

MINT

INCOME FUND

MINT INCOME FUND FILES PRELIMINARY PROSPECTUS EXCHANGE AND CASH OFFERING – MAXIMUM \$150 MILLION

Press Release – June 28th, 2013

Middlefield Group, on behalf of MINT Income Fund (the “Fund” or “MINT”), is pleased to announce that it has filed a preliminary short form prospectus in connection with an offering of Class A units (the “Class A Units”) of MINT. Prospective purchasers may purchase Class A Units either by (i) cash payment; or (ii) an exchange of securities of Exchange Eligible Issuers, listed below. The exchange offering will remain open for acceptance until 5:00 p.m. Toronto time on July 29, 2013 (the “Deposit Date”) whereas the cash offering will remain open until closing, which is expected to occur in early August 2013. The exchange ratios will be disclosed in a final short form prospectus expected to be filed on or about July 30, 2013.

The purchase price for the Class A Units, in respect of both the cash offering and exchange offering, will be equal to the weighted average trading price of MINT’s existing units (the “Existing Units”) on the TSX during the period of three consecutive trading days ending on the Deposit Date.

The Class A Units have similar attributes as the Fund’s Existing Units except that (i) the Class A Units are not eligible to be surrendered for the annual redemption in November 2013, and (ii) the Class A Units will be converted into Existing Units automatically as of November 15, 2013 on a one-for-one basis. Accordingly,

all Class A Units and Existing Units (the “Units”) will have the same investment objectives, strategy, guidelines and portfolio, which is comprised primarily of equity income securities, as well as the same net asset value per Unit.

Monthly distributions paid by MINT are currently targeted to be \$0.06 per Unit, or \$0.72 per Unit per annum, which represents a yield of 7.5% based upon the closing price of the Units on the Toronto Stock Exchange on June 25, 2013.

The net proceeds of the Offering will be invested by the Fund in accordance with its investment objectives. A complete list of Exchange Eligible Issuers is included on the reverse. The Agents for this Offering are Canaccord Genuity Corporation and Middlefield Capital Corporation. Concurrent with this Offering, MINT has also filed a preliminary short form prospectus for a warrant offering to holders of Existing Units.

Existing Units of MINT trade on the Toronto Stock Exchange under the symbol MID.UN. An application will be made to list the Class A Units on the TSX.

For further information, please visit our website at www.middlefield.com or contact Nancy Tham, Managing Director, Sales and Marketing at 416.847.5349 or 1.888.890.1868.



L to R: Jeremy Brasseur, Managing Director, Corporate Development, Nancy Tham, Managing Director, Sales and Marketing, Andy Nasr, Managing Director and Senior Portfolio Manager, Rob Lauzon, Managing Director and Deputy Chief Investment Officer, Dean Orrico, President and Chief Investment Officer, Richard Faiella, Managing Director, Dennis da Silva, Managing Director and Senior Portfolio Manager, and Michael Bury, Executive Director, Investments.

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MIDDLEFIELD
CAPITAL CORPORATION

MINT

INCOME FUND

EXCHANGE ELIGIBLE ISSUERS

NAME	TICKER	CUSIP	ISIN
REAL ESTATE INVESTMENT TRUSTS			
Artis REIT	AX.UN	04315L105	CA04315L1058
Calloway REIT	CWT.UN	131253205	CA1312532056
Canadian Apartment Properties REIT	CAR.UN	134921105	CA1349211054
Chartwell Retirement Residences	CSH.UN	16141A103	CA16141A1030
Cominar REIT	CUF.UN	199910100	CA1999101001
Crombie REIT	CRR.UN	227107109	CA2271071094
Dundee International REIT	DI.UN	26518R209	CA26518R2090
Dundee REIT	D.UN	265270207	CA2652702077
Granite REIT	GRT.UN	387437114	CA3874371147
H&R REIT	HR.UN	404428203	CA4044282032
InnVest REIT	INN.UN	45771T132	CA45771T1324
Northern Property REIT	NPR.UN	66562P105	CA66562P1053
Pure Industrial Real Estate Trust	AAR.UN	74623T108	CA74623T1084
RioCan REIT	REI.UN	766910103	CA7669101031
FINANCIAL SERVICES SECURITIES			
AGF Management Ltd.	AGF.B	001092105	CA0010921058
Bank of Montreal	BMO	063671101	CA0636711016
Bank of Nova Scotia	BNS	064149107	CA0641491075
Brookfield Office Properties Inc.	BPO	112900105	CA1129001055
Canadian Imperial Bank of Commerce	CM	136069101	CA1360691010
Davis + Henderson Corporation	DH	239057102	CA2390571024
First Capital Realty Inc.	FCR	31943B100	CA31943B1004
Genworth MI Canada Inc.	MIC	37252B102	CA37252B1022
Great-West Lifeco Inc.	GWO	39138C106	CA39138C1068
Killam Properties Inc.	KMP	494104870	CA4941048700
Laurentian Bank of Canada	LB	51925D106	CA51925D1069
Manulife Financial Corporation	MFC	56501R106	CA56501R1064
National Bank of Canada	NA	633067103	CA6330671034
Power Financial Corporation	PWF	73927C100	CA73927C1005
Royal Bank of Canada	RY	780087102	CA7800871021
Sun Life Financial Inc.	SLF	866796105	CA8667961053
The Toronto-Dominion Bank	TD	891160509	CA8911605092
OTHER DIVIDEND PAYING EQUITY SECURITIES			
Aimia Inc.	AIM	00900Q103	CA00900Q1037
Algonquin Power & Utilities Corporation	AQN	015857105	CA0158571053
Amica Mature Lifestyles Inc.	ACC	031498207	CA0314982079
Atlantic Power Corporation	ATP	04878Q863	CA04878Q8636
Barrick Gold Corporation	ABX	067901108	CA0679011084
BCE Inc.	BCE	05534B760	CA05534B7604
Bell Aliant Inc.	BA	07786R204	CA07786R2046
Bombardier Inc.	BBD.B	097751200	CA0977512007
Brookfield Infrastructure Partners LP	BIP.UN	G16252101	BMG162521014
Canexus Corporation	CUS	13751W103	CA13751W1032
Canfor Pulp Products Inc.	CFX	137584207	CA1375842079
Capital Power Corporation	CPX	14042M102	CA14042M1023
Capstone Infrastructure Corporation	CSE	14069Q101	CA14069Q1019
Centerra Gold Inc.	CG	152006102	CA1520061021
Chemtrade Logistics Income Fund	CHE.UN	16387P103	CA16387P1036
Cineplex Inc.	CGX	172454100	CA1724541000
CML HealthCare Inc.	CLC	12582Q103	CA12582Q1037
Corus Entertainment Inc.	CJR.B	220874101	CA2208741017
EnerCare Inc.	ECI	29269C207	CA29269C2076
Extendicare Inc.	EXE	30224T863	CA30224T8639
Gamehost Inc.	GH	36468B104	CA36468B1040
Genivar Inc.	GNV	37230Q205	CA37230Q2053

NAME	TICKER	CUSIP	ISIN
OTHER DIVIDEND PAYING SECURITIES			
IAMGOLD Corporation	IMG	450913108	CA4509131088
Just Energy Group Inc.	JE	48213W101	CA48213W1014
Labrador Iron Ore Royalty Corporation	LIF	505440107	CA5054401073
Magna International Inc.	MG	559222401	CA5592224011
Major Drilling Group International	MDI	560909103	CA5609091031
Manitoba Telecom Services Inc.	MBT	563486109	CA5634861093
Norbord Inc.	NBD	65548P403	CA65548P4033
North West Co Inc.	NWC	663278109	CA6632781093
Northland Power Inc.	NPI	666511100	CA6665111002
Regal Lifestyle Communities Inc.	RLC	75882T101	CA75882T1012
Reitmans Canada Ltd.	RET.A	759404205	CA7594042052
Russel Metals Inc.	RUS	781903604	CA7819036046
Shaw Communications Inc.	SJR.B	82028K200	CA82028K2002
Superior Plus Corporation	SPB	86828P103	CA86828P1036
Teck Resources Ltd.	TCK.B	878742204	CA8787422044
TransAlta Corporation	TA	89346D107	CA89346D1078
Transcontinental Inc.	TCL.A	893578104	CA8935781044
Wajax Corporation	WJX	930783105	CA9307831052
Westshore Terminals Investment Corporation	WTE	96145A200	CA96145A2002
ENERGY SECURITIES			
AltaGas Ltd.	ALA	021361100	CA0213611001
ARC Resources Ltd.	ARX	00208D408	CA00208D4084
Baytex Energy Corporation	BTE	07317Q105	CA07317Q1054
Bonavista Energy Corporation	BNP	09784Y108	CA09784Y1088
Bonterra Energy Corporation	BNE	098546104	CA0985461049
Canadian Oil Sands Ltd.	COS	13643E105	CA13643E1051
Crescent Point Energy Corporation	CPG	22576C101	CA22576C1014
Crew Energy Inc.	CR	226533107	CA2265331074
Enbridge Inc.	ENB	295250N105	CA295250N1050
Enbridge Income Fund Holdings Inc.	ENF	29251R105	CA29251R1055
Encana Corporation	ECA	292505104	CA2925051047
Enerplus Corporation	ERF	292766102	CA2927661025
Freehold Royalties Ltd.	FRU	356500108	CA3565001086
Gibson Energy Inc.	GEI	374825206	CA3748252069
Husky Energy Inc.	HSE	448055103	CA4480551031
Inter Pipeline Fund	IPL.UN	45833P102	CA45833P1027
Keyera Corporation	KEY	493271100	CA4932711001
Lightstream Resources Ltd.	LTS	53227K101	CA53227K1012
Mullen Group Ltd.	MTL	625284104	CA6252841045
Parkland Fuel Corporation	PKI	70137T105	CA70137T1057
Pembina Pipeline Corporation	PPL	706327103	CA7063271034
Pengrowth Energy Corporation	PGF	70706P104	CA70706P1045
Penn West Petroleum Ltd.	PWT	707887105	CA7078871059
Petrominerales Ltd.	PMG	71673R107	CA71673R1073
Peyto Exploration & Development Corporation	PEY	717046106	CA7170461064
PHX Energy Services Corporation	PHX	69338U101	CA69338U1012
Precision Drilling Corporation	PD	74022D308	CA74022D3085
Renegade Petroleum Ltd.	RPL	75971G101	CA75971G1019
Savanna Energy Services Corporation	SVY	804694107	CA8046941073
Surge Energy Inc.	SGY	86880Y109	CA86880Y1097
Trilogy Energy Corporation	TET	89620H105	CA89620H1055
Twin Butte Energy Ltd.	TBE	901401307	CA9014013077
Veresen Inc.	VSN	92340R106	CA92340R1064
Vermilion Energy Inc.	VET	923725105	CA9237251058
Whitecap Resources Inc.	WCP	96467A200	CA96467A2002

A preliminary short form prospectus containing important information relating to these securities has been filed with securities commissions or similar authorities in all of the provinces and territories of Canada. The preliminary short form prospectus is still subject to completion or amendment. Copies of the preliminary short form prospectus may be obtained from Canaccord Genuity or your IIROC registered financial advisor. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued.