transferred to your child Use this information to complete Part 1, Section B of Form T2017.
- 71-3 Capital gains reserve from family farm property other than QFP, or family fishing property other than qualified fishing property, transferred to your child, or shares of capital stock of a small business corporation other than QFP, qualified fishing property, and QSBCS transferred to your child Use this information to complete Part 1, Section C of Form T2017.

- Capital gains reserve from other property Use this information to complete Part 1, Section D of Form T2017.
- 71-5 Capital gains reserve from capital property disposed of before November 13, 1981 Use this information to complete Part 2 of Form T2017.
- 71-6 Capital gains reserve from non-qualifying securities the partnership donated to a qualified donee Use this information to complete Part 1, Section D of Form T2017.
- 80 Income tax deducted Enter this amount on line 437 of your T1 return.
- 81 Foreign tax paid on non-business income Use this amount to calculate your foreign tax credits on your foreign non-business income on Form T2209. For details, see Line 405 in your T1 guide and Form T2036.
- Foreign tax paid on business income Use this amount to calculate your foreign tax credits on your foreign business income on Form T2209. For details, see Line 405 in your T1 guide.
- 85 Capital cost allowance This is your share of capital cost allowance that the partnership used to arrive at the net income (loss) in boxes 30, 35, 37, 39, 41, and 43. Do not deduct this amount again.
 Use this amount to calculate your adjusted taxable income for Form T691, Alternative Minimum Tax.
- Capital cost allowance class for rental or leasing property This is the property class for the capital cost allowance (CCA) in box 85 that the partnership used to arrive at the Canadian and foreign net rental income (loss) in box 26.

 If you also own other rental property as a proprietor, combine your share of partnership rental income (loss) with the total of your own rental income (loss) after expenses, but before CCA. You may then claim CCA on your own rental buildings only to the extent of the combined rental income, if any. Calculate your CCA in Area A of Form

T776, Statement of Real Estate Rentals.

90 to 93 and 96 to 98
Use Form T1229, Statement of Resource Expenses and Depletion Allowance.

If your CCOGPE pool has a negative balance, use that amount to reduce your CCDE pool. If your CCEE or CCDE pools have a negative balance, report the negative amount as income on line 130 of your T1 return. If you need more information, call us at 1-800-959-5525.

- Qanadian exploration expenses (CEE) Use this amount to calculate your allowable deduction for your cumulative Canadian exploration expense (CCEE) pool on Form T1229. Add it at the line called "Other resource expenses" in Area II for your CCEE pool. The maximum you can deduct is 100% of the CCEE pool balance.
- Ganadian development expenses (CDE) Use this amount to calculate your allowable deduction for your cumulative Canadian development expense (CCDE) pool on Form T1229. Add it at the line called "Other resource expenses" in Area II for your CCDE pool.

 The maximum you can deduct is 30% of the CCDE pool balance.
- Canadian oil and gas property expenses (COGPE) Use this amount to calculate your allowable deduction for your cumulative Canadian oil and gas property expense (CCOGPE) pool on Form T1229. Add it at the line called "Other resource expenses" in Area II for your CCOGPE pool. The maximum you can deduct is 10% of the CCOGPE pool balance.
- 93 Foreign exploration and development expenses (FEDE) Add the amount in Area III for your cumulative foreign exploration and development expense pool.
- Recapture of earned depletion This is your share of the recapture of earned depletion that the partnership used to arrive at the net income (loss) in boxes 30, 35, 37, 41, and 43. We use this amount. Do not add it to income again.

Others amounts and information (continued)

- Assistance for Canadian exploration expenses Use this amount to calculate your allowable deduction for your cumulative Canadian exploration expense (CCEE) pool on Form T1229. Add the amount at the line called "Assistance" in Area II for your CCEE pool. The maximum you can deduct is 100% of the CCEE pool balance.
- Assistance for Canadian development expenses Use this amount to calculate your allowable deduction for your cumulative Canadian development expense (CCDE) pool on Form T1229. Add the amount at the line called "Assistance" in Area II for your CCDE pool. The maximum you can deduct is 30% of the CCDE pool balance.
- 98 Assistance for Canadian oil and gas property expenses Use this amount to calculate your allowable deduction for your cumulative Canadian oil and gas property expense (CCOGPE) pool on Form T1229. Add the amount at the line called "Assistance" in Area II for your CCOGPE pool.

The maximum you can deduct is 10% of the CCOGPE pool balance.

- Eligible amount of charitable donations and government gifts Enter this amount on line 1 of Schedule 9.
- Eligible amount of cultural and ecological gifts Enter this amount on line 342 of Schedule 9. For details, see your T1 guide.

- 105 Eligible amount of federal political contributions Enter this amount on line 409 of Schedule 1. You have to provide the following information to us when you use the amount in box 105 to claim a federal political contribution tax credit.
- Eligible amount of provincial and territorial political contributions Enter the political contributions on the appropriate provincial or territorial form
- 107 Investment tax credit Complete Form T2038(IND), Investment Tax Credit (Individuals), and attach it to your T1 return. You need the following information to complete Form T2038(IND) when you use the amount in box 107 to claim an investment tax credit.
- Investment tax credit transferred under subsection 127(8.3) This is the investment tax credit for the fiscal period that the partnership transferred to you under subsection 127(8.3).

Note

If you are not a limited partner, you can choose to renounce the investment tax credit (ITC) for the fiscal period that the partnership transferred to you under subsection 127(8.3). If you make this choice, complete Form T932, Election by a Member of a Partnership to Renounce Investment Tax Credits Pursuant to Subsection 127(8.4).

Excess ITC recapture – Include the excess ITC recapture on the corresponding line in the section for Recapture of ITC on SR&ED expenditures in Part A of Form T2038(IND), Investment Tax Credit (Individuals), or on Form T2SCH31, Investment Tax Credit – Corporations, whichever applies.

SCHEDULE OF AMORTIZATION OF ISSUE COSTS

The following schedule of amortization of issue costs has been provided to assist investors of the Norrep Performance 2012 Flow-Through Limited Partnership ("Partnership") in completing their individual income tax return for each of the future taxation years represented below. You should multiply the deduction per unit indicated for the current taxation year by the number of Partnership units you owned, and enter the result on Schedule 4, Section IV (Carrying charges and interest expenses) of your T1 General Tax Return.

Tavation Voor	Deduction Dow Unit	Deduction per 1,000 units		
Taxation Year	Deduction Per Unit	Invested		
2014	\$0.15178	\$151.78		
2015	\$0.15178	\$151.78		
2016	\$0.15178	\$151.78		
2017	\$0.15178	\$151.78		

Please retain this schedule of amortization of issue costs for use in preparing your tax return in future taxation years.

Please do not attach this schedule with your tax return

Norrep Performance 2012 Flow-Through Limited Partnership Norrep Energy Class Adjusted Cost Base (ACB) Per Unit / Share March 8, 2013



Note: This schedule is intended to assist with the ACB calculation for Norrep 2012 FTLP unitholders whose partnership units were exchanged for Norrep Energy Class mutual fund shares at the Partnership's rollover.

Original FTLP unit purchase price	\$ 10.00
Effect of T5013A tax slips on ACB	
2012	-4.54
2013	-0.01
Distributions by FTLP	
March 8, 2013	
Undeducted costs	-0.61
FTLP unit ACB	\$ 4.84
Norrep Energy Class shares acquired per FTLP unit	
Acquired on rollover	0.6118
Total	0.6118
ACB of a Norrep Energy Class share at March 8, 2013	\$ 7.91