

December 5, 2012

Dear Tilson Mutual Fund Investors:

The Tilson Dividend Fund (TILDY) and the Tilson Focus Fund (TILFX) are both expected to pay ordinary income and capital gains distributions in 2012. You will either receive this distribution in the form of additional fund shares (if you have elected to have distributions reinvested) or cash (if you have elected to have distributions paid as cash). If you are unsure as to your election, please feel free to contact us.

In the past, some investors that are unaware of these year-end distributions have become concerned when they see a large decline in a fund's share price on the date of the distribution. We have therefore decided to briefly explain how distributions work and then provide you with a schedule for when this year's distributions will occur.

To better understand mutual fund distributions, let's create a hypothetical example.

- Suppose you own 1,000 shares of a mutual fund, and the Net Asset Value (NAV) of the fund is \$10 per share, for a total of \$10,000.
- Based upon dividends earned and capital gains earned due to trading profits made throughout the year, the fund distributes 10% of the NAV, or \$1 per share in this case.
- Shareholders of record, on the record date, will receive \$1 for each share they own. The NAV of the fund will be reduced by \$1 on the ex-dividend date. As a result, since you own 1,000 shares, you would receive \$1,000 in distributions.
- If you have elected to automatically reinvest distributions into the fund, your account would still be valued at \$10,000. Even though the fund's NAV declined from \$10 to \$9, the \$1,000 of distributions would buy an additional 111.11 shares (at an NAV of \$9 per share). Therefore, you now own 1,111 shares of the fund, at an NAV of \$9.
- If you have elected to have distributions paid to you as cash, instead of reinvested, then you would receive \$1,000 as a cash payment. You would still own 1,000 shares of the fund, and your account would be reduced by \$1,000 (from \$10,000 to \$9,000).

Note that the subject of distributions has historically been of particular interest to investors holding taxable accounts, since these distributions are subject to taxation, regardless of whether they are reinvested into the fund or paid in cash.

In the case of the Tilson Mutual Funds, the Record Date is scheduled on December 13, and the Ex-Dividend Date will occur on December 14. While the official distributions for the 2012 Tilson Mutual Funds will not be known until the Record Date, we have projected the distributions for this year, for each fund. The table below provides estimates as a percentage of the fund's share price.

<u>Fund</u>	<u>Ordinary Income</u>	<u>Short Term Capital Gain</u>
Dividend Fund	1.5%	6%
Focus Fund	2.5%	0%

Therefore, you should expect the NAV to drop, on December 14, by approximately 7-8% for the Dividend Fund, and by approximately 2-3% for the Focus Fund.

If you have any questions, please don't hesitate to contact us either by phone at 1-888-4TILSON (1-888-484-5766) or by email at tilsonmutualfunds@alpsinc.com.

Please refer to disclosures on the reverse side of this letter.

Estimated distribution is provided for informational purposes only and is subject to change. The payment of capital gains distributions is not an indicator of fund performance.

Investments in the Fund are subject to investment risks, including the possible loss of some or all of the principal amount invested. There can be no assurance that the Fund will be successful in meeting its investment objective. Generally, the Fund will be subject to the following additional risks: market risk, management style risk, sector focus risk, foreign securities risk, non-diversified fund risk, portfolio turnover risk, credit risk, interest rate risk, maturity risk, investment grade securities risk, junk bonds or lower-rated securities risk, derivative instruments risk, valuation risks for non-exchange traded options, and real estate securities risk. More information about these risks and other risks can be found in the Fund's prospectus.

An investor should consider the investment objectives, risk, and charges and expenses of the Fund carefully before investing. The prospectus contains this and other information about the Fund. A copy of the prospectus is available at the link below or by calling Shareholder Services at 1-888-4TILSON (1-888-484-5766). The prospectus should be read carefully before investing.

The Funds may not be available for sale in all states. The information presented on this page is not an offer to sell or a solicitation of an offer to purchase the Funds.

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