

NOTICE OF SPECIAL MEETING OF UNITHOLDERS

INDEXPLUS *Income Fund*

(the “Fund”)

TAKE NOTICE that Middlefield Limited (the “**Manager**”), the manager of the Fund, will hold a special meeting (the “**Meeting**”) of holders (the “**Unitholders**”) of units (the “**Units**”) of the Fund on January 16, 2026 at 10:00 a.m. (Toronto time) at The Well, 8 Spadina Ave., Suite 3100, Toronto, Ontario, M5V 0S8. The purpose of the Meeting is as follows:

- (a) to consider and, if thought appropriate, approve, with or without variation, an ordinary resolution in the form attached as Appendix A to the accompanying Circular authorizing and approving, among other things, amendments to the investment objectives of INDEXPLUS *Income Fund* to reflect the implementation of an investment strategy that affords exposure to a portfolio comprised primarily of fixed income securities, including cash equivalents, government bonds, corporate bonds, syndicated corporate loans, convertible bonds and related derivatives, as well as other amendments as further described herein (the “**Amendments**”). In connection with the Amendments, the Fund’s name will be changed to “Middlefield Short Duration Bond Plus Fund”; and
- (b) to transact such other matters as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Details of the matters to be voted on at the Meeting or any adjournment(s) or postponement(s) thereof are more fully described in the Circular.

The Manager is using the notice-and-access rules (“**Notice and Access**”) under National Instrument 81-106 – *Investment Fund Continuous Disclosure* for the distribution of the Meeting Materials (as defined below) to the Unitholders. Notice and Access is a set of rules that allows issuers to post electronic versions of its proxy-related materials on SEDAR+ and on one additional website, rather than mailing paper copies to unitholders.

The Circular, this notice of Meeting (the “**Notice of Meeting**”), the forms of proxy and the voting instruction forms for use at the Meeting (collectively, the “**Meeting Materials**”) are available under the Fund’s SEDAR+ profile at www.sedarplus.com and at www.middlefield.com. Unitholders are advised to review the Meeting Materials before voting.

Unitholders may obtain paper copies of the Meeting Materials or obtain further information about Notice and Access, by contacting Middlefield Limited toll free at 1.888.890.1868 or by email at invest@middlefield.com. A request for paper copies should be received by Middlefield Limited by January 7, 2025 in order to allow sufficient time for the unitholder to receive the paper copy and return the proxy by its due date.

Unitholders may attend the Meeting in person or may be represented thereat by proxy. Registered Unitholders who are unable to attend the Meeting or any adjournment(s) or

postponement(s) thereof in person are requested to complete, date, sign and return the enclosed form of proxy in accordance with the instructions set forth in the Circular. A form of proxy will not be valid and acted upon at a Meeting or any adjournment(s) or postponement(s) thereof unless it is deposited at the offices of Broadridge Investor Communication Solutions (A) by mail to P.O. Box 3700, STN Industrial Park, Markham, Ontario L3R 9Z9; (B); by telephone at 1-800-474-7493 (English) or 1-800-474-7501 (French) using the unique control number located on the form of proxy; or (C) by internet at www.proxyvote.com using the unique control number located on the form of proxy. In order to be valid and acted upon at a Meeting, a form of proxy for use at the Meeting must be returned prior to 10:00 a.m. (Toronto time) on January 14, 2026, or, if the Meeting is adjourned or postponed, not later than the time that is 48 hours before the date of the adjourned or postponed Meeting, or any further adjournment(s) or postponement(s) thereof. Notwithstanding the foregoing, the Chair of the Meeting has the discretion to accept proxies received after such deadline. The time limit for deposit of proxies may be waived or extended by the Chair of the Meeting at his or her discretion, without notice.

Unitholders who hold their Units with a bank, broker or other financial intermediary are not registered Unitholders. Non-registered Unitholders will receive a voting instruction form in lieu of a form of proxy, which they can use to instruct the registered Unitholder how to vote their Units. Voting instruction forms sent by Broadridge Financial Solutions, Inc. may be voted by telephone or through the internet at www.proxyvote.com. Voting instruction forms may have an earlier deadline for deposit and, as such, non-registered Unitholders should contact their broker or other intermediary through which their Units are held who may have earlier deadlines.

A proxyholder has discretion under the applicable accompanying form of proxy or voting instruction form with respect to any amendments or variations of the matter of business to be acted on at the Meeting or any other matters properly brought before the Meeting or any adjournment(s) or postponement(s) thereof, in each instance, to the extent permitted by law, whether or not the amendment, variation or other matter that comes before the Meeting is routine and whether or not the amendment, variation or other matter that comes before the Meeting is contested. As of the date hereof, the Manager knows of no amendments, variations or other matters to come before the Meeting other than the matters set forth in this Notice of Meeting. Unitholders are encouraged to review the Circular carefully and consult with their financial, legal and tax advisors with respect to how to vote before submitting the applicable form of proxy or voting instruction form.

The record date (the “**Record Date**”) for the determination of Unitholders entitled to receive notice of and to vote at the Meeting or any adjournment(s) or postponement(s) thereof is December 4, 2025. Only Unitholders whose names have been entered in the register of Units of the Fund at the close of business on the Record Date will be entitled to receive notice of, and to vote at, the Meeting.

If the Meeting is adjourned because the requisite quorum of Unitholders is not in attendance or for any other reason, the adjourned Meeting will be held at 10:00 a.m. (Toronto time) on January 30, 2026 at the same location as the Meeting. At the adjourned Meeting, the business of the Meeting will be transacted by those Unitholders present in person or represented by proxy.

The Manager recommends that you vote FOR the Amendments. Unitholders should review the Amendments independently and make their own decisions.

DATED at Toronto, Ontario as of the 2nd day of December, 2025.

**By Order of the Board of Directors of Middlefield
Limited, as Manager of INDEXPLUS *Income
Fund***

“Jeremy Brasseur”

Jeremy Brasseur

Director