

EXHIBIT "H"

This is Exhibit H referred to in the
affidavit of Matthew Salter-Potter
sworn before me, this 27th
day of June 2014
[Signature]
COMMISSIONER FOR TAKING AFFIDAVITS

R.Y. GARAN

NOTEHOLDER COMMUNICATION

To: CIBC Mellon Trust Company, the Indenture Trustee of Devonshire Trust

From: Metcalfe & Mansfield Alternative Investments VII Corp., the Issuer Trustee of Devonshire Trust

Noteholder Communication: 2014-2

Date: June 19, 2014

Re: Barclays Bank PLC - vs - Metcalfe & Mansfield Alternative Investments VII Corp., The Bank of New York and CIBC Mellon Trust Company
Settlement of the Litigation

The purpose of this communication is to summarize recent developments concerning Devonshire Trust (the "**Trust**") relating to the litigation launched on January 13, 2009 by Barclays Bank PLC ("**Barclays**") against Metcalfe & Mansfield Alternative Investments VII Corp. in its capacity as Issuer Trustee of the Trust, The Bank of New York, as custodian and CIBC Mellon Trust Company, in its capacity of Indenture Trustee (the "**Barclays Litigation**").

The Trust is pleased to announce that the Barclays Litigation has now been settled between the parties. The settlement made under a Settlement Letter dated June 13, 2014 (the "**Settlement Letter**") will be implemented through the filing by the Trust before the Superior Court of Ontario of an application under the *Companies' Creditors Arrangement Act* (Canada) ("**CCAA**"). Pursuant to this filing, the Trust will prepare a Plan of Compromise and Arrangement which will be submitted to the noteholders for approval. The Trust intends to file the initial CCAA application within 30 days following the execution of the Settlement Letter.

Under the terms of the Settlement Letter and subject to noteholders and Court approval, 100 % of the face amount of the notes would be paid within 3 business days following the day on which the sanction order rendered under the CCAA procedure would become final. It is anticipated that further distributions on account of interest would be made following the receipt of clearance certificates from the Canadian tax authorities confirming that any applicable taxes have been fully paid. It is not anticipated that 100% of interest will be paid.

We will communicate to the noteholders further information as the situation develops.

**METCALFE & MANSFIELD
ALTERNATIVE INVESTMENTS VII
CORP., as issuer trustee of Devonshire Trust**

Per: (s) Claude Dalphond
Claude Dalphond, President