

**NOTICE TO HOLDERS OF UNITS OF
GLOBAL DIVERSIFIED INVESTMENT GRADE INCOME TRUST**

July 21, 2009

Dear Unitholders:

We wish to inform you that the boards of directors of the Co-Trustees (the “Trustees”) of the Trust have established enhanced disclosure and tendering procedures for this year’s annual redemption of Units to aid Unitholders in deciding whether or not to participate in the 2009 annual redemption process. This document summarizes both the existing procedures for an annual redemption and the special procedures which have been adopted this year for the benefit of Unitholders.

The highlights of the information contained in this document are as follows:

- The annual redemption date for 2009 is August 31, 2009.
- **The annual redemption price will be announced by press release on August 26, 2009.**
- Unitholders will have **until 4:00 p.m. EDT on August 27, 2009** to tender Units or withdraw Units tendered under the 2009 annual redemption process.
- These special measures have been established following an agreement with Deutsche Bank and National Bank Financial Inc. to provide the Trust with firm bids for the unwind of the Financial Contract and the Permitted Investments in relation to the annual redemption on August 26, 2009 and maintain such bids until August 27, 2009.

Existing Annual Redemption

Under the existing annual redemption process, holders of Units must irrevocably surrender Units for redemption without prior knowledge of the price at which they will be redeemed.

More specifically, pursuant to the Master Declaration of Trust and the Regulation thereunder, Units of the Trust must be surrendered for an annual redemption by Unitholders at any time prior to 4:00 p.m. on the 20th business day immediately preceding the last business day of August of each year (an “Annual Redemption Date”). Subject to the Trust’s right to suspend redemptions (as described in the Regulation), Units properly surrendered for redemption by a Unitholder not later than 4:00 p.m. (Eastern time) on the 20th business day prior to an Annual Redemption Date will, subject to the Trust’s election to recirculate such Units as provided in the Regulation, be redeemed on such Annual Redemption Date. Unless specifically mentioned otherwise, Units so

tendered for redemption will be treated as tendered under the annual redemption privilege and redeemed at the Unwind Price (as defined below) and not under a quarterly redemption at the quarterly redemption price (which is based on a discount to the market price on the Toronto Stock Exchange).

For 2009, the Annual Redemption Date is August 31, 2009. Under the existing procedures, the final date to have tendered Units for redemption this year would be August 3, 2009.

Annual Redemption Price

Subject to the Regulation, the redemption price per Unit paid for the Units tendered will be equal to the Annual Redemption Price, being a price equal to the Unwind Price per Unit as of the Annual Redemption Date.

The Unwind Price is equal to the sum of (i) the bid price received by the Trust from Deutsche Bank AG, Canada Branch (“Deutsche Bank”) to terminate the applicable portion of the credit default swap agreements between Deutsche Bank and the Trust (the “Financial Contract”) and (ii) the market value of such portion of the debt securities given as collateral to secure the Trust’s obligations under the Financial Contract (the “Permitted Investments”), less the Unwind Costs. The Unwind Costs are equal to the sum of all applicable costs and expenses of Deutsche Bank including applicable hedge termination costs incurred to unwind a portion of the Financial Contract (including hedge termination costs), any unamortized issuance costs and the pro rata share amongst the Unitholders who have surrendered their Units for redemption of any current or future costs which would dilute the value of the remaining Units as a result of the redemption of Units, up to the foreseeable termination date of the Trust (calculated on a present value basis), all of which are reflected in the Unwind Price.

Any unpaid monthly distribution payable to holders of Units of record on a record date which falls on or before an Annual Redemption Date, on which Units are redeemed (or would be redeemed but for the Trust’s election to recirculate such Units) will be paid on the Units tendered for redemption.

Special Procedures Adopted for the 2009 Annual Redemption Privilege

As noted above, key components in establishing the Unwind Price are the bids received by Deutsche Bank and National Bank Financial Inc. to unwind the necessary portion of the Financial Contract and the Permitted Investments in connection with the annual redemption.

Determination of the Annual Redemption Price. Exceptionally for this year’s annual redemption, the Trustees have obtained agreement from each of Deutsche Bank and National Bank Financial Inc. to provide their respective bid in support of the annual redemption privilege, on August 26, 2009 and maintain such bid until August 27, 2009. Ordinarily the bids are established only following the completion of the tendering process on the Annual Redemption Date when all values are established for Deutsche Bank and National Bank Financial Inc. Because the bids for this year’s annual redemption will be received without the benefit of all of this information and will remain committed while market factors may change, it is understood that the bid prices may reflect the cost of the added market risk being borne by Deutsche Bank and National Bank Financial Inc.

The Trustees intend to communicate the Annual Redemption Price for the 2009 annual redemption by press release on August 26, 2009. The press release will also be posted on SEDAR at www.sedar.com and on the web site www.info.fbn.ca/trusts.

Extended Tendering and Withdrawal Times. For the 2009 Annual Redemption privilege, the Trustees will enable Unitholders to tender their Units for redemption **up to 4:00 p.m. EDT on August 27, 2009 (the “Tendering/Withdrawal Deadline”)**. In addition, the Trustee will permit Unitholders who have previously tendered their Units for redemption to withdraw their Units up until the Tendering/Withdrawal Deadline.

Tender/Withdrawal Procedure. The tender/withdrawal procedure remains unchanged.

A Unitholder who wishes to tender Units for redemption must cause a broker, dealer, bank or other financial institution participating (a “CDS Participant”) in the book-entry system maintained by CDS Clearing and Depository Services Inc. (“CDS”) to deliver to CDS (at its office in the City of Montreal, Québec or Toronto, Ontario) on behalf of the Unitholder a written redemption notice no later than the Tendering/Withdrawal Deadline. A Unitholder who desires to have Units redeemed should ensure that the CDS Participant is provided with instructions sufficiently in advance of the Tendering/Withdrawal Deadline to permit the CDS Participant to deliver a notice to CDS by the Tendering/Withdrawal Deadline. Similarly, a Unitholder who has tendered Units for redemption but wishes to withdraw such tendered Units should ensure that a CDS Participant is notified of the Unitholder’s intention sufficiently before the Tendering/Withdrawal Deadline in order for that CDS Participant to notify CDS before the Tendering/Withdrawal Deadline. **Any Unitholder who does not cause a CDS Participant to tender Units before the Tendering/Withdrawal Deadline will not be able to have such Units redeemed as part of the 2009 Annual Redemption process, and any Unitholder who has submitted Units for redemption in connection with the 2009 Annual Redemption process but elects to withdraw them subsequently must take the necessary steps prior to the Tendering/Withdrawal Deadline or such Units will be redeemed at the Annual Redemption Price.**

To initiate the tender or withdrawal procedure, Unitholders should contact their investment advisor.

The time period between the receipt and announcement of the Annual Redemption Price for the 2009 annual redemption and the deadline to tender Units, or, as the case may be, revoke Units surrendered for redemption, is very short. As a result, Unitholders are encouraged to consult with their investment advisors in advance of the announcement of the 2009 Annual Redemption Price and to consider the press release announcing the 2009 Annual Redemption Price.

Recommendation of the Boards of Directors of the Trustees

In the opinion of the Trustees, these measures will enable the Unitholders with an opportunity to know the price at which they will have their Units redeemed prior to the expiration of the period during which they may surrender Units for redemption, which is more favorable than the current redemption mechanism which requires an irrevocable tender for redemption at an unknown price.

The boards of directors of the Trustees make no recommendation regarding whether any Unitholder should continue to hold their Units, sell their Units in the market, or tender their Units

for redemption under the annual redemption. These are determinations that Unitholders should make in consultation with their own financial and tax advisors.

Certain Canadian Federal Income Tax Considerations

The following is, as of the date of this notice, a summary of the principal Canadian Federal Income Tax Considerations under the *Income Tax Act* (Canada) (the “Tax Act”) generally applicable to a Unitholder who disposes of Units pursuant to the annual redemption privilege and who, for the purposes of the Tax Act and at all relevant times, is resident in Canada, deals at arms’ length with the Trust and holds the Units as capital property. Generally, Units would be considered to be capital property to a Unitholder provided that the Unitholder does not hold the Units in the course of carrying on a business or has not acquired them in one or more transactions considered to be an adventure in the nature of trade. Certain Unitholders who might not otherwise be considered to hold their Units as capital property may, in certain circumstances, be entitled to have them (“and every other Canadian security” as the defined in the Tax Act) treated as capital property by making the irrevocable election permitted by subsection 39(4) of the Tax Act. Such Unitholders should consult their own tax advisors regarding their particular circumstances.

This summary is not applicable to a Unitholder that is a “financial institution” (as defined in the Tax Act for purposes of the mark to market rules), a Unitholder that is a “specified financial institution” or a Unitholder, an interest in which is a “Tax Shelter Investment” (both as defined in the Tax Act). Such Unitholders should consult their own tax advisors regarding their particular circumstances.

This summary is based on the facts set out in this notice, the provisions of the Tax Act in force at the date hereof, the current published administrative practices and the administrative policies of the Canada Revenue Agency (“CRA”). This summary does not otherwise take into account or anticipate any changes in law, whether by legislative, governmental or judicial decision or action, and does not take into account provincial, territorial or foreign tax legislation, or considerations which may differ significantly from those discussed in this notice. There can be no assurances that the CRA will not change its administrative practices or assessing policies. No advance income tax ruling as been sought or obtained from the CRA to confirm the tax consequences of any of the transactions described herein and accordingly no assurance can be given that the CRA will not assert a position contrary to one or more positions reflected in the summary below.

This summary assumes that the Trust qualifies as a “Mutual Fund Trust” as defined the Tax Act on the date hereof and will continue to so qualify throughout the period during which the Unitholder holds the Units until disposition.

Taxation of the Trust

If Unitholders tender Units for redemption, the Trust will have to unwind a portion of the Financial Contract to finance such redemption. If the Trust realizes income in unwinding a portion of Financial Contract, such income will be attributed to the Unitholders whose Units are redeemed. If the Trust realizes a loss in unwinding a portion of the Financial Contract, such loss

will remain a loss of the Trust, which will be deductible against income of the Trust realized in future years, since losses realized by a trust cannot be attributed to a Unitholder according to the Tax Act. It is anticipated that the Trust may realize a loss on the unwind of a portion of the Financial Contract.

The Unitholders who purchased their Units at the initial public offering of the Trust will have received from the Trust capital distributions corresponding to \$3.39 per Unit in the aggregate as at August 31, 2009, meaning that Unitholders who have acquired the Units at the time of their issuance and who have not acquired (or disposed of) Units since then, have, as at the date hereof, an adjusted cost basis of \$6.61 per Unit. The Trust may realize a loss in unwinding a portion of the Financial Contract and a Unitholder whose Units are redeemed could realize a capital gain (or loss) if the Annual Redemption Price for 2009 at the Annual Redemption Date is greater (or less) than the Unitholder's adjusted cost basis of the Units.

Taxation of Unitholders

A Unitholder will generally be required to include in the calculation of the Unitholder's income under the Tax Act the net income including the net realized taxable capital gains of the Trust paid or payable to the Unitholder in the year, whether received in cash or reinvested in additional Units. To the extent that distributions by the Trust to a Unitholder in any year exceed the net income, including net realized capital gains of the Trust for the year, such distributions generally will not be included in the calculation of the Unitholder's income for the year but will reduce the adjusted cost base of the Unitholder's Units accordingly. To the extent that the amount of the adjusted cost basis becomes negative, the negative amount will be deemed to be a capital gain of the Unitholder from the dispositions of a Unit.

One half of any capital gains (the "taxable capital gains") realized will be included in computing the income of a Unitholder and one half of any capital losses realized may be deducted against taxable capital gains in accordance with the provisions of the Tax Act.

Unitholders are generally subject to an alternative minimum tax. In general terms, net income of the Trust paid or payable to a Unitholder will not increase the Unitholder's liability under the Tax Act for alternative minimum tax. Amounts designated as net realized capital gains paid or payable to a Unitholder by the Trust or realized on the disposition of Units by the Unitholder may increase the Unitholder's liability for alternative minimum tax.

Income tax consideration for non-resident Unitholder

This notice does not contain a summary of the income tax consequences of the transaction to non-resident Unitholders. Non-resident Unitholders should consult their tax advisors with respect to the tax application of the transaction and the holding and the disposing of Units, including any associated filing requirements.

Contact for Information

If you have questions respecting the content of this notice, please call François Rivard at (514) 879-6405.

Sincerely,

**GLOBAL DIGIT MANAGEMENT INC.
and GD-I MANAGEMENT INC.,** acting as
co-trustees of Global Diversified Investment
Grade Income Trust