

## CANADA DOMINION RESOURCES 2007 LIMITED PARTNERSHIP

### **ANNUAL REPORT**

December 31, 2007

The management report of fund performance contains financial highlights, but does not contain the complete annual financial statements of the partnership. For your reference, the annual financial statements of the partnership are attached to the management report of fund performance. You may obtain additional copies of these documents or a copy of the interim financial statements at your request, and at no cost, by calling toll free 1-800-286-8186, by visiting our website at [www.canadadominion.com](http://www.canadadominion.com) or SEDAR at [www.sedar.com](http://www.sedar.com) or by writing to us at: Goodman & Company, Investment Counsel Ltd., 29th Floor, 1 Adelaide Street East, Toronto, Ontario, M5C 2V9.

Securityholders may also contact us using one of these methods to request a copy of the partnership's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

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# Canada Dominion Resources 2007 Limited Partnership

## Report to Limited Partners

During fiscal 2007, Goodman & Company, Investment Counsel Ltd. (“Goodman & Company”) raised an aggregate of \$436.9 million through its two flow-through limited partnership offerings; the Canada Dominion Resources Limited Partnership (“Canada Dominion”) and the CMP Resource Limited Partnership (“CMP”).

The CMP 2007 Resource Limited Partnership completed the closing of its public offering on January 24, 2007 after raising \$200 million for the issue. On March 6, 2007, Canada Dominion announced the completion of its largest public offering to date with the closing of the Canada Dominion Resources 2007 Limited Partnership, raising a total of \$193.0 million for exploration and development efforts in Canada’s energy sector. Canada Dominion was also the first to pioneer a flow-through partnership focused on private exploration and development corporations with the successful closing of the CDR 2007 Private Flow-Through LP in late May.

Together, CMP and Canada Dominion make Goodman & Company the leader in flow-through financial product offerings in Canada. As at December 31, 2007, Goodman & Company had approximately \$913 million in assets under management with respect to Canada Dominion and CMP, including the assets managed inside Dynamic Managed Portfolios Ltd. (“DMP Ltd.”), the rollover vehicle for the two respective partnerships.

Each class of shares within DMP Ltd. constitutes a separate mutual fund managed by Goodman & Company. The multiple-class structure allows investors to switch between each of the different classes on a tax-deferred basis and reposition their investment portfolio to better meet their individual investment requirements. DMP Ltd. currently offers investors the choice of seven different classes of mutual fund shares, including DMP Resource Class, DMP Canadian Dividend Class, DMP Canadian Value Class, DMP Value Balanced Class, DMP Power Canadian Growth Class, DMP Global Value Class and DMP Power Global Growth Class. Further enhancements made to DMP Ltd. in 2007 include the introduction of a Series F option on all DMP funds and the creation of the DMP Value Balanced Class, a Canadian balanced fund combining a high level of interest and dividend income with capital appreciation for its shareholders.

Goodman & Company is a leading Canadian investment firm tracing its portfolio management roots back 50 years, with more than \$25 billion in assets under management. Goodman & Company, including Dynamic Funds™ and its affiliates, offers a wide range of wealth management solutions through registered financial advisors, including mutual funds, fee-based programs, a labour sponsored fund, hedge funds and a high net-worth investment counsel. As at December 31, 2007, Goodman & Company had approximately 78%, 75% and 84% of its assets in the top two quartiles for performance over a one-, three- and five-year period, respectively.

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# Canada Dominion Resources 2007 Limited Partnership

## Board of Governors' Report

The Manager of the Funds recognizes that its business rests on a foundation of trust. For this reason, the Manager has sought to provide the securityholders of the Funds with an independent governance body (the "Board of Governors") that traces its roots to September 1996. Some of the Governors have been associated with the Funds since inception in 1957.

The function of the Board of Governors is to represent the interests of the securityholders in the Funds and to act in an advisory capacity to the Manager and Trustee of the Funds. This responsibility is expressed in the Board of Governors' mission and mandate:

- To help protect the interests of the securityholders of the Funds
- To oversee the operations of the Funds in the best interests of the securityholders
- To act in an advisory role to the Manager and Trustee of the Funds

The members of the Board of Governors are: Mr. Ronald Singer (Chairman), Mr. Alain Benedetti, Mr. Richard Crowe, Mr. Brahm Gelfand, Mr. Garth MacRae, Mr. Robert Ruggles and Mr. Frank White. Mr. Singer is a retired partner of Hyde Houghton, Chartered Accountants and has been associated with the Funds since 1957 and with the Manager since 1996. Mr. Benedetti is a retired Vice-Chairman and Canadian Area Managing Partner of Ernst & Young LLP. Mr. Crowe is retired and formerly President, Portfolio Manager and a founding partner of Senecal and Associates Investment Counsel. Mr. Gelfand is counsel at Lapointe Rosenstein, a law firm. Mr. MacRae is a director of Dundee Corporation, a director of DundeeWealth Inc. and has held various positions within the Dundee organization since 1987. Mr. Ruggles is a retired investment counsel and portfolio manager and a founding partner of Ruggles and Crysdale which subsequently merged with Guardian Capital Group Ltd., an investment counseling firm. Mr. White is the President of Frank White Enterprises Inc. and has been associated with the Funds since 1957. A majority of the members of the Board of Governors are independent of management. The Board of Governors has held three meetings in the past six months.

In carrying out its mandate effectively, the Board of Governors has formed the following committees:

*The Audit Committee:* The committee reviews the semi-annual and annual reports that are sent to securityholders, provides the independent auditors of the Funds with a means to raise any unresolved issues with management and provides the auditors the vehicle to maintain their independence. The Audit Committee is comprised of Mr. Frank White (Chair), Mr. Brahm Gelfand, Mr. Garth MacRae and Mr. Alain Benedetti. The committee has held two meetings in the past six months.

*The Fund Review Committee:* The committee is responsible for overseeing, among other things, fund performance, the workings of fund managers, soft dollar arrangements and execution costs. The Fund Review Committee is comprised of Mr. Robert Ruggles (Chair), Mr. Garth MacRae and Mr. Crowe. The committee has held one meeting in the past six months.

*The Governance Committee:* The committee deals with, among other things, succession planning, member evaluation and education, member selection and appointment, code of ethics, compliance with laws and regulations, whistleblowing mechanism and ongoing developments with securities regulations relating to the Manager and investment industry. The Governance Committee is comprised of Mr. Alain Benedetti (Chair), Mr. Richard Crowe and Mr. Frank White. The committee has held one meeting in the past six months.

Regularly, representatives from the portfolio management team of the Manager report to the Board of Governors on the operations of the Funds to ensure that the stated mandate of each Fund is maintained. Periodically, senior management, including representatives of the Manager's Compliance Committee and Internal Auditor, report to the Governors to ensure that the Manager has effective controls in place to protect the Fund's assets, and to review and discuss:

- Compliance with the Manager's Code of Ethics;
  - Appropriate resolution of potential or perceived conflicts of interest;
  - Internal controls over financial reporting;
  - The accuracy of daily net asset value calculations; and
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## **Canada Dominion Resources 2007 Limited Partnership**

### Board of Governors' Report (cont'd)

- Compliance with regulatory requirements.

The position, Director, Internal Audit, reports to the Audit Committee of the Board of Governors and provides independent oversight and reports on the operations of the Manager that affect the Funds. In addition, the Manager formed a committee called the Oversight Committee for Sub-Advisors and Portfolio Solutions which is responsible for monitoring and evaluating sub-advisors. The Oversight Committee periodically reports to the Board of Governors.

The purpose and function of the Board of Governors continues to evolve over time in response to changing market conditions and investment fund regulations and legislation.

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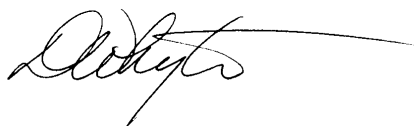
# Canada Dominion Resources 2007 Limited Partnership

## Management Responsibility for Financial Reporting


The accompanying financial statements have been prepared by Goodman & Company, Investment Counsel Ltd. in its capacity as Manager of the Partnership and approved by the Board of Directors of the General Partner. The General Partner is responsible for the information and representations contained in these financial statements and other sections of the Annual Report.

The General Partner maintains appropriate processes to ensure that relevant and reliable financial information is produced. The financial statements have been prepared in accordance with Canadian generally accepted accounting principles and include certain amounts that are based on estimates and judgements made by the General Partner. The significant accounting policies which the General Partner believes are appropriate for the Partnership are described in Note 2 to the financial statements.

PricewaterhouseCoopers LLP are the external auditors of the Partnership, appointed by the limited partners. They have audited the financial statements in accordance with Canadian generally accepted auditing standards to enable them to express to the limited partners their opinion on the financial statements. Their report is set out herein.



DAVID WHYTE  
President  
Goodman & Company, Investment Counsel Ltd.



JOHN PEREIRA  
Executive Vice President and Chief Financial Officer  
Goodman & Company, Investment Counsel Ltd.

March 14, 2008

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# Canada Dominion Resources 2007 Limited Partnership

## Management Report of Partnership Performance

### Investment Objective and Strategies

Pursuant to the prospectus, Canada Dominion Resources 2007 Limited Partnership (the "Partnership") aims to provide limited partners of the Partnership with a tax-assisted investment in a diversified portfolio of equity securities of resource companies with the intention of earning income and capital appreciation.

The investment strategy of the Partnership involves initially investing in flow-through shares of resources companies engaged in oil and gas or mining exploration, development and/or production or certain energy production that may incur Canadian renewable and conservation expense. The general partner of the Partnership intends to invest such that limited partner with sufficient income will be entitled to claim deductions for Canadian federal income tax purposes in respect of Canadian Exploration Expense ("CEE") incurred and renounced to the Partnership and may be entitled to certain investment tax credits deductible from tax payable. For tax purposes, any sale of flow-through shares generally is expected to result in a capital gain equal to the net proceeds because the adjusted cost base of flow-through shares is expected to be nil.

### Risk

The risks associated with investing limited partnership units of the Partnership are as described in the prospectus.

### Results of Operations<sup>(1)</sup>

As at December 31, 2007, total net assets of the Partnership were \$118.4 million, a decrease of 39.0% since the closing of its initial public offering on February 6, 2007. Just under half of the Partnership's decrease in value comes as a result of the issuance costs associated with the initial public offering and the premiums paid for the various flow-through issues purchased.

For the period since inception to December 31, 2007, units of the Canada Dominion Resources 2007 Limited Partnership (the "Partnership") generated total returns of -38.6%.

The Partnership's benchmark, a blend of the S&P/TSX Capped Energy Index (2/3) and the S&P/TSX Capped Materials Index (1/3), returned 9.2% during the same period. While the Partnership invests in a diversified mix

of resource companies involved in exploration, development and production, performance is not expected to match that of any specific index.

The Partnership's investments in the energy sector performed poorly over the course of the year as increased production costs, depressed natural gas prices and a new royalty program introduced by the province of Alberta – scheduled to come into effect in 2009 – sent share prices for most junior oil and natural gas producers down an average of 25% during the fourth quarter alone. With approximately 70% of the average junior producer's revenues coming from natural gas production, shares of those companies whose projects reside primarily in Alberta were negatively impacted. While the government of Alberta has signaled that it may reconsider the structure and implementation of its new royalty regime in the event of extreme unforeseen circumstances, measuring and quantifying those circumstances is subject to interpretation. Companies with production sold to the US also experienced softened demand as increased domestic production, higher liquefied natural gas (LNG) imports and milder winters in North America created an inventory overhang in the US, compounding the effects of a stronger Canadian dollar.

The economic backdrop for the Partnership remained mostly mixed during the period. While the growing possibility of an economic recession in North America may cause demand for materials to slow, constrained supply levels for most metals and minerals helped offset any immediate decay in demand. Short-term, cyclical corrections can make for a difficult environment as was evidenced by investments made in companies involved in commodities such as zinc and nickel. Supply levels for zinc have moved back into balance, with prices trading 50% below their late 2006 highs. A massive stainless steel correction in 2007 sent nickel prices down from highs of US\$24/lb to finish the year at approximately US\$12/lb. Companies involved primarily in base metals exploration and development experienced greater downside in this environment, including our investments in Inspiration Mining Corporation, Selkirk Metals Corporation and Goldbrook Ventures Inc.

Investments in the gold and precious metals sector saw their fair measure of volatility as a liquidity squeeze in North America and Europe served to curb investment

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(1) All reference(s) to net assets or net asset value in this section refer(s) to "Transactional Net Asset Value (Transactional NAV)". Transactional NAV may differ from GAAP Net Assets.

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# Canada Dominion Resources 2007 Limited Partnership

demand for exploration and development projects in this sector. Exploration and development stocks react swiftly to both positive and negative news, and while the price of gold remained flat throughout the first three quarters of 2007, the emergence of a credit crisis in August decreased the market's appetite for any resource stock whose projects were not already in production.

At December 31, 2007, the Partnership's net asset value per unit was \$15.35. This represents a total after-tax return on money at-risk<sup>(2)</sup> of approximately -7.4% for an Ontario investor subject to the highest marginal tax rate. Money at-risk is calculated as the total investment less all income tax savings from deductions plus taxable capital gains.

## Credit Facility

The Partnership established credit facilities with a Canadian Chartered Bank (the "Bank") for the payment of issuance costs and has provided the Bank with a security interest in all of the assets of the Partnership. The credit facilities were established on February 6, 2007. As at December 31, 2007, the principal loan balance outstanding was \$14,230,000, representing -12.0% of the total net asset value of the Partnership. The maximum and minimum amounts borrowed during the period from commencement of operations on February 6, 2007 to December 31, 2007 were \$14,230,000 and \$11,300,000 respectively. The Partnership paid an up-front loan fee of \$10,000, which was expensed when the Partnership entered into the credit agreement with the Bank.

## Recent Developments

Other than the "Accounting Standards" indicated below, there have been no recent developments that have impacted, or are reasonably likely to materially impact, the performance of the Partnership.

### *New Accounting Standard*

The Canadian Institute of Chartered Accountants (CICA) issued CICA Handbook Section 3855, Financial Instruments – Recognition and Measurement, effective for fiscal years beginning on or after October 1, 2006. The new accounting standards require that the fair value of financial instruments that are quoted in active markets be measured based on the bid price for long positions and the ask price for short positions. Prior to adoption of Section 3855, fair value for financial reporting purposes was based on the last traded price, when available. On January 1, 2007, the Partnership adopted the new accounting standards for securities held by the Partnership on a retroactive basis without restatement of prior periods. This change impacts the reported value of the Partnership's

investments in its annual and interim financial statements prepared in accordance with Canadian generally accepted accounting principles (GAAP). However, as a result of a temporary exemption provided by the Canadian Securities Administrators, the value used to determine the daily price of the Partnership's units for purchase and redemption by clients (Transactional NAV) is not affected.

### *Future Accounting Standards*

On December 1, 2006, the Accounting Standards Board issued CICA Handbook Section 1535, "Capital Disclosures", Section 3862, "Financial Instruments – Disclosures", and Section 3863, "Financial Instruments – Presentation". The new standards enhance existing disclosure and presentation on capital and financial instruments. They apply to interim and annual financial statements relating to fiscal years beginning on or after October 1, 2007. The impact of the new standards on capital and financial instruments disclosures of the Partnerships is under review. The existing requirements relating to presentation and disclosure of capital and financial instruments have been applied consistent with prior year.

## Related Party Transactions

The following arrangements are considered related party transactions:

### ***Commissions***

Brokerage commissions were paid on securities transactions during the period of approximately nil. Of this amount, Dundee Securities Corporation, an indirect subsidiary of Dundee Wealth Management Inc., the parent of the Manager, received approximately nil.

### ***Management Fee and Administration Services***

The Fund pays the Manager, Goodman & Company, Investment Counsel Ltd., a management fee for the continuous advice, recommendations and services provided to the Fund.

In consideration for portfolio, advisory and other services received from the Manager, Goodman & Company, Investment Counsel Ltd., the Partnership incurred a management fee of \$2.9 million.

The Partnership reimbursed the Manager for operating costs incurred in administering the Partnership of approximately \$422,000.

### ***Inter-Fund Trades***

The Fund, from time to time, entered into security trades with other funds managed by the Manager. These trades

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## Canada Dominion Resources 2007 Limited Partnership

were executed through market intermediaries and under prevailing market terms and conditions.

### ***Underwriting of Securities***

The Fund invested in securities offerings where an affiliate of the Manager acted as underwriter in the offering of the securities. For these transactions, the Manager received exemptive relief from securities regulatory authorities or received approval from the Independent Review Committee established for the Fund in accordance with requirements of National Instrument 81-107 – Independent Review Committee for Investment Funds.

### ***Independent Review Committee***

The Manager has established an independent review committee (“IRC”) in accordance with the requirements of NI 81-107 in order to review and provide recommendations or approval, as required, on conflict of interest matters referred to it by the Manager on behalf of the Funds. The IRC is responsible for:

- 1) overseeing the Manager’s decisions in situations where the Manager is faced with any present or perceived conflicts of interest, all in accordance with NI 81-107;
- 2) performing any other function required by securities legislation; and

- 3) approving certain actions proposed to be taken by a Manager.

The IRC presently consists of three members, all of whom are independent of the Manager. The current members of the independent review committee are Mr. Brahm Gelfand (Chairman), Mr. Ronald Singer, and Mr. Frank White. The IRC has held three meetings since October 31, 2007.

The IRC prepares at least annually a report that describes the IRC and its activities for securityholders which is available on the Manager’s website at [www.dynamic.ca](http://www.dynamic.ca), or at your request at no cost, by contacting the Manager at [invest@dynamic.ca](mailto:invest@dynamic.ca).

- <sup>(2)</sup> After-tax return numbers assume that an investor is able to deduct the indicated net asset value per unit against income for income tax purposes and the subsequent disposition of an investment will result in a capital gain. The difference in the tax treatment of deducting against income and inclusion as capital gain at more favourable effective marginal tax rates has the effect of reducing the break-even proceeds of disposition. The actual after-tax rates of return may be different. Actual after-tax rates of return for a Limited Partner will vary depending on a number of factors including province of residence, date of disposition, marginal tax rates, receipt of distribution, actual capital gain inclusions and actual deductions or credits received.

# Canada Dominion Resources 2007 Limited Partnership

## Financial Highlights

The following tables show selected key financial information about the Partnership and are intended to help you understand the Partnership's financial performance for the fiscal periods indicated. The information on the following tables is based on prescribed regulations and as a result, are not expected to add down due to the increase (decrease) in net assets from operations being based on average units outstanding during the period and all other numbers being based on actual units outstanding at the relevant point in time.

### *The Partnership's Net Assets per Unit<sup>(1)</sup>*

	<b>Data Per Unit</b> (commencement of operations February 6, 2007)
	<b>December 31, 2007</b>
<b>Initial offering price</b>	<b>\$25.00</b>
Issue costs	(1.76)
<b>Net assets, beginning of period<sup>(1)(2)</sup></b>	<b>\$23.24</b>
<b>Increase (decrease) in net assets from operations:</b>	
Total revenue	\$0.39
Total expenses	(0.54)
Realized gain (loss) for the period	(0.08)
Unrealized gain (loss) for the period	(7.95)
<b>Total Increase (decrease) in net assets from operations<sup>(2)</sup></b>	<b>\$(8.18)</b>
<b>Distributions to Partners:</b>	
From income (excluding dividends)	\$-
From dividends	-
From net realized gain on investments	-
From return of capital	-
<b>Total annual distributions<sup>(2)</sup></b>	<b>\$-</b>
<b>Net assets, end of period<sup>(1)(2)</sup></b>	<b>\$15.16</b>

### *Ratios and Supplemental Data<sup>(6)</sup> \*\**

Total net asset value (in 000s)	\$118,486
Number of units outstanding	7,720,751
Management fee	2.00%
Management expense ratio ("MER") <sup>(3)</sup>	11.95%*
MER before waivers or absorptions <sup>(3)</sup>	11.95%*
Trading expense ratio <sup>(4)</sup>	0.00%*
Portfolio turnover rate <sup>(5)</sup>	1.01%
Net asset value per unit	\$15.35

\* Annualized

\*\* Footnotes for the tables are found at the end of the Financial Highlights section.

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## Canada Dominion Resources 2007 Limited Partnership

- (1) This information is derived from the Partnership's financial statements. The net assets per unit presented in the financial statements may differ from the net asset value calculated for Partnership pricing purposes. An explanation of these differences can be found in the notes to the financial statements. Differences are due to the application of the new accounting standard Section 3855. The net asset per unit at the beginning and at the end of the period for 2007 are shown as the Canadian GAAP net assets per unit. The Transactional NAV per unit is shown for all prior periods (if applicable).
- (2) Net assets per unit and distributions per unit are based on the actual number of units outstanding at the relevant time. The increase (decrease) in net assets from operations per unit is based on the weighted average number of units outstanding over the fiscal period.
- (3) Management expense ratio ("MER") is based on the total expenses of the Partnership for the stated period expressed as an annualized percentage of daily average net assets during the period. The annualized MER for 2007 (the year of inception) includes expenses of offering of \$590,000 and agents' fees of \$13.029 million which are treated as one time expenses and therefore are not annualized. Had we annualized these expenses, the annualized MER would have been 12.93%. The MER before waivers and absorptions would have been 12.93%. MER excluding expenses of the offering and agents' fees would have been 3.02%.
- (4) The trading expense ratio represents total commissions and other portfolio transaction costs, expressed as an annualized percentage of daily average net asset value of the Partnership during the period.
- (5) The Partnership's portfolio turnover rate indicates how actively the Partnership's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Partnership buying and selling all of the securities in its portfolio once in the course of the fiscal period. The higher a Partnership's portfolio turnover rate in a period, the greater the trading costs payable by the Partnership in the period, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a Partnership. Portfolio turnover rate is calculated by dividing the lesser of the cost of purchases and the proceeds of sales of portfolio securities for the period, excluding any portfolio re-balancing transactions following a merger and cash and short-term investments maturing in less than one year, by the average market value of investments during the period.
- (6) This information is presented based on the Transactional NAV or Net Asset Value. Please see below for a reconciliation between the Transactional NAV (net asset value) and the NAV calculated in accordance with Canadian GAAP (net assets).

	Total (in \$000's)	Per Unit \$
Transactional NAV or Net Asset Value	118,486	15.35
Adjustment on application of Section 3855	(1,474)	(0.19)
Net assets	117,012	15.16

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# Canada Dominion Resources 2007 Limited Partnership

## Management Fee

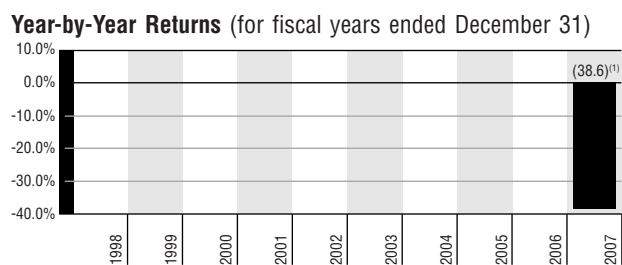
The management fee is an annualized management fee based on the net assets of the Partnership and is accrued daily and payable on December 31, 2007 and monthly thereafter as a percentage of the month-end net assets. Of the management fee accrued to the Manager, 100% is attributed to the portfolio and advisory services and general administrative costs.

## Past Performance

The following chart and table show the past performance of the Partnership and will not necessarily indicate how the Partnership will perform in the future. In addition, the information does not take into account sales, redemptions, distributions or other optional charges that would have reduced returns or performance.

### Year-by-Year Returns

The following chart shows the annual performance of the Partnership for each year shown and illustrates how the Partnership's performance has varied from year to year. The chart shows, in percentage terms, how much an investment held on the first day of each financial year would have increased or decreased by the last day of each financial year for units of the Partnership.



(1) Since inception date.

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# Canada Dominion Resources 2007 Limited Partnership

## *Annual Compound Returns*

The following table shows the annual compound total return for each period indicated, compared with a blended index of the S&P/TSX Capped Energy Index (2/3) and the S&P/TSX Capped Materials Index (1/3).

The annual compound returns table compares the Partnership's performance to a benchmark. Benchmarks are usually an index or a composite of more than one index. An index is generally made up of a group of securities. Since the Partnership does not necessarily invest in the same securities as an index or in the same proportion, the Partnership's performance is not expected to equal the performance of the index. It may be more helpful to compare the Partnership's performance to that of other partnerships with similar objectives and investment disciplines.

The S&P/TSX Capped Energy Index is a sector-based index of the Global Industry Classification Standard (GICS®) developed by S&P and MSCI. The S&P/TSX Capped Energy Index is comprised of securities of Canadian energy sector issuers listed on the TSX, selected by S&P using its industrial classifications and guidelines for evaluating issuer capitalization, liquidity and fundamentals. The relative weight of any single index constituent is capped at 25%. The index assumes the reinvestment of all dividends.

The S&P/TSX Capped Materials Index is a sector-based index of the Global Industry Classification Standard (GICS®) developed by S&P and MSCI. The S&P/TSX Capped Materials Index is comprised of the securities of Canadian materials sector issuers listed on the TSX, selected by S&P using its industrial classifications and guidelines for evaluating issuer capitalization, liquidity and fundamentals. The relative weight of any single index constituent is capped at 25%. The index assumes the reinvestment of all dividends.

A discussion of the performance of the Partnership as compared to the Blended Index is found in the Results of Operations section of this report.

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	<b>Since Inception</b>
Return per Unit of Partnership (%)	(38.6)
Blended Index (%)	9.2
S&P/TSX Capped Energy Total Return Index (%)	4.2
S&P/TSX Capped Materials Total Return Index (%)	19.6

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# Canada Dominion Resources 2007 Limited Partnership

## SUMMARY OF INVESTMENT PORTFOLIO

As at December 31, 2007

BY COUNTRY <sup>(2)</sup>	Percentage of Total Net Asset Value <sup>†</sup>
Canada	111.7
United States	3.1
Cash and Cash Equivalents (Bank Overdraft)	0.2

BY INDUSTRY <sup>(1)(2)</sup>	Percentage of Total Net Asset Value <sup>†</sup>
Energy	69.5
Diversified Metals and Mining	22.7
Gold and Precious Metals	12.4
Energy (Other)*	8.5
Other	1.8
Cash and Cash Equivalents (Bank Overdraft)	0.2

BY ASSET TYPE <sup>(2)</sup>	Percentage of Total Net Asset Value <sup>†</sup>
Equities	114.8
Cash and Cash Equivalents (Bank Overdraft)	0.2

TOP 25 HOLDINGS	Percentage of Total Net Asset Value <sup>†</sup>
Baffinland Iron Mines Corporation	8.1
Laricina Energy Ltd.	4.5
Connacher Oil and Gas Limited	4.3
OPTI Canada Inc.	4.0
Galleon Energy Inc., Class "A"	3.7
Duvernay Oil Corp., Restricted	3.7
MGM Energy Corp.	3.1
Osisko Exploration Ltée	2.8
Athabasca Oil Sands Corp., Restricted	2.3
Canadian Superior Energy Inc., Restricted	2.3
Starfield Resources Inc.	2.3
NaiKun Wind Energy Group Inc.	2.2
Great Plains Exploration Inc.	2.1
Arapahoe Energy Corporation, Restricted	1.9
PetroWorth Resources Inc.	1.9
Oilsands Quest Inc.	1.8
Celtic Exploration Ltd.	1.8
Corridor Resources Inc.	1.7
Duvernay Oil Corp.	1.6
Miramar Mining Corporation	1.6
Excelsior Energy Limited	1.5
ProEx Energy Ltd.	1.4
Questerre Energy Corporation	1.3
Action Energy Inc.	1.3
San Gold Corporation	1.3

(1) Excludes Bonds and Debentures and Preferred Equities.

(2) Excludes Other Net Assets (Liabilities) and Derivatives.

† This refers to transactional Net Asset Value; therefore weightings presented in the Statement of Investments will differ from the ones disclosed above.

\* The "Energy – Other" component of the portfolio consists of companies whose primary focus is on the exploration, development and production of alternative energy sources (outside of oil and natural gas), including uranium, wind generation and geothermal energy.

The Partnership's investment portfolio may change due to the ongoing portfolio transactions of the Partnership. Updates of the Partnership's investment portfolio are made available quarterly on our website at [www.canadadominion.com](http://www.canadadominion.com) 60 days after quarter end except for December 30, which is the fiscal year end for the Fund, when they are available after 90 days.

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# Canada Dominion Resources 2007 Limited Partnership

## Caution regarding forward-looking statements

Certain portions of this report, including, but not limited to, “Recent Developments”, may contain forward-looking statements about the Partnership, including its strategy, risks, expected performance and condition. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates” and similar forward-looking expressions or negative versions thereof.

In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Partnership action, is also a forward-looking statement. Forward-looking statements are based on current expectations and projections about future general economic, political and relevant market factors, such as interest rates, foreign exchange rates, equity and capital markets, and the general business environment, in each case assuming no changes to applicable tax or other laws or government regulation. Expectations and projections about future events are inherently subject to, among other things, risks and uncertainties, some of which may be unforeseeable. Accordingly, assumptions concerning future economic and other factors may prove to be incorrect at a future date.

Forward-looking statements are not guarantees of future performance, and actual events could differ materially from those expressed or implied in any forward-looking statements made by the Partnership. Any number of important factors could contribute to these digressions, including, but not limited to, general economic, political and market factors in North America and internationally, interest and foreign exchange rates, global equity and capital markets, business competition, technological change, changes in government relations, unexpected judicial or regulatory proceedings and catastrophic events. We stress that the above mentioned list of important factors is not exhaustive.

We encourage you to consider these and other factors carefully before making any investment decisions and we urge you to avoid placing any undue reliance on forward-looking statements. Further, you should be aware of the fact that the Partnership has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise, prior to the release of the next Management Report of Partnership Performance.

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# Canada Dominion Resources 2007 Limited Partnership

## Auditors' Report

To the Partners of

**Canada Dominion Resources 2007 Limited Partnership** (the Partnership)

We have audited the statement of investments and statement of net assets of the Partnership as at December 31, 2007 and the statement of operations, changes in net assets and cash flows for the period from February 6, 2007 to December 31, 2007. These financial statements are the responsibility of the General Partner. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Partnership as at December 31, 2007 and the results of its operations, the changes in its net assets and its cash flows for the period from February 6, 2007 to December 31, 2007 in accordance with Canadian generally accepted accounting principles.

*PricewaterhouseCoopers LLP*

Chartered Accountants, Licensed Public Accountants  
Toronto, Ontario  
March 14, 2008

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# Canada Dominion Resources 2007 Limited Partnership

## STATEMENT OF INVESTMENTS

As at December 31, 2007

(in 000s of Canadian dollars except number of shares/units or where par values are otherwise noted)	Par Value(\$)/ Number of Shares/Units	Cost	Market Value
<b>EQUITIES (115.0%)</b>			
<b>Diversified Metals and Mining (23.1%)</b>			
Ascot Resources Ltd.	81,700	\$139	\$143
Ascot Resources Ltd., Warrants, Jul. 05 09	40,850	–	32
Baffinland Iron Mines Corporation	2,129,100	6,600	9,474
Baffinland Iron Mines Corporation, Restricted	323,800	1,263	1,441
Benton Resources Corp., Restricted	152,400	221	122
Celtic Minerals Ltd., Restricted	575,000	719	431
Christopher James Gold Corp.	932,250	792	168
Christopher James Gold Corp., Warrants, Oct. 25 08	466,125	–	1
Columbia Yukon Explorations Inc.	500,000	1,000	450
Columbia Yukon Explorations Inc., Warrants, Jun. 28 09	500,000	–	130
Copper Fox Metals Inc.	473,300	592	237
Crowflight Minerals Inc.	660,000	660	403
Durango Capital Corp., Restricted	555,600	167	150
Durango Capital Corp., Warrants, Oct. 09 08	277,800	–	17
East West Resource Corporation	1,618,394	251	162
Geodex Minerals Ltd.	616,600	617	691
Goldbrook Ventures Inc., Warrants, Jun. 07 10, Series "A"	1,040,000	–	109
Goldbrook Ventures Inc., Warrants, Jun. 07 10, Series "B"	1,040,000	–	74
Goldbrook Ventures Inc.	2,080,000	832	489
Halo Resources Ltd.	161,600	77	60
Halo Resources Ltd., Warrants, Jan. 11 09	80,800	–	7
Hathor Exploration Limited	355,700	676	249
Inspiration Mining Corporation	416,700	2,500	1,058
Leeward Capital Corp.	1,923,598	654	337
Leeward Capital Corp., Warrants, May 08 09	961,799	–	56
Liberty Mines Inc.	355,500	960	512
Liberty Mines Inc., Restricted	115,000	328	166
MAX Resource Corp.	68,970	83	43
MAX Resource Corp., Warrants, Nov. 28 08	34,485	–	6
Nuinsco Resources Limited	800,000	464	224
Phoenix Matachewan Mines Inc.	1,320,000	198	112
Quinto Mining Corporation	619,300	434	390
Royal Nickel Corporation, Restricted	350,000	403	875
Selkirk Metals Corp., Restricted	1,540,000	2,002	1,170
Selkirk Metals Corp., Warrants, Apr. 15 09	770,000	–	87
Serengeti Resources Inc.	150,000	563	143
Sherwood Copper Corporation	241,700	1,426	1,312
Slam Exploration Ltd., Restricted	660,000	165	106
Slam Exploration Ltd., Warrants, Oct. 24 09	330,000	–	16
Starfield Resources Inc.	2,359,500	661	2,690
Strongbow Exploration Inc.	285,204	242	130
Strongbow Exploration Inc., Warrants, Jan. 12 09	142,602	–	18
Terrane Metals Corp.	185,700	149	72
Tribute Minerals Inc.	1,481,466	667	237
Tribute Minerals Inc., Warrants, Oct. 18 08	740,733	–	12
Victory Nickel Inc.	952,400	667	448
VMS Ventures Inc.	1,320,000	330	1,426
Yukon Zinc Corporation	2,996,953	929	360
		<b>28,431</b>	<b>27,046</b>
<b>Energy (68.9%)</b>			
Action Energy Inc.	1,255,195	4,822	1,556
Alberta Clipper Energy Inc.	235,700	1,626	455
Alberta Oilsands Inc.	406,200	670	406
Arapahoe Energy Corporation, Restricted	20,000,000	2,500	2,000
Arcan Resources Ltd., Restricted	53,100	231	124
Athabasca Oil Sands Corp., Restricted	333,500	2,971	2,768
Athabasca Oil Sands Corp., Warrants, Feb. 16 09	233,500	9	–

The accompanying notes are an integral part of these financial statements.

# Canada Dominion Resources 2007 Limited Partnership

## STATEMENT OF INVESTMENTS (cont'd)

As at December 31, 2007

(in 000s of Canadian dollars except number of shares/units or where par values are otherwise noted)	Par Value(\$)/ Number of Shares/Units	Cost	Market Value
<b>EQUITIES (115.0%) (cont'd)</b>			
<b>Energy (68.9%) (cont'd)</b>			
Athabasca Oil Sands Corp., Warrants, Feb. 26 09	100,000	\$4	\$-
Berkley Resources Inc.	992,500	645	174
Breaker Energy Ltd., Restricted	80,000	552	469
Canadian Superior Energy Inc., Restricted	951,100	3,329	2,758
Celtic Exploration Ltd.	186,200	3,100	2,015
Cinch Energy Corp.	1,362,600	1,744	1,199
Cobalt Energy Ltd., Class "A"	480,000	120	336
Cobalt Energy Ltd., Class "B"	88,000	880	264
Connacher Oil and Gas Limited	1,331,400	6,657	5,006
Corridor Resources Inc.	231,600	3,312	2,003
Crew Energy Inc.	133,100	1,431	957
Duvernay Oil Corp.	66,000	2,739	1,913
Duvernay Oil Corp., Restricted	149,400	6,439	4,330
Excelsior Energy Limited	2,880,800	2,203	1,498
Fair Sky Resources Inc.	973,100	1,995	117
Fairmount Energy Inc., Restricted	932,000	1,305	774
Galleon Energy Inc., Class "A"	282,600	5,763	4,346
Great Plains Exploration Inc.	3,313,500	4,970	2,485
International Frontier Resources Corporation	600,000	900	486
Intrepid Energy Corporation	490,341	1,324	1,125
Kereco Energy Ltd.	180,000	1,548	702
Kodiak Energy, Inc., Restricted	443,400	1,332	1,044
Laricina Energy Ltd.	248,600	6,215	5,283
MGM Energy Corp.	1,759,848	6,622	3,784
Oilsands Quest Inc.	531,900	3,000	2,144
One Exploration Inc., Class "A"	1,658,800	2,737	995
Open Range Energy Corp.	420,000	1,680	1,109
OPTI Canada Inc.	286,300	7,072	4,750
Orleans Energy Ltd.	99,200	541	219
Patch International Inc., Restricted	744,600	1,430	440
Pegasus Oil & Gas Inc., Restricted	272,834	900	497
Petro-Reef Resources Ltd.	496,300	993	471
PetroWorth Resources Inc.	1,034,800	621	2,225
Power Play Resources Ltd.	738,300	664	554
ProEx Energy Ltd.	139,600	2,464	1,643
Profound Energy Inc.	54,000	1,037	150
ProspEx Resources Ltd.	260,000	962	744
Questerre Energy Corporation	2,083,333	1,667	1,563
Questerre Energy Corporation, Restricted	712,620	1,675	534
Result Energy Inc., Restricted	3,324,100	1,994	1,130
Rider Resources Ltd.	115,200	1,267	403
Seaview Energy Inc., Class "A"	520,000	130	546
Seaview Energy Inc., Class "B"	117,000	1,170	298
Sierra Vista Energy Ltd., Class "A"	1,218,000	1,096	85
Solara Exploration Ltd., Class "A"	654,000	654	167
Southern Pacific Resource Corp.	540,000	648	853
Southern Pacific Resource Corp., Warrants, Feb. 15 08	270,000	-	65
Spitfire Energy Ltd.	1,543,500	926	509
Spry Energy Ltd.	169,300	1,058	897
Stonefire Energy Corp., Class "A"	995,900	2,042	797
Storm Exploration Inc., Restricted	132,800	1,428	1,170
Tango Energy Inc.	2,738,900	1,260	904
TriStar Oil & Gas Ltd.	118,573	877	1,485
Twin Butte Energy Ltd.	480,000	1,968	1,056

The accompanying notes are an integral part of these financial statements.

# Canada Dominion Resources 2007 Limited Partnership

## STATEMENT OF INVESTMENTS (cont'd)

As at December 31, 2007

(in 000s of Canadian dollars except number of shares/units or where par values are otherwise noted)	Par Value(\$)/ Number of Shares/Units	Cost	Market Value
<b>EQUITIES (115.0%) (cont'd)</b>			
<b>Energy (68.9%) (cont'd)</b>			
UTS Energy Corporation	232,500	\$1,767	\$1,251
Vero Energy Inc.	106,400	771	615
		<b>124,457</b>	<b>80,646</b>
<b>Energy (Other) (8.7%)</b>			
Bayswater Uranium Corporation	1,833,333	3,025	1,503
Bayswater Uranium Corporation, Warrants, Sep. 08 08	916,667	–	82
Capella Resources Ltd.	2,000,000	2,200	610
Denison Mines Corp.	77,800	1,268	689
EarthFirst Canada Inc.	384,600	1,000	677
JNR Resources Inc.	95,000	447	184
Mega Uranium Ltd.	91,700	677	308
NaiKun Wind Energy Group Inc.	774,367	2,314	2,571
Pacific Ridge Exploration Ltd.	500,000	175	48
Pele Mountain Resources Inc.	569,600	655	236
Pele Mountain Resources Inc., Warrants, Sep. 12 08	284,800	–	4
Purepoint Uranium Group Inc.	461,400	761	208
Rocor Resources Inc., Restricted	456,200	730	616
Southampton Ventures Inc.	1,340,128	1,874	965
Southampton Ventures Inc., Warrants, Jul. 26 09	322,564	6	81
Southampton Ventures Inc., Warrants, Mar. 22 09	347,500	1	101
Terra Ventures Inc.	258,700	323	97
Titan Uranium Inc.	131,666	362	92
Titan Uranium Inc., Warrants, Mar. 27 09	65,833	–	4
Tribune Uranium Corp.	275,000	330	193
Tribune Uranium Corp., Warrants, Jun. 28 08	137,500	–	10
Triton Energy Corp.	606,000	1,242	291
Triton Energy Corp., Restricted	711,200	512	341
Uranium City Resources Inc.	1,000,000	530	255
Uranium City Resources Inc., Warrants, May 24 09	1,000,000	–	1
		<b>18,432</b>	<b>10,167</b>
<b>Gold and Precious Metals (12.5%)</b>			
Abacus Mining & Exploration Corporation	1,700,000	1,360	646
Abacus Mining & Exploration Corporation, Warrants, Dec. 06 08	850,000	–	11
Acrex Ventures Ltd.	2,500,000	550	338
Acrex Ventures Ltd., Warrants, Aug. 14 09	1,250,000	–	65
Campbell Resources Inc.	5,280,000	660	634
Clifton Star Resources Inc., Units	51,020	125	84
Committee Bay Resources Ltd.	666,600	433	233
Cross Lake Minerals Ltd.	712,800	428	282
Cross Lake Minerals Ltd., Warrants, Nov. 09 08	356,400	–	9
Endurance Gold Corporation	999,900	230	140
Great Western Diamonds Corp.	698,300	314	161
Lake Shore Gold Corp.	297,000	743	520
Maximus Ventures Ltd.	1,776,600	817	684
Miramar Mining Corporation	300,000	1,950	1,869
Newstrike Resources Ltd.	326,100	163	212
NioGold Mining Corporation	1,115,700	501	279
NioGold Mining Corporation, Warrants, Oct. 24 08	557,850	1	10
North American Palladium Ltd.	183,300	2,016	664
Osisko Exploration Ltée	555,589	4,167	3,256
Pinnacle Mines Ltd., Restricted	330,000	165	79
Pinnacle Mines Ltd., Warrants, Apr. 09 09	165,000	–	4
Queenston Mining Inc.	235,900	531	715
Rainy River Resources Ltd.	39,400	236	168
Rimfire Minerals Corporation	109,890	275	165

The accompanying notes are an integral part of these financial statements.

# Canada Dominion Resources 2007 Limited Partnership

## STATEMENT OF INVESTMENTS (cont'd)

As at December 31, 2007

(in 000s of Canadian dollars except number of shares/units or where par values are otherwise noted)	Par Value(\$)/ Number of Shares/Units	Cost	Market Value
<b>EQUITIES (115.0%) (cont'd)</b>			
<b>Gold and Precious Metals (12.5%) (cont'd)</b>			
Rimfire Minerals Corporation, Warrants, Jul. 05 09	54,945	\$–	\$8
San Gold Corporation	1,149,426	1,667	1,506
Tenajon Resources Corp.	407,700	347	188
Trilogy Metals Inc., Restricted	1,819,000	1,000	801
Tyhee Development Corp., Restricted	549,900	247	308
Vault Minerals Inc.	500,000	200	255
Vault Minerals Inc., Warrants, Feb. 22 08	500,000	–	32
Vedron Gold Inc., Warrants, Aug. 13 08	416,666	–	19
VG Gold Corp.	833,333	333	252
		<b>19,459</b>	<b>14,597</b>
<b>Other (1.8%)</b>			
Diamondex Resources Ltd.	3,844,700	1,307	1,134
Indicator Minerals Inc.	833,333	583	229
Indicator Minerals Inc., Warrants, Dec. 28 08	416,667	–	6
Peregrine Diamonds Ltd.	660,000	1,650	429
Pure Diamonds Exploration Inc.	834,900	234	67
Stornoway Diamond Corporation	396,000	590	246
		<b>4,364</b>	<b>2,111</b>
<b>COST AND MARKET VALUE OF INVESTMENTS (115.0%)</b>		<b>195,143</b>	<b>134,567</b>
<b>TRANSACTION COSTS (0.0%) (Note 2)</b>		–	–
<b>TOTAL COST AND MARKET VALUE OF INVESTMENTS (115.0%)</b>		<b>195,143</b>	<b>134,567</b>
<b>BANK LOAN (–12.2%)</b>			
Bank Loan		<b>(14,230)</b>	<b>(14,230)</b>
<b>CASH AND CASH EQUIVALENTS (0.2%)</b>			
Canadian		218	218
Foreign		–	–
		<b>218</b>	<b>218</b>
<b>ENCUMBERED CASH (0.0%)</b>			
Canadian		–	–
Foreign		–	–
		–	–
<b>OTHER NET ASSETS (LIABILITIES) (–3.0%)</b>		<b>(3,543)</b>	<b>(3,543)</b>
<b>NET ASSETS (100.0%)</b>		<b>\$177,588</b>	<b>\$117,012</b>

The accompanying notes are an integral part of these financial statements.

# Canada Dominion Resources 2007 Limited Partnership

## STATEMENT OF NET ASSETS

As at

(in 000s of Canadian dollars except number of units and per unit amounts)	December 31, 2007
<b>Assets</b>	
Investments, at market value*	\$134,567
Cash and cash equivalents	218
Receivable for investment securities sold	–
Accrued interest, dividends and other	81
	<u>134,866</u>
<b>Liabilities</b>	
Loan payable (Note 3)	14,230
Payable for investment securities purchased	–
Management fee payable	2,914
Issuance costs payable	146
Performance fee payable	–
Accrued expenses	564
	<u>17,854</u>
<b>Net assets – representing partners' equity</b>	<b>\$117,012</b>
Partners' capital	\$179,400
Retained earnings (deficit) (Note 5)	(62,388)
	<u>\$117,012</u>
*Investments, at cost	\$195,143
<b>Number of units outstanding (Note 5)</b>	<b>7,720,751</b>
<b>Net assets per unit (Note 7)</b>	<b>\$15.16</b>

## STATEMENT OF OPERATIONS

For the period indicated in Note 1

(in 000s of Canadian dollars except per unit amounts)	2007
<b>Investment Income</b>	
Interest	\$2,945
Dividends	–
Foreign withholding taxes	–
	<u>2,945</u>
<b>Expenses (Note 4)</b>	
Management fee	2,914
Performance fee	–
Independent review committee fees	1
Unitholder reporting costs	89
Unitholder administration costs	434
Custodian fee and bank charges	21
Audit fees	21
Legal fees	3
Filing fees	3
Interest expense (Note 3)	645
Upfront loan facility expense (Note 3)	10
Transaction costs (Note 2)	–
	<u>4,141</u>
<b>Net investment income (loss)</b>	<b>(1,196)</b>
<b>Realized and unrealized gain (loss) on investments</b>	
Net realized gain (loss) on sale of investments	(617)
Net realized and change in unrealized foreign exchange gain (loss)	1
Change in unrealized appreciation (depreciation) in value of investments	(60,576)
	<u>(61,192)</u>
<b>Net gain (loss) on investments</b>	<b>(61,192)</b>
<b>Increase (decrease) in net assets from operations</b>	<b>\$(62,388)</b>
 <b>Increase (decrease) in net assets from operations per unit (Note 2)</b>	 <b>\$(8.18)</b>

The accompanying notes are an integral part of these financial statements.

# Canada Dominion Resources 2007 Limited Partnership

## STATEMENT OF CHANGES IN NET ASSETS

For the period indicated in Note 1

(in 000s of Canadian dollars)	2007
<b>Net assets, beginning of period (Note 7)</b>	\$-
Transitional adjustment on application of new accounting standard	-
<b>Net assets, beginning of period – adjusted (Note 7)</b>	-
<b>Increase (decrease) in net assets from operations</b>	(62,388)
<b>Partners' transactions</b>	
Proceeds from issue	193,019
Issuance costs	(13,619)
	179,400
<b>Increase (decrease) in net assets</b>	117,012
<b>Net assets, end of period</b>	<b>\$117,012</b>

## STATEMENT OF CASH FLOWS

For the period indicated in Note 1

(in 000s of Canadian dollars)	2007
<b>Cash flows from operating activities:</b>	
Net investment income (loss)	\$(1,196)
<b>Changes in non-cash working capital:</b>	
(Increase) decrease in accrued interest, dividends and other	-
Increase (decrease) in other payables	3,624
(Increase) decrease in receivable for investments securities sold	-
Increase (decrease) in payable on investment securities purchased	-
(Investments purchased)	(196,646)
Proceeds from sale of investments	886
Net realized and change in unrealized foreign exchange gain (loss)	1
Net cash provided by (used in) operating activities	(193,331)
<b>Cash flows from financing activities:</b>	
Proceeds from issue	193,019
Issuance costs	(13,619)
Increase (decrease) in loan payable	14,230
(Increase) decrease in deferred interest expense on bank loan	(81)
Net cash provided by (used in) financing activities	193,549
<b>Cash and cash equivalents, beginning of period</b>	-
<b>Cash and cash equivalents, end of period</b>	<b>\$218</b>

The accompanying notes are an integral part of these financial statements.

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# Canada Dominion Resources 2007 Limited Partnership

## NOTES TO THE FINANCIAL STATEMENTS

December 31, 2007

### 1. Organization of the Limited Partnership

The Canada Dominion Resources 2007 Limited Partnership (“the Partnership”) was formed as a limited partnership under the laws of the Province of Ontario for the purpose of acquiring flow-through shares and other securities of resource companies with a view to achieving capital appreciation for Limited Partners. The Partnership was formed and commenced operations on the following dates:

	Date Formed	Commenced Operations
Canada Dominion Resources 2007 Limited Partnership	November 14, 2006	February 6, 2007

The General Partner of the Partnership is as follows:

	General Partner	Date Incorporated	Date of Limited Partnership Agreement
Canada Dominion Resources 2007 Limited Partnership	Canada Dominion Resources 2007 Corporation (“CDR 2007”)	October 18, 2006	January 25, 2007

The General Partner is responsible for the management of the Partnership in accordance with the terms and conditions of the partnership agreement.

### Financial Reporting Dates

The Statement of Investments and Statement of Net Assets are as at December 31, 2007. The Statements of Operations, Changes in Net Assets and Cash Flows of the Partnership are for the period from commencement of operations on February 6, 2007 to December 31, 2007.

These financial statements present the financial position and results of operations of the Partnership and as such, do not include all assets, liabilities, revenues and expenses of the partners.

### Transactions of the Manager

All directors, officers and employees (“Employees”) of the Manager are subject to its Code of Ethics and Standards of Professional Conduct (the “Code”). The Code has been put in place to protect the interests of all investors of the Partnership. The Board of Directors of the General Partner and the Board of Governors of the Partnership have reviewed and approved the Code. The Code includes a Trading Policy that Employees must adhere to.

### Independent Review Committee

The Manager has established an independent review committee (“IRC”) in accordance with the requirements of NI 81-107 in order to review and provide recommendations or approval, as required, on conflict of interest matters referred to it by the Manager on behalf of the Funds. The IRC is responsible for:

- 1) overseeing the Manager’s decisions in situations where the Manager is faced with any present or perceived conflicts of interest, all in accordance with NI 81-107;
- 2) performing any other function required by securities legislation; and
- 3) approving certain actions proposed to be taken by a Manager.

The IRC presently consists of three members, all of whom are independent of the Manager. The current members of the independent review committee are Mr. Brahm Gelfand (Chairman), Mr. Ronald Singer, and Mr. Frank White. The IRC has held three meetings since October 31, 2007.

The IRC prepares at least annually a report that describes the IRC and its activities for securityholders which is available on the Manager’s website at [www.dynamic.ca](http://www.dynamic.ca), or at your request at no cost, by contacting the Manager at [invest@dynamic.ca](mailto:invest@dynamic.ca).

### 2. Summary of Significant Accounting Policies

These financial statements, prepared in accordance with Canadian generally accepted accounting principles (“GAAP”), include estimates and assumptions made by the Manager that may affect the reported amounts of assets, liabilities, income and expenses during the reporting periods. Actual results could differ from those estimates. The following is a summary of significant accounting policies used by the Partnership:

#### Investment Transactions and Income Recognition

All investment transactions are reported on the business day the order to buy or sell is executed. Realized gains and losses from investment transactions and unrealized appreciation or depreciation of investments are calculated on an average cost basis.

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# Canada Dominion Resources 2007 Limited Partnership

## NOTES TO THE FINANCIAL STATEMENTS (cont'd)

December 31, 2007

### 2. Summary of Significant Accounting Policies (cont'd)

Income from investments held is recognized on an accrual basis. Interest income is accrued as earned and dividend income and distributions from investment trusts are recognized on the ex-dividend date.

For income tax purposes, the adjusted cost base of flow-through shares is reduced by the amount of expenditures renounced to the Partnership. Upon disposition of such shares, a capital gain will result and be allocated to the Limited Partners based upon their proportionate share of the Partnership.

### Valuation of Partnership Units

Net asset value per unit ("NAVPU") for the Partnership is calculated at the end of each day on which the Manager is open for business ("valuation date") by dividing the Transactional net assets ("net asset value") of the Partnership by its outstanding units. In addition, at the reporting period date net assets are calculated whereby the assets and liabilities are valued using the fair value measures described in CICA Section 3855. This valuation approach is called the "net assets". A reconciliation between net asset value and net assets is described in note 7.

### Statement of Cash Flows

The Statement of Cash Flows has been included where the Partnership utilizes leverage or borrowing.

### Issuance Costs

Expenses related to the initial offering of the Partnership units have been accounted for as a reduction of partners' equity.

### Allocation of Partnership Income and Loss

99.99% of the income or loss of the Partnership for the fiscal year is allocated to limited partners at the end of the fiscal year in proportion to the number of limited partnership units owned. The Partnership is not itself a taxable entity. Accordingly, no provision for income tax is required.

The Manager is entitled to 0.01% of the net income or loss of the Partnership. Net Income is determined in accordance with GAAP.

### Increase (decrease) in Net Assets from Operations per Unit

"Increase (decrease) in net assets per unit" from operations is disclosed in the Statement of Operations and represents the increase or decrease in net assets from operations for the period divided by the average number of units outstanding during the period.

### Valuation of Investments

The fair value of investments is determined as follows:

- a) All long securities listed on a recognized public stock exchange are valued at their last bid price on the valuation date. All short securities listed on a recognized public stock exchange are valued at the last ask price on the valuation date. Securities that are traded on an over-the-counter market basis, other than NASDAQ securities, are priced at the last bid price as quoted by a major dealer. These securities are valued at the historic close or fair value.

Investments in securities having no quoted market values or in illiquid securities are valued using valuation techniques. Valuation techniques include, but are not limited to, referencing the current value of similar instruments, using recent arm's length market transactions, discounted cash flow analyses or option pricing models. These values may differ from values that would have been used had a ready market existed for these investments.

In a situation where, in the opinion of the Manager, a market quotation for a security is inaccurate, unreliable or not readily available, the security is valued primarily using dealer supplied valuations or at its fair value as determined by the Manager.

- b) Short-term securities are valued based on last bid price for long positions and last ask price for short positions.
- c) Warrants are valued based on a recognized option pricing model using the last bid for long positions and last ask for short positions.
- d) The market value of investments and other assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the rate of exchange established at noon on each valuation date. Under the Partnership's fair pricing policy, when the rates of exchange established at 3 p.m. are materially different from the noon exchange rates on a given valuation date, the market value of investments and other assets and liabilities denominated in foreign currencies will be translated at the 3 p.m. exchange rates for that valuation date.

### Transactions Costs

In accordance with Section 3855, transaction costs are expensed and are included in "Transaction costs" in the Statements of Operations. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of an investment, which include fees and commissions paid to agents, advisors, brokers and dealers, levies by regulatory agencies and securities exchanges and transfer taxes and duties. The cost of investments (realized gains and losses from investment transactions and unrealized appreciation or depreciation of investments) for

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# Canada Dominion Resources 2007 Limited Partnership

## NOTES TO THE FINANCIAL STATEMENTS (cont'd)

December 31, 2007

### 2. Summary of Significant Accounting Policies (cont'd)

each security is determined on an average cost basis. The cost of portfolio securities is also calculated and reported on an average cost basis. All investment transactions are reported on the business day the order to buy or sell is executed as per Section 3855.

### 3. Loan Payable

The Partnership established credit facilities with a Canadian Chartered Bank (the "Bank") for the payment of issuance costs and has provided the Bank with a security interest in all of the assets of the Partnership. The credit facilities were established on February 6, 2007. As at December 31, 2007, the principal loan balance outstanding was \$14,230,000. The maximum and minimum amounts borrowed during the period from commencement of operations on February 6, 2007 to December 31, 2007 were \$14,230,000 and \$11,300,000 respectively. The Partnership paid an up-front loan fee of \$10,000, which was expensed when the Partnership entered into the credit agreement with the Bank.

The Partnership may avail credit by way of prime loans or Bankers' Acceptances ("BA"). The Partnership pays interest on the outstanding prime loan balance at the greater of the Prime Lending Rate and the sum of the rate per annum for Canadian Dollar Bankers' Acceptances ("BA") having a term of 30 days as reported by the Bank and ½ of 1% per annum. The BA interest rate per annum is equivalent to the rate existing at the borrowing date. The average interest rate on the outstanding balances during the year was 4.63%.

The initial interest paid on the drawdown or renewal of the BA is deferred and amortized over the term of the BA. The unamortized portion of the deferred interest is included under "Accrued interest, dividends and other" on the Statements of Net Assets. For the period from commencement of operations on February 6, 2007 to December 31, 2007, the Partnership recorded interest expense of \$645,203.

### 4. Income and Expenses

#### Management Fee

In consideration for the Manager's services and pursuant to the terms of the Management Agreement, the Partnership pays to the Manager an annual fee equal to 2% of the Transactional Net Asset Value. The management fee is calculated and paid monthly in arrears based on the Transactional Net Asset Value at the end of the preceding month.

During the 2007 calendar year, the manager has agreed to defer payment of its management fee and to advance payment for all administrative partnership costs on behalf of the Partnership. Pending payment or reimbursement by the Partnership, such deferred management fee and costs will bear interest at the Prime rate.

For the period from commencement of operations on February 6, 2007 to December 31, 2007, the Partnership incurred a management fee of \$2,914,444.

Commencing in 2008, the management fee will be payable monthly in arrears.

#### Performance Fee

The Manager is entitled to a performance fee to be paid by the Partnership equal to 20% of the amount by which the Transactional Net Asset Value per Unit exceeds \$28 on the performance fee date. The performance fee is calculated on a per unit basis and multiplied by the number of units existing at the performance fee date. The performance fee date is on the earlier of the date on which the Partnership assets are transferred to DMP Resource Class of Dynamic Managed Portfolios Ltd. and the day immediately prior to the date of dissolution or termination of the Partnership. The performance fee will be calculated on the performance fee date and paid as soon as practicable thereafter. As at December 31, 2007, performance fee accrued was nil.

#### Expenses

The Partnership pays all of the expenses relating to its operation and the carrying on of its business, including mailing and printing, legal and audit fees, interest, administrative costs relating to the cost of financial and other reports and compliance with all applicable laws, regulations and policies. Brokerage commissions paid on securities transactions are considered to be part of operating expenses. These commissions are not included in the cost of purchasing securities, nor are they netted out of the proceeds from selling securities.

The General Partner is reimbursed for expenses incurred in the performance of its duties. During the 2007 calendar year, the manager advanced the Partnership \$565,946 for operating costs.

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# Canada Dominion Resources 2007 Limited Partnership

## NOTES TO THE FINANCIAL STATEMENTS (cont'd)

December 31, 2007

### 5. Partners' Capital

The authorized capital of the Partnership consists of an unlimited number of Partnership units. All Partnership units are of the same class with equal rights and privileges, including equal participation in any distribution made by the Partnership and the right to one vote at any meeting of the Limited Partners. On February 6, 2007 and March 5, 2007, 6,549,544 and 1,171,207 Partnership units were issued respectively.

Unitholder transactions of units for the period from commencement of operations on February 6, 2007 to December 31, 2007 are as follows:

	<b>2007</b>
Units outstanding, beginning of period	–
Subscriptions	7,720,751
Reinvestments	–
Redemptions	–
Units outstanding, end of period	<b>7,720,751</b>

The changes to retained earnings (deficit) for the period from commencement of operations on February 6, 2007 to December 31, 2007 are as follows:

	<b>December 31, 2007</b>
(in \$000s)	
Retained Earnings (deficit), beginning of period	\$–
Increase (decrease) in net assets from operations	(62,388)
Retained Earnings (deficit), end of period	<b>\$(62,388)</b>

### 6. Brokerage Commissions and Related Party Transactions

#### a) Portfolio Transactions

Broker commissions paid on securities transactions during the period from commencement of operations on February 6, 2007 to December 31, 2007 were nil. Of this amount, Dundee Securities Corporation (“Dundee Securities”), an indirect subsidiary of Dundee Wealth Management Inc. (“Dundee Wealth”), the parent of the Manager received commissions of nil.

Dundee Wealth is the indirect parent of both the General Partner and Dundee Securities, one of the agents for the offering of the Partnership. Accordingly, the Partnership is related to Dundee Securities.

#### b) Private Placements

In addition to the commissions paid on the security transactions in a) above, the Partnership invests in flow-through shares through registered dealers, including Dundee Securities. Commissions on flow-through shares are paid directly from the issuer of the shares to the broker/dealer. In certain circumstances, Dundee Securities and the other agents may be entitled to receive fees and, in some cases, rights to purchase shares in connection with the sale of flow-through shares to the Partnership.

#### c) Initial Offering of Partnership

The Partnership paid agents' fees of 6.75% for each unit sold in connection with the offering of the Partnership. Dundee Securities received a portion of these fees.

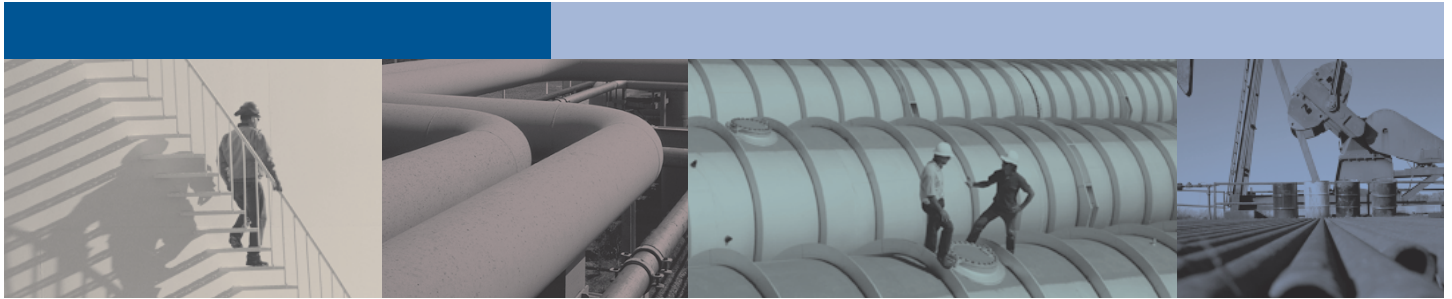
### 7. Reconciliation of Net Asset Value

In accordance with the decision made by the Canadian securities regulatory authorities, a reconciliation between the net asset value and the net assets of an investment fund is required for the financial reporting periods. For investments that are traded in an active market where quoted prices are readily and regularly available, CICA Section 3855 requires bid prices for long positions and ask prices for short positions to be used in the fair valuation of investments, rather than the use of closing sale prices currently used for the purpose of determining net asset value. For investments that are not traded in an active market, Section 3855 requires the use of specific valuation techniques, rather than the use of valuation techniques by virtue of general practice in the investment funds industry. These changes account for the difference between net asset value and net assets. The reconciliation below is as at December 31, 2007.

As at 31-Dec-07 Transactional NAV (\$000s)	application of Section 3855 adjustment (\$000s)	As at 31-Dec-07 GAAP Net Assets (\$000s)	As at 31-Dec-07 Transactional NAV Per Unit (\$)	As at 31-Dec-07 GAAP Net Assets Per Unit (\$)	opening Section 3855 adjustment (\$000s)
118,486	(1,474)	117,012	15.35	15.16	–

### 8. Future Accounting Standards

On December 1, 2006, the Accounting Standards Board issued CICA Handbook Section 1535, “Capital Disclosures”, Section 3862, “Financial Instruments – Disclosures”, and Section 3863, “Financial Instruments – Presentation”. The new standards enhance existing disclosure and presentation on capital and financial instruments. They apply to interim and annual financial statements relating to fiscal years beginning on or after October 1, 2007. The impact of the new standards on capital and financial instruments disclosures of the Partnerships is under review. The existing requirements relating to presentation and disclosure of capital and financial instruments have been applied consistent with prior year.



**CANADA DOMINION RESOURCES  
2007 LIMITED PARTNERSHIP**

**Trustee,  
Transfer Agent  
and Registrar**

**Computershare Trust Company of Canada**

100 University Ave  
North Tower, 9th Floor  
Toronto, ON M5J 2Y1

Tel: 1-800-564-6253

**Canada Dominion  
Resources Group**

**Ontario**

Dundee Place  
1 Adelaide St. E., Ste. 2900  
Toronto, ON M5C 2V9

**Eastern Canada**

1200 McGill College Ave., Ste. 2300  
Montreal, QC H3B 4G7

**Western Canada**

350 Seventh Ave. SW., Ste. 3250  
Calgary, AB T2P 3N9

Four Bentall Centre  
1055 Dunsmuir St., Ste. 3434  
P.O. Box 49217  
Vancouver, BC V7X 1K8

Tel: 1-800-268-8186  
[www.canadadominion.com](http://www.canadadominion.com)