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## CLIFFSIDE CAPITAL LTD. ANNOUNCES CLOSING OF SECOND INVESTMENT

TORONTO, December 15, 2016 /CNW/ - Cliffside Capital Ltd. (“**Cliffside**” or the “**Company**”) (TSXV:CEP) is pleased to announce that today it closed the transaction initially announced on December 5, 2016. For cash consideration of \$900,000, Cliffside acquired a 60% limited partnership interest in a new limited partnership that holds automobile loans originated and serviced in Canada with an aggregate principal balance of approximately \$1.5 million. Cliffside received final approval of the TSX Venture Exchange (the “**Exchange**”) in advance of closing and the transaction constitutes Cliffside’s Second Investment as required pursuant to the undertaking provided to the Exchange in relation to the Company’s Qualifying Transaction.

As described in the Company’s December 5, 2016 press release, the transaction constitutes a “related party transaction” within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Securityholders in Special Transactions* (“**MI 61-101**”). As the Company’s common shares are only listed on the Exchange, the transaction is exempt from the formal valuation requirement of MI 61-101. In addition, as neither the fair market value of the 60% limited partnership interest acquired by the Company, nor the fair market value of the consideration paid by the Company, exceeds 25% of the Company’s market capitalization, the transaction is exempt from the minority shareholder approval requirement of MI 61-101.

### About Cliffside

Cliffside is focused on investing in strategic partnerships with third parties who have specialized expertise and a proven track record in originating and servicing loans and similar types of financial assets. Cliffside’s strategy is to generate revenue as a passive investor, affording its shareholders an opportunity to invest in the growing alternative lending sector with the potential for attractive dividend yields and minimal operational risk while earning a reliable total return. For more information, see Cliffside’s management information circular dated May 25, 2016 filed on SEDAR at [www.sedar.com](http://www.sedar.com).

*The Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this release. Neither the Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Exchange) accepts responsibility for the adequacy or accuracy of this release.*

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