

London Life Pathways Funds

Simplified Prospectus

October 12, 2018

All Funds offer Quadrus series, H series, L series, HW series and I series securities, unless otherwise noted.

Fixed Income Funds

London Life Pathways Money Market Fund⁽¹⁾

London Life Pathways Core Bond Fund⁽¹⁾

London Life Pathways Core Plus Bond Fund

London Life Pathways Global Core Plus Bond Fund

London Life Pathways Global Multi-Sector Bond Fund

Canadian Equity Funds

London Life Pathways Canadian Equity Fund⁽¹⁾

London Life Pathways Canadian Concentrated Equity Fund

U.S. Equity Funds

London Life Pathways U.S. Equity Fund⁽¹⁾

London Life Pathways U.S. Concentrated Equity Fund

Global and Regional Equity Funds

London Life Pathways International Equity Fund

London Life Pathways International Concentrated Equity Fund

London Life Pathways Emerging Markets Large Cap Equity Fund

London Life Pathways Emerging Markets Equity Fund

London Life Pathways Global Tactical Fund⁽¹⁾

⁽¹⁾ Offers I series securities only.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. The Funds and the securities of the Funds offered under this simplified prospectus are not registered with the United States Securities and Exchange Commission and they are sold in the United States only in reliance on exemptions from registration.



TABLE OF CONTENTS

| | Page | | Page |
|--|-----------|--|-----------|
| Part A : General Disclosure | 1 | <i>London Life Pathways Core Bond Fund</i> | <i>40</i> |
| <i>Introduction</i> | <i>1</i> | <i>London Life Pathways Core Plus Bond Fund</i> | <i>42</i> |
| <i>What is a Mutual Fund and What are the Risks of Investing in a Mutual Fund?</i> | <i>1</i> | <i>London Life Pathways Global Core Plus Bond Fund</i> | <i>44</i> |
| <i>Organization and Management of the Funds</i> | <i>7</i> | <i>London Life Pathways Global Multi Sector Bond Fund</i> | <i>46</i> |
| <i>Purchases, Switches and Redemptions</i> | <i>9</i> | <i>London Life Pathways Canadian Equity Fund</i> | <i>48</i> |
| <i>Optional Services</i> | <i>14</i> | <i>London Life Pathways Canadian Concentrated Equity Fund</i> | <i>50</i> |
| <i>Fees and Expenses</i> | <i>18</i> | <i>London Life Pathways U.S. Equity Fund</i> | <i>52</i> |
| <i>Dealer Compensation</i> | <i>25</i> | <i>London Life Pathways U.S. Concentrated Equity Fund</i> | <i>54</i> |
| <i>Income Tax Considerations</i> | <i>27</i> | <i>London Life Pathways International Equity Fund</i> | <i>56</i> |
| <i>What are Your Legal Rights?</i> | <i>30</i> | <i>London Life Pathways International Concentrated Equity Fund</i> | <i>58</i> |
| Part B : Specific Information About Each of the Mutual Funds Described in this Document | 32 | <i>London Life Pathways Emerging Markets Large Cap Equity Fund</i> | <i>60</i> |
| <i>Introduction to Part B</i> | <i>32</i> | <i>London Life Pathways Emerging Markets Equity Fund</i> | <i>62</i> |
| <i>London Life Pathways Money Market Fund</i> | <i>38</i> | <i>London Life Pathways Global Tactical Fund</i> | <i>64</i> |

PART A: GENERAL DISCLOSURE

INTRODUCTION

This simplified prospectus contains selected important information to help you make an informed decision about investing in the funds listed on the cover (individually, each is a “Fund” and collectively are referred to as the “Funds”).

It is important that you select the appropriate Funds and/or series in which to invest, in order to properly address your personal circumstances and investment needs.

This simplified prospectus will help you understand your rights as an investor in the Funds.

To make this document easier to read and understand, we have used personal pronouns throughout much of the text. References to “Mackenzie Investments”, “Mackenzie”, “our”, “we” or “us” generally refer to Mackenzie Financial Corporation in its capacity as trustee and/or manager of the Funds. References to “Quadrus” refer to Quadrus Investment Services Ltd. in its capacity as the principal distributor of the securities offered under this simplified prospectus. References to your “Quadrus representative” mean your Quadrus investment representative. References to a “Quadrus authorized dealer” mean a dealer authorized by Quadrus to distribute securities of the Funds in limited circumstances and references to a “Quadrus authorized representative” mean a representative of a Quadrus authorized dealer. References to “you” are directed to the reader as a potential or actual investor in the Funds.

The series of the Funds offered under this simplified prospectus are available for purchase only through Quadrus Investment Services Ltd. (the “Principal Distributor”). You generally cannot purchase the Funds through any other mutual fund dealers or hold securities of the Funds through any other mutual fund dealers.

Your Quadrus representative or Quadrus authorized representative is the individual with whom you consult for investment advice and Quadrus or your Quadrus authorized dealer is the company or partnership that is affiliated with your Quadrus representative or Quadrus authorized representative, respectively.

In this document, all of the mutual funds managed by Mackenzie Investments, including the Funds, are referred to collectively as the “Mackenzie Funds” or each individually as a “Mackenzie Fund”. Not all of the Mackenzie Funds are offered under this simplified prospectus. All of the mutual funds managed by Mackenzie Investments and distributed by Quadrus, including the Funds, are referred to collectively as the “Quadrus Funds”, or each individually as a “Quadrus Fund”. Not all Quadrus Funds are offered under this simplified prospectus.

This simplified prospectus contains information about each Fund, including the series that comprise each Fund, and the

risks of investing in mutual funds generally, as well as the names of the firms responsible for the portfolio management of the Funds.

This document is divided into two parts:

- **Part A**, from page 1 to 30, contains general information about all of the Funds.
- **Part B**, from page 32 to 64, contains specific information about each of the Funds described in this document.

Additional information about each Fund is available in the following documents:

- the annual information form;
- the most recently filed fund facts;
- the most recently filed annual financial statements;
- any interim financial reports filed after those annual financial statements;
- the most recently filed annual management report of fund performance; and
- any interim management report of fund performance filed after that annual management report of fund performance.

These documents are incorporated by reference into this document, which means that they legally form part of this document just as if they were printed as a part of this document. You can get a copy of these documents at your request and at no cost by calling Quadrus toll free at **1-888-532-3322** or from your Quadrus representative or Quadrus authorized representative.

These documents are available at www.quadrusgroupoffunds.com and are also available at www.sedar.com.

WHAT IS A MUTUAL FUND AND WHAT ARE THE RISKS OF INVESTING IN A MUTUAL FUND?

What is a Mutual Fund?

A mutual fund is a pool of money contributed by people with similar investment objectives. Investors share the fund’s income, expenses, and the gains and losses the fund makes on its investments, in proportion to their investment in the fund.

In Canada, a mutual fund can be established as a unit trust or as one or more classes of shares of a corporation. The Funds have been established as unit trusts which issue units to investors. In this document, references to a Fund’s “**securities**” means its **units**.

Please refer to the front cover of this simplified prospectus or to the specific information about each of the Funds in Part B, for

the series that are available for each Fund pursuant to this document. The different series of securities available under this simplified prospectus are described under the heading “**Purchases, Switches and Redemptions**”. We may offer additional classes and series of securities of the Funds in the future, without notification to, or approval of, investors.

What are the General Risks of Investing in a Mutual Fund?

A mutual fund may own many different types of investments - stocks, bonds, securities of other mutual funds, derivatives, cash - depending on the fund’s investment objectives. The values of these investments vary from day to day, reflecting changes in interest rates, economic conditions, stock market developments and individual company news. As a result, a mutual fund’s net asset value (“NAV”) will go up and down on a daily basis, and the value of your investment in a mutual fund may be more, or less, when you redeem it than when you purchased it.

We do not guarantee that the full amount of your original investment in a Fund will be returned to you. Unlike bank accounts or guaranteed investment certificates, mutual fund securities are not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.

Under exceptional circumstances, mutual funds may suspend redemptions. Please see the heading “**Purchases, Switches and Redemptions**” for more details.

Mutual funds are subject to a variety of risks. These risks may cause you to lose money on your mutual fund investment. This section provides a list of the risks of investing in mutual funds. The risks that apply to each Fund offered by this simplified prospectus are listed under the sub-heading “**What are the Risks of Investing in the Fund**” for each Fund described in **Part B**. To the extent that a Fund invests, directly or indirectly, in another mutual fund, the risks of investing in the Fund are similar to the risks of investing in the other mutual fund in which that Fund invests.

Commodity Risk

A mutual fund may invest in commodities or in companies engaged in commodity-focused industries and may obtain exposure to commodities using derivatives or by investing in exchange-traded funds, the underlying interests of which are commodities. Commodity prices can fluctuate significantly in short time periods, which will have a direct or indirect impact on the value of such a mutual fund.

Company Risk

Equity investments such as stocks and investments in trusts, and fixed-income investments, such as bonds, carry several risks that are specific to the company that issues the investments. A number of factors may cause the price of these investments to fall. These factors include specific developments

relating to the company, conditions in the market where these investments are traded, and general economic, financial and political conditions in the countries where the company operates. While these factors impact all securities issued by a company, the values of equity securities generally tend to change more frequently and vary more widely than fixed income securities. As a mutual fund’s NAV is based on the value of its portfolio securities, an overall decline in the value of portfolio securities that it holds will reduce the value of the mutual fund and, therefore, the value of your investment.

Concentration Risk

A mutual fund may invest a large portion of its net assets in a small number of issuers, in a particular industry or geographic region, or may use a specific investment style, such as growth or value. A relatively high concentration of assets in or exposure to a single issuer, or a small number of issuers, may reduce the diversification of a mutual fund and may result in increased volatility in the mutual fund’s NAV. Issuer concentration may also increase the illiquidity of the mutual fund’s portfolio if there is a shortage of buyers willing to purchase those securities.

A mutual fund concentrates on a style or sectors either to provide investors with more certainty about how the mutual fund will be invested or the style of the mutual fund or because a portfolio manager believes that specialization increases the potential for good returns. If the issuer, industry or region faces difficult economic times or if the investment approach used by the mutual fund is out of favour, the mutual fund will likely lose more than it would if it diversified its investments or style. If a mutual fund’s investment objectives or strategies require concentration, it may continue to suffer poor returns over a prolonged period of time.

Convertible Securities Risk

Convertible securities are fixed-income securities, preferred stocks or other securities that are convertible into common stock or other securities. The market value of convertible securities tend to decline as interest rates increase and, conversely, to increase as interest rates decline. A convertible security’s market value, however, tends to reflect the market price of the issuer’s common stock when that price approaches or exceeds the convertible security’s “conversion price”. The conversion price is defined as the predetermined price at which the convertible security could be exchanged for the associated stock. As the market price of the common stock declines, the price of the convertible security tends to be influenced more by the yield of the convertible security. Thus, it may not decline in price to the same extent as the underlying common stock.

In the event of a liquidation of the issuing company, holders of convertible securities would be paid before the company’s common stockholders but after holders of any senior debt obligations of the company. Consequently, the issuer’s convertible securities generally entail less risk than its common stock but more risk than its senior debt obligations.

Credit Risk

An issuer of a bond or other fixed-income investment, including asset-backed securities, may not be able to pay interest or to repay the principal at maturity. The risk of such a failure to pay is known as credit risk. Some issuers have more credit risk than others. Issuers with higher credit risk typically pay higher interest rates than interest rates paid by issuers with lower credit risk because higher credit risk companies expose investors to a greater risk of loss. Credit risk can increase or decline during the term of the fixed-income investment.

Companies, governments and other entities, including special-purpose vehicles that borrow money, and the debt securities they issue, are assigned credit ratings by specialized rating agencies such as Dominion Bond Rating Service Limited (“**DBRS**”) and Standard & Poor’s Corporation (“**S&P**”). The ratings are a measure of credit risk and take into account many factors, including the value of any collateral underlying a fixed-income investment. Issuers with low or no ratings typically pay higher yields, but can subject investors to substantial losses. Credit ratings are one factor used by the portfolio managers of the mutual funds in making investment decisions. A credit rating may prove to be wrong, which can lead to unanticipated losses on fixed-income investments. If the market perceives that a credit risk rating is too high, then the value of the investments may decrease substantially. A downgrade in an issuer’s credit rating or other adverse news regarding an issuer can reduce a security’s market value.

The difference in interest rates between an issuer’s bond and a government-issued bond that are otherwise identical in all respects except for the credit rating is known as the credit spread. Credit spreads widen if the market determines that a higher return is necessary to compensate for the increased risk of owning a particular fixed-income investment. An increase in credit spread after the purchase of a fixed-income investment decreases the value of that investment.

Cyber Security Risk

Due to the widespread use of technology in the course of business, the Funds have become potentially more susceptible to operational risks through breaches in cyber security. Cyber security is the risk of harm, loss, and liability resulting from a failure, disruption or breach of an organization’s information technology systems. It refers to both intentional and unintentional events that may cause a Fund to lose proprietary information, suffer data corruption, or lose operational capacity, which could cause us and/or a Fund to experience disruptions to business operations; reputational damage; difficulties with a Fund’s ability to calculate its NAV; or incur regulatory penalties, additional compliance costs associated with corrective measures, and/or financial loss. Cyber attacks may involve unauthorized access to a Fund’s digital information systems (e.g., through “hacking” or malicious software coding) for purposes of misappropriating assets or sensitive information, or corrupting data, equipment or systems. Other cyber attacks do

not require unauthorized access, such as denial-of-service attacks (i.e., efforts to make network services unavailable to intended users). In addition, cyber attacks on a Fund’s third-party services provider (e.g., administrators, transfer agents, custodians and sub-advisors) or issuers that a Fund invests in can also subject a Fund to many of the same risks associated with direct cyber attacks. Similar to operational risks in general, we have established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such efforts will be successful.

Derivatives Risk

Some mutual funds may use derivatives to pursue their investment objectives. Generally, a derivative is a contract between two parties, whose value is determined with reference to the market price of an asset, such as a currency, commodity or stock, or the value of an index or an economic indicator, such as a stock market index or a specified interest rate (the “**underlying interest**”).

Most derivatives are options, forwards, futures or swaps. An option gives the holder the right, but not the obligation, to buy or sell the underlying interest at an agreed price within a certain time period. A call option gives the holder the right to buy; a put option gives the holder the right to sell. A forward is a commitment to buy or sell the underlying interest for an agreed price on a future date. A future is similar to a forward, except that futures are traded on exchanges. A swap is a commitment to exchange one set of payments for another set of payments.

Some derivatives are settled by one party’s delivery of the underlying interest to the other party; others are settled by a cash payment representing the value of the contract.

The use of derivatives carries several risks:

- There is no guarantee that a market will exist for some derivatives, which could prevent the mutual fund from selling or exiting the derivative prior to the maturity of the contract. This risk may restrict the mutual fund’s ability to realize its profits or limit its losses.
- It is possible that the other party to the derivative contract (“**counterparty**”) will fail to perform its obligations under the contract, resulting in a loss to a mutual fund.
- When entering into a derivative contract, the mutual fund may be required to provide margin or collateral to the counterparty. If the counterparty becomes insolvent, the mutual fund could lose its margin or its collateral or incur expenses to recover it.
- Some mutual funds may use derivatives to reduce certain risks associated with investments in foreign markets, currencies or specific securities. Using derivatives for these purposes is called hedging.

Hedging may not be effective in preventing losses. Hedging may also reduce the opportunity for gain if the value of the hedged investment rises, because the derivative could incur an offsetting loss. Hedging may also be costly or difficult to implement.

- Securities and commodities exchanges could set daily trading limits on options and futures. Such rule changes could prevent the mutual fund from completing a futures or options transaction, causing the mutual fund to realize a loss because it cannot hedge properly or limit a loss.
- Where a mutual fund holds a long or short position in a future whose underlying interest is a commodity, the mutual fund will always seek to close out its position by entering into an offsetting future prior to the first date on which the mutual fund might be required to make or take delivery of the commodity under the future. There is no guarantee the mutual fund will be able to do so. This could result in the mutual fund having to make or take delivery of the commodity.

Emerging Markets Risk

Emerging markets have the risks described under foreign currency risk and foreign markets risk. In addition, they are more likely to experience political, economic and social instability and may be subject to corruption or have lower business standards. Instability may result in the expropriation of assets or restrictions on payment of dividends, income or proceeds from the sale of a mutual fund's securities. In addition, accounting and auditing standards and practices may be less stringent than those of developed countries, resulting in limited availability of information relating to a mutual fund's investments. Further, emerging market securities are often less liquid and custody and settlement mechanisms in emerging market countries may be less developed, resulting in delays and the incurring of additional costs to execute trades of securities.

ETF Risk

A mutual fund may invest in a fund whose securities are listed for trading on an exchange (an “**exchange-traded fund**” or “**ETF**”). The investments of ETFs may include stocks, bonds, commodities and other financial instruments. Some ETFs, known as index participation units (“**IPUs**”), attempt to replicate the performance of a widely-quoted market index. Not all ETFs are IPUs. While investment in an ETF generally presents the same risks as investment in a conventional mutual fund that has the same investment objectives and strategies, it also carries the following additional risks, which do not apply to investment in conventional mutual funds:

- The performance of an ETF may be significantly different from the performance of the index, assets, or financial measure that the ETF is seeking to track.

There are several reasons that this might occur, including that ETF securities may trade at a premium or a discount to their NAV or that ETFs may employ complex strategies, such as leverage, making tracking with accuracy difficult.

- An active trading market for ETF securities may fail to develop or fail to be maintained.
- There is no assurance that the ETF will continue to meet the listing requirements of the exchange on which its securities are listed for trading.

Also, commissions may apply to the purchase or sale of ETF securities. Therefore, investment in ETF securities may produce a return that is different than the change in the NAV of these securities.

Foreign Currency Risk

The NAVs of most mutual funds are calculated in Canadian dollars. Foreign investments are generally purchased in currencies other than Canadian dollars. When foreign investments are purchased in a currency other than Canadian dollars, the value of those foreign investments will be affected by the value of the Canadian dollar relative to the value of the foreign currency. If the Canadian dollar rises in value relative to the other currency but the value of the foreign investment otherwise remains constant, the value of the investment in Canadian dollars will have fallen. Similarly, if the value of the Canadian dollar has fallen relative to the foreign currency, the value of the mutual fund's investment will have increased. Some mutual funds may use derivatives such as options, futures, forward contracts, swaps and customized types of derivatives to hedge against losses caused by changes in exchange rates. Please see the “**Investment Strategies**” section of each Fund description in Part B of this simplified prospectus.

Foreign Markets Risk

The value of an investment in a foreign issuer depends on general global economic factors and specific economic and political factors relating to the country or countries in which the foreign issuer operates. The regulatory environment in some foreign countries may be less stringent than in Canada, including legal and financial reporting requirements. There may be more or less information available with respect to foreign companies. The legal systems of some foreign countries may not adequately protect investor rights. Stock markets in foreign countries may have lower trading volumes and sharper price corrections. Some or all of these factors could make a foreign investment more or less volatile than a Canadian investment.

High Yield Securities Risk

Funds may be subject to High Yield Securities Risk. High Yield Securities Risk is the risk that securities that are rated below investment grade (below “**BBB-**” by S&P or by Fitch Rating

Service Inc., or below “Baa3” by Moody’s® Investor’s Services, Inc.) or are unrated at the time of purchase may be more volatile than higher-rated securities of similar maturity. High yield securities may also be subject to greater levels of credit or default risk than higher-rated securities. The value of high yield securities can be adversely affected by overall economic conditions, such as an economic downturn or a period of rising interest rates, and high yield securities may be less liquid and more difficult to sell at an advantageous time or price or to value than higher-rated securities. In particular, high yield securities are often issued by smaller, less creditworthy companies or by highly leveraged firms, which are generally less able than more financially stable firms to make scheduled payments of interest and principal. Relative to senior loans, high yield securities are often subordinated and unsecured.

Illiquidity Risk

A mutual fund may hold up to 15% or more of its net assets in illiquid securities. A security is illiquid if it cannot be sold at an amount that at least approximates the amount at which the security is valued. Illiquidity can occur if the securities have sale restrictions; if the securities do not trade through normal market facilities; or if there is simply a shortage of buyers; or for other reasons. In highly volatile markets, such as in periods of sudden interest rate changes or severe market disruptions, securities that were previously liquid may suddenly and unexpectedly become illiquid. Illiquid securities are more difficult to sell, and a mutual fund may be forced to accept a discounted price.

Some high-yield debt securities, which may include but are not limited to security types commonly known as high-yield bonds, floating-rate debt instruments and floating-rate loans, as well as some fixed-income securities issued by corporations and governments in emerging market economies, may be more illiquid in times of market stress or sharp declines. In addition, the liquidity of individual securities may vary widely over time. Illiquidity in these instruments may take the form of wider bid/ask spreads (i.e., significant differences in the prices at which sellers are willing to sell and buyers are willing to buy that same security). Illiquidity may take the form of extended periods for trade settlement and delivery of securities. In some circumstances of illiquidity, it may be more difficult to establish a fair market value for particular securities, which could result in losses to a fund that has invested in these securities.

Interest Rate Risk

Interest rates have an impact on a whole range of investments. Interest rates impact the cost of borrowing for governments, companies and individuals, which in turn impacts overall economic activity. Interest rates may rise during the term of a fixed-income investment. If interest rates rise, then the value of that fixed-income investment generally will fall. Conversely, if interest rates fall, the value of the investment will generally increase.

Longer-term bonds and strip bonds are generally more sensitive to changes in interest rates than other kinds of securities. The cash flow from debt instruments with variable rates may change as interest rates fluctuate.

Changing interest rates can also indirectly impact the share prices of equity securities. When interest rates are high, it may cost a company more to fund its operations or pay down existing debt. This can impair a company’s profitability and earnings growth potential, which can negatively impact its share price. Conversely, lower interest rates can make financing for a company cheaper, which can potentially increase its earnings growth potential. Interest rates can also impact the demand for goods and services that a company provides by impacting overall economic activity as described above.

Large Transaction Risk

The securities of some mutual funds are bought by other mutual funds, investment funds or segregated funds, including Mackenzie Funds, financial institutions in connection with other investment offerings, and/or investors who participate in an asset allocation program or model portfolio program. Independently or collectively, these other parties may from time to time purchase, hold or redeem a large proportion of a mutual fund’s securities.

A large purchase of a mutual fund’s securities will create a relatively large cash position in that mutual fund’s portfolio. The presence of this cash position may adversely impact the performance of the mutual fund, and the investment of this cash position may result in significant incremental trading costs which are borne by all of the investors in the mutual fund.

Conversely, a large redemption of a mutual fund’s securities may require the mutual fund to sell portfolio investments so that it can pay the redemption proceeds. This sale may impact the market value of those portfolio investments and result in significant incremental trading costs, which are borne by all of the investors in the mutual fund and it may accelerate or increase the payment of capital gains distributions or capital gains dividends to these investors.

Legislation Risk

Securities, tax, or other regulators make changes to legislation, rules, and administrative practice. Those changes may have an adverse impact on the value of a mutual fund.

Market Risk

There are risks associated with being invested in the equity and fixed-income markets generally. The market value of a mutual fund’s investments will rise and fall based on specific company developments and broader equity or fixed-income market conditions. Market value will also vary with changes in the general economic and financial conditions in countries where the investments are based.

Portfolio Manager Risk

A mutual fund is dependent on its portfolio manager or sub-advisor to select its investments. A balanced fund or an asset allocation fund is also dependent on its portfolio manager or sub-advisor to decide what proportion of the mutual fund's assets to invest in each asset class. Mutual funds are subject to the risk that poor security selection or asset allocation decisions will cause a mutual fund to underperform relative to its benchmark or other mutual funds with similar investment objectives.

Prepayment Risk

Certain fixed-income securities, including mortgage-backed or other asset-backed securities, can be prepaid before maturity. If a prepayment is unexpected or if it occurs faster than predicted, the fixed-income security may pay less income and its value may decrease. In addition, because issuers generally choose to prepay when interest rates are falling, the mutual fund may have to reinvest this money in securities that have lower rates.

Securities Lending, Repurchase and Reverse Repurchase Transaction Risk

Certain mutual funds are eligible to enter into securities lending, repurchase and reverse repurchase transactions. In a securities lending transaction, the mutual fund lends its securities through an authorized agent to another party (often called a "**counterparty**") in exchange for a fee and a form of acceptable collateral. In a repurchase transaction, the mutual fund sells its securities for cash through an authorized agent while, at the same time, it assumes an obligation to repurchase the same securities for cash (usually at a lower price) at a later date. In a reverse repurchase transaction, the mutual fund buys securities for cash while, at the same time, it agrees to resell the same securities for cash (usually at a higher price) at a later date. We have set out below some of the general risks associated with securities lending, repurchase and reverse repurchase transactions:

- When entering into securities lending, repurchase and reverse repurchase transactions, the mutual fund is subject to the credit risk that the counterparty may go bankrupt or may default under the agreement and the mutual fund would be forced to make a claim in order to recover its investment.
- When recovering its investment on a default, a mutual fund could incur a loss if the value of the securities loaned (in a securities lending transaction) or sold (in a repurchase transaction) has increased in value relative to the value of the collateral held by the mutual fund.
- Similarly, a mutual fund could incur a loss if the value of the portfolio securities it has purchased (in a reverse repurchase transaction) decreases below the

amount of cash paid by such mutual fund to the counterparty, plus interest.

Senior Loans Risk

The risks associated with senior loans are similar to the risks of high yield bonds, although senior loans are typically senior and secured, whereas high yield bonds are often subordinated and unsecured. Investments in senior loans are typically below investment grade and are considered speculative because of the credit risk of their issuers.

Historically, such companies have been more likely to default on their payments of interest and principal owed than companies that issue investment grade securities, and such defaults could reduce the NAV and monthly income distributions of mutual funds invested in these securities. These risks may be more pronounced in the event of an economic downturn. Under certain market conditions, the demand for senior loans may be reduced, which may, in turn, reduce prices. No active trading market may exist for certain senior loans, which may impair the ability of a holder of a senior loan to realize full value in the event of the need to liquidate such asset. Adverse market conditions may impair the liquidity of some actively traded senior loans. Although these loans are generally secured by specific collateral, there can be no assurance that such collateral would be available or would otherwise satisfy the borrower's obligation in the event of non-payment of scheduled interest or principal or that such collateral could be readily liquidated. In these circumstances, the holder of a loan may not receive payments to which it is entitled.

Senior loans may also be subject to certain risks due to longer settlement periods than the settlement periods associated with other securities. Settlement of transactions in most securities occurs two days after the trade date, and is referred to as "T+2" settlement. In contrast, transactions in senior loans may have longer than normal settlement periods and have settlement periods that exceed T+2. Unlike equities trades, there is no central clearinghouse for loans, and the loan market has not established enforceable settlement standards or remedies for failure to settle. This potentially longer settlement timeline may create a mismatch between the settlement time for a senior loan and the time in which an investment fund holding the senior loan as an investment must settle redemption requests from its investors.

Series Risk

A mutual fund may offer more than one series, including series that are sold under different simplified prospectuses. If one series of such a mutual fund is unable to pay its expenses or satisfy its liabilities, then the assets of the other series of that mutual fund will be used to pay the expenses or satisfy the liability. This could lower the investment returns of the other series.

Short Selling Risk

Certain mutual funds are permitted to engage in a limited amount of short selling. A short sale is a transaction in which a mutual fund sells, on the open market, securities that it has borrowed from a lender for this purpose. At a later date, the mutual fund purchases identical securities on the open market and returns them to the lender. In the interim, the mutual fund must pay compensation to the lender for the loan of the securities and provide collateral to the lender for the loan.

Short selling involves certain risks:

- There is no assurance that the borrowed securities will decline in value during the period of the short sale by more than the compensation paid to the lender, and securities sold short may instead increase in value.
- A mutual fund may experience difficulties in purchasing and returning borrowed securities if a liquid market for the securities does not exist at that time.
- A lender may require a mutual fund to return borrowed securities at any time. This may require the mutual fund to purchase such securities on the open market at an inopportune time.
- The lender from whom a mutual fund has borrowed securities, or the prime broker who is used to facilitate short selling, may become insolvent and the mutual fund may lose the collateral it has deposited with the lender and/or the prime broker.

Small Company Risk

A mutual fund may make investments in equities and, sometimes fixed-income securities issued by smaller capitalization companies. These investments are generally riskier than investments in larger companies for several reasons. Smaller companies are often relatively new and may not have an extensive track record. This lack of history makes it difficult for the market to place a proper value on these companies. Some of these companies do not have extensive financial resources and, as a result, they may be unable to react to events in an optimal manner. In addition, securities issued by smaller companies are sometimes less liquid, meaning there is less demand for the securities in the marketplace at a price deemed fair by sellers.

Tracking Risk

Certain mutual funds may invest substantially all of their assets in one or more other funds. This occurs where the mutual fund owns securities issued by another fund (an “**Underlying Fund**”).

The performance of a mutual fund that invests in an Underlying Fund may differ from the performance of the fund(s) in which it invests in the following respects:

- The fees and expenses of the mutual fund may differ from the fees and expenses of the funds(s) in which it invests.
- There may be a lag between the date on which the mutual fund issues securities to its investors and the date on which the mutual fund invests in other funds.
- Instead of investing in other funds, the mutual fund may hold cash or short-term debt securities in order to satisfy anticipated redemption requests.

ORGANIZATION AND MANAGEMENT OF THE FUNDS

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| Manager Mackenzie Financial Corporation 180 Queen Street West, Toronto, Ontario M5V 3K1 www.mackenzieinvestments.com | We manage the overall business of each of the Funds, including selecting the portfolio management team for each Fund's portfolio, providing each Fund with accounting and administration services and supporting Quadrus in its promotion and sale of the Funds. |
| Principal Distributor Quadrus Investment Services Ltd. 255 Dufferin Avenue London, Ontario N6A 4K1 1-888-532-3322 www.quadrusinvestmentservices.com | Quadrus sells the securities of the Funds through its sales force in all provinces and territories of Canada. |

ORGANIZATION AND MANAGEMENT OF THE FUNDS

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| <p>Trustee Mackenzie Financial Corporation Toronto, Ontario</p> | <p>Each of the Funds is organized as a unit trust. When you invest in the Funds, you are buying securities of the trust. The trustee holds the actual title to the cash and securities owned by the Funds on your behalf.</p> |
| <p>Portfolio Manager Mackenzie Financial Corporation Toronto, Ontario</p> | <p>In our capacity as manager, we have ultimate responsibility for and directly provide, unless indicated, the portfolio management services provided to the Funds.</p> <p>Some of the Funds use sub-advisors appointed by us to provide advice for a portion or for the entire portfolio. If a sub-advisor has been appointed, they are named in the Fund's "Fund Details" in Part B.</p> <p>The portfolio manager or sub-advisor makes the purchase and sale decisions for securities in a Fund's portfolio.</p> <p>Under securities law, we are required to advise you that where portfolio management services are provided by a portfolio manager or sub-advisor located outside of Canada, it may be difficult to enforce any legal rights against them because all or a substantial portion of their assets are likely to be outside of Canada. The sub-advisors Aristotle Capital Management, Brandywine Global Investment Management LLC, C WorldWide Asset Management Fondsmæglersekskab A/S, Irish Life Investment Managers Limited, Northcape Capital Pty Ltd., Setanta Asset Management Limited, and The Putnam Advisory Company, LLC are located outside of Canada. International sub-advisors are not fully subject to the requirements of Canadian securities legislation including proficiency, capital, insurance, record keeping, segregation of funds and securities, and statements of account and portfolio. Mackenzie Investments is responsible for the investment advice given to the Mackenzie Funds by international sub-advisors.</p> <p>Setanta Asset Management Limited, and The Putnam Advisory Company, LLC (each, the "futures sub-advisor") have received an exemption from the Commodity Futures Act (Ontario) (the "CFA") registration requirements in respect of any trades made by the Funds they sub-advise in commodity future contracts and commodity future options traded on commodity future exchanges outside of Canada and cleared through clearing corporations outside of Canada. Brandywine Global Investment Management, LLC has applied for an exemption from the CFA registration requirements in respect of the trades described above. There may be difficulty in enforcing any legal rights against the futures sub-advisor because it is a resident outside of Canada and all or substantially all of its assets are situated outside of Canada. However, we are responsible for any loss that arises out of the failure of the futures sub-advisor to meet its standard of care.</p> |
| <p>Custodian Canadian Imperial Bank of Commerce ("CIBC") Toronto, Ontario</p> | <p>Except as otherwise stated, the custodian has custody of the securities in each Fund's portfolio.</p> |
| <p>Securities Lending Agent CIBC Toronto, Ontario</p> | <p>CIBC acts as agent for securities lending transactions for the Funds.</p> |
| <p>Registrar Mackenzie Financial Corporation Toronto, Ontario</p> | <p>As registrar, we keep track of the owners of securities of the Funds, process purchase, switch and redemption orders, issue investor account statements and issue annual tax reporting information.</p> |

ORGANIZATION AND MANAGEMENT OF THE FUNDS

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| Auditor Deloitte LLP Toronto, Ontario | The auditor audits the annual financial statements of each of the Funds and provides an opinion on whether or not the annual financial statements are fairly presented in accordance with International Financial Reporting Standards. |
| Mackenzie Funds' Independent Review Committee | <p>The mandate of the Mackenzie Funds' Independent Review Committee ("IRC") is to review, and provide input on, our written policies and procedures that deal with conflict of interest matters in respect of a Fund and to review and, in some cases, approve conflict of interest matters. This includes reviewing a Fund's holdings, purchases and sales of securities of companies related to us. The IRC may also review, and in some cases approve certain mergers involving the Funds and any change of the auditor of the Funds. Investor approval will not be obtained in these circumstances, but the affected Fund's investors will be sent a written notice at least 60 days before the effective date of any such merger or change of auditor. The IRC presently consists of the following four members: Robert Hines (Chair), George Hucal, Martin Taylor and Scott Edmonds.</p> <p>Each member of the IRC is independent of us, the Mackenzie Funds and any party related to us. The IRC prepares, at least annually, a report of its activities for investors. This report is available on our website at www.mackenzieinvestments.com or you may request a copy, at no cost to you, by contacting us at service@mackenzieinvestments.com.</p> <p>Additional information about the IRC is available in the annual information form.</p> |

Fund of Funds

Under National Instrument 81-102, *Investment Funds* ("NI 81-102"), a mutual fund may invest some or all of its assets in an Underlying Fund.

We may vote the securities of any Underlying Fund that are owned by a Fund if the Underlying Fund is not managed by us. If an Underlying Fund is managed by us or one of our associates or affiliates, we will not vote the securities of any Underlying Fund owned by a Fund but will instead decide if it is in your best interests for you to vote individually on the matter. Generally, for routine matters, we will decide that it is not in your best interests for you to vote individually. However, if we decide that it is in your best interests, then we will ask you for instructions on how to vote your proportionate share of the Underlying Fund securities owned by the Fund and we will vote accordingly. We will only vote the proportion of the Underlying Fund securities for which we have received instructions.

PURCHASES, SWITCHES AND REDEMPTIONS

Funds and Series

Each Fund is entitled to the total return (including realized and unrealized gains) on the portfolio assets of that Fund less certain fees and expenses.

Series of Securities

Each Fund may issue an unlimited number of series of securities and may issue an unlimited number of securities within each series. The Funds may offer new series, or cease to offer existing series, at any time, without notification to, or approval from you. The expenses of each series of each Fund are tracked separately and a separate NAV is calculated for each series. Although the money which you and other investors pay to purchase securities of each series, and the expenses of each series, are tracked on a series by series basis in your Fund's administration records, the assets of all series of your Fund are combined into a single pool to create one portfolio for investment purposes.

There are currently 5 series of securities available under this simplified prospectus – Quadrus series, H series, L series, HW series and I series securities. The expenses of each series of each Fund are tracked separately and a separate security price is calculated for each series. The particular series currently available within each Fund under this simplified prospectus are listed on the front cover and in Part B of each Fund. The minimum investment and eligibility requirements of the series available, as applicable, under this simplified prospectus are described below.

Series Eligibility and/or Suitability Requirements

The series are subject to their respective minimum investment requirements, as detailed below under "**Minimum Initial Series**

Investment Requirements, Minimum Total Holdings Requirements and Minimum Subsequent Investment Requirements”.

In addition to the minimum investment requirements, the table below describes the suggested series suitability, which your Quadrus representative or Quadrus authorized representative can best assist you in determining the right series for you, and any further series eligibility requirements you must meet to qualify to purchase the series:

| Series | Suggested Suitability | Additional Eligibility Requirements |
|----------------|--------------------------|--|
| Quadrus series | Retail investors | None. |
| H series | Retail investors | Confirmation from your dealer that you are enrolled in a Quadrus-sponsored fee-for-service or wrap program, you are subject to an asset-based fee and your Quadrus authorized dealer has entered into an agreement with us relating to the distribution of these securities. |
| L series | High net worth investors | None. |
| HW series | High net worth investors | Confirmation from your dealer that you are enrolled in a Quadrus-sponsored fee-for-service wrap program, you are subject to an asset-based fee and your Quadrus authorized dealer has entered into an agreement with us relating to the distribution of these securities. |

| Series | Suggested Suitability | Additional Eligibility Requirements |
|----------|---|--|
| I series | Investors who want to use the Managed Program | You have entered into an I Series Account Agreement with us and Quadrus which specifies the fees applicable to your account. |

Minimum Initial Series Investment Requirements, Minimum Total Holdings Requirements and Minimum Subsequent Investment Requirements

The minimum initial investment requirement for a series of a Fund is set out in the table below. Investments into L and HW series securities (the “**High Net Worth Series**”) are also subject to a minimum total holdings requirement, which is discussed further below. Minimum subsequent investments for all series must be at least \$100 per account and \$25 per Fund. Please note that we reserve the right to increase, decrease, waive or remove the minimum initial investment requirement to purchase any series of the Funds at any time.

| Series | Minimum Initial Series Investment Requirement | Minimum Total Holdings Requirement |
|---------------|---|------------------------------------|
| H and Quadrus | \$500 | N/A |
| I | \$25,000 | N/A |
| L and HW | \$100,000 | \$500,000 |

We reserve the right to change or waive the minimum initial investment requirement to purchase any series of the Funds. In determining whether you satisfy the minimum total holdings requirement, we allow you to combine the value of holdings in eligible accounts:

- where such eligible accounts are determined by Quadrus, and where such eligible accounts may include certain policies with The Great-West Life Assurance Company and London Life Insurance Company; and
- provided that those eligible accounts belong to: (1) you, (2) to your spouse, common-law partner or civil union spouse (your “**Partner**”); (3) to you and your Partner jointly, (4) to your dependent children under the age of 25 living with you, (5) to a parent living in the same household as you, (6) and to a corporation of which you or your Partner own more than 50% of the equity and control more than 50% of the voting shares (each of those account types is referred to as an “**Eligible Account**”).

The total amounts held by you in your Eligible Account(s) are referred to as your “**Total Holdings**”.

If your Total Holdings satisfy the minimum total holdings requirement set out in the table above for a series, you may purchase that series of a Fund in any of your Eligible Accounts, provided you meet all other eligibility requirements for that series, including the minimum initial series investment requirement, and that the account is eligible to hold that series of a Fund.

Mackenzie Investments and/or Quadrus reserve the right to change or waive any of the minimum investment requirements.

Switching between Retail Series and High Net Worth Series

We will automatically switch your Quadrus series and H series securities (the “**Retail Series**”) into the applicable High Net Worth Series, which have lower combined management and administration fees, once your initial series investment and Total Holdings meet the minimum requirements. These switches will occur such that you will always be invested in the series with the lowest combined management and administration fees for which you are eligible. If you cease to meet the eligibility requirements for a particular High Net Worth Series, we may automatically switch your securities into the corresponding Retail Series, which has higher combined management and administration fees than the High Net Worth Series.

These switches will generally take place in the following circumstances: (1) when you purchase or redeem Fund securities that move you into or out of High Net Worth Series eligibility, as applicable or (2) when your Total Holdings changes in a way that moves you into or out of High Net Worth Series eligibility, such as because of positive market movement, but you will never move out of High Net Worth Series eligibility because of a decrease in market value. We will switch your securities on or about the third Friday of every month based on the circumstances described above.

We will aggregate total investments across the group of Eligible Accounts in order to determine whether investors are eligible to purchase and to continue to hold High Net Worth Series. London Life Insurance Company will monitor the aggregation of your Eligible Accounts and advise Mackenzie when eligibility for High Net Worth Series has been reached. To assist London Life Insurance Company in doing this, you must fill out a Household Eligible Assets Form to enable the tracking of household eligible assets. Please let your Quadrus representative or Quadrus authorized representative know of all Eligible Accounts.

Failure to Maintain the Minimum Series Investment Requirements, Minimum Total Holdings Requirements or Additional Eligibility Requirements

The table below sets out the switches or redemptions that we may process if:

- the market value of your investment, or if applicable, the market value of your Total Holdings falls below the specified minimums set out in the table above because you redeemed your investment(s); or
- we become aware that you are no longer eligible for H or HW series securities, because, as applicable, you are no longer enrolled in a dealer-sponsored fee-for service or wrap program.

| If you are invested in this Series | And no longer meet the series eligibility requirements, we may, at our option: |
|---|---|
| Quadrus | Redeem your securities, close the account and return the proceeds of the redemption to you |
| H | Switch your securities to the same fund(s) in Quadrus series, if available, or redeem your securities, close the account and return the proceeds of redemption to you |
| L | Switch your securities to the same fund(s) in Quadrus series, if available |
| HW | Switch your securities to the same fund(s) in H series, if available |
| I | Switch your securities to the same fund(s) in Quadrus series, if available, or redeem your securities, close the account and return the proceeds of redemption to you |

The switch or redemption will only be processed after Quadrus has provided you 30 days’ prior notice. You should be aware that the management fee rate and administration fee rate charged to the series you are switched to may be higher than the series of securities you were invested in. You should discuss investing additional money in your account with your Quadrus representative or Quadrus authorized representative during the notice period so that the status of your investment can be maintained.

We will not ask for an increase to your investment amount, or total holdings if the account(s) has fallen below the required level as a result of a decline in the NAV rather than a redemption of your securities.

Changes in Series Minimum Investment Requirements or Eligibility Conditions

We may change the minimum investment requirements or terms of eligibility for prospective investors in the various series of securities at any time.

However, we may redeem securities, without notice, if we determine in our discretion that:

- you are engaging in inappropriate or excessive short-term trading;
- you have become a resident for purposes of applicable securities law or tax law of a foreign jurisdiction where such foreign residency may have negative legal, regulatory or tax implications for a Fund; or
- it would be in the best interest of the Fund to do so.

You remain responsible for all tax consequences, costs and losses, if any, associated with the redemption of securities of a Fund upon the exercise by us of our right to switch or redeem your securities.

Buying, Selling and Switching Securities of the Funds

You may purchase securities of the Funds, redeem securities of the Funds or request switches to and from the Funds and other Quadrus Funds exclusively through your Quadrus representative or Quadrus authorized representative. You generally cannot purchase them through any other mutual fund dealers, nor may you transfer securities of any Fund to an account at another mutual fund dealer. Your Quadrus representative or Quadrus authorized representative is your agent to provide you with investment recommendations to meet your own risk/return objectives and to place orders to purchase, switch, or redeem on your behalf. We are not liable for the recommendations given to you by your Quadrus representative or Quadrus authorized representative and we are entitled to rely on electronic or other instructions that your Quadrus representative or Quadrus authorized representative provides to us without verifying your instructions.

If we receive your order before 4:00 p.m. (Toronto time) on any day on which the Toronto Stock Exchange (the “TSX”) is open for trading (a “trading day”), we will process your order at the NAV calculated later that day. Otherwise, we will process your order at the NAV calculated on the next trading day. We may process orders at an earlier time if the TSX closes for trading earlier on a particular day. Orders received after that earlier closing time would be processed on the next trading day.

We calculate the NAV of each Fund at the close of trading on the TSX on each trading day. We calculate a NAV for each series of securities of each Fund in the following manner:

- **adding** up the series’ proportionate share of the cash, portfolio securities and other assets of the Fund;
- **subtracting** the liabilities applicable to that series of securities (which includes the series’ proportionate share of common liabilities, plus liabilities directly attributable to the series); and
- **dividing** the net assets by the total number of securities of that series owned by investors.

We must receive the appropriate documentation and payment for the securities purchased within two (2) trading days of receiving your purchase order (one (1) trading day for London Life Pathways Money Market Fund). We are entitled to reject any purchase order, but we can only do so within one (1) day of receiving it. If we reject an order, we will return immediately to Quadrus any monies we have received from you in connection with that order, without interest.

If we have received your payment but the documentation for your purchase is incomplete, we will invest your money in the Quadrus series of Money Market Fund (offered under a separate simplified prospectus).

Once we know the Fund you have selected and we have received your documentation in good order, we will switch this investment into the Funds you have selected without any additional charge, at the NAV(s) of the Fund(s) on that switch date.

Your choice of purchase option affects the sales charges and commissions you, or we, will pay to your dealer, if any. Please refer to “Fees and Expenses” for more details. You may have to pay some of these fees and expenses directly. Alternatively, a Fund may have to pay some of these fees and expenses directly which will therefore reduce the value of your investment in a Fund. Unless otherwise indicated, the Funds pay management fees, administration fees and fund costs. The management fees and administration fees are paid to Mackenzie Investments as manager of the Funds. A portion of the management fee will be paid by Mackenzie Investments to Quadrus, the principal distributor of the Funds. Please refer to “Dealer Compensation from Management Fees”.

The table below sets out the purchase options available for each series:

| Series | Sales charge purchase option ¹ | No load purchase option ² |
|----------------|---|--------------------------------------|
| Quadrus series | ✓ | |
| L series | ✓ | |
| H series | | ✓ |
| HW series | | ✓ |
| I series | | ✓ |

¹ Also known as “front-end load purchase option.”

² For H series, HW series and I series, these securities are only sold on a no load basis (“no load purchase option”) which means you pay no sales charge when you buy or sell.

The amount that you will receive for your redemption order is based on the Fund’s NAV for the series of securities next calculated after your redemption order has been received in good order. Your redemption order must be in writing or, if you have made arrangements with your dealer, by electronic means

through your dealer. If you have a security certificate, you must present the certificate at the time of your redemption request. To protect you from fraud, redemptions above certain dollar amounts require that your signature on your redemption order (and certificate, if applicable) be guaranteed by one of a bank, trust company, member of a recognized stock exchange or any other organization satisfactory to us.

Under exceptional circumstances we may be unable to process your redemption order of a Fund. This would most likely occur if market trading has been suspended on stock exchanges, options exchanges or futures exchanges on which more than 50% by value of the Fund's assets are listed and if the Fund's portfolio securities cannot be traded on any other exchange that represents a reasonably practical alternative to that Fund. During these periods, securities of the Fund will also not be issued or switched. For the purposes of making this determination, the Fund will be considered to own directly the securities owned by any Underlying Funds whose securities are owned by the Fund.

You can switch your investment among the series of a Fund available for sale through your Quadrus representative or Quadrus authorized representative.

The following table summarizes which switch transactions will be taxable to you if your securities are held outside a registered plan.

| Type of Switch | Taxable | Non-Taxable |
|--|---------|-------------|
| From any series and/or purchase option to any other series and/or purchase option of the same Fund | | ✓ |
| All other switches, including switches between the Funds and other Quadrus Funds | ✓ | |

Switches from a Fund may accelerate the time at which the Fund realizes gains and pays capital gains distributions. Please see the **"Income Tax Considerations"** section of this document.

You are permitted to make switches among purchase options in accordance with Mackenzie Investments' policies and procedures. **However, if you do this, you may incur additional sales charges.** To avoid those charges, securities you bought under the sales charge purchase option/no load purchase option should be switched for other securities to be purchased under the sales charge purchase option and/or the no load purchase option.

We have created RB series securities of Money Market Fund (offered under a separate simplified prospectus) to assist you in making investments into the Quadrus Group of Funds Rebalancing Service. By signing the Quadrus Group of Funds Rebalancing Service Client Agreement, when you purchase RB

series securities of Money Market Fund, you have instructed us, on the Business Day following the settlement of your purchase (and subject to the receipt of a signed Quadrus Group of Funds Rebalancing Service Client Agreement) to automatically redeem your RB series securities and purchase securities of your chosen portfolio of Funds and, where applicable, other Funds according to your target allocations. Business Day means any day a Fund is open to accept orders to purchase or sell securities. Please refer to the **"Optional Services"** section of this document for a full description of this service.

Short-Term Trading

We have adopted policies and procedures to detect and deter inappropriate and excessive short-term trading.

We define an inappropriate short-term trade as a combination of a purchase and redemption, including switches between the Funds, made within 90 days which we believe is detrimental to Fund investors and that may take advantage of Funds with investments priced in other time zones or illiquid investments that trade infrequently.

We define excessive short-term trading as a combination of purchases and redemptions, including switches between Funds that occur with such frequency within a 30 day period that we believe is detrimental to Fund investors.

Inappropriate short-term trading may harm Fund investors who do not engage in these activities by diluting the NAV of their Fund securities as a result of the market timing activities of other investors. Inappropriate and excessive short-term trading may cause a Fund to carry an abnormally high cash balance and/or high portfolio turnover rate, both of which may reduce a Fund's returns.

All trades that we determine to be inappropriate short-term trades will be subject to a 2% fee. All trades that we determine to be part of a pattern of excessive short-term trading will be subject to a 1% fee. The fees charged will be paid to the applicable Funds.

We may take such additional action as we consider appropriate to prevent further similar activity by you. These actions may include the delivery of a warning to you, placing you or your account(s) on a watch list to monitor your trading activity and the subsequent rejection of further purchases by you if you continue to attempt such trading activity and/or closure of your account.

In determining whether a short-term trade is inappropriate or excessive, we will consider relevant factors including the following:

- *bona fide* changes in investor circumstances or intentions;
- unanticipated financial emergencies;
- the nature of the Fund;
- past trading patterns;

- unusual market circumstances; and
- an assessment of harm to the Fund or to Mackenzie Investments.

The following types of redemptions (including switches) will be exempt from short-term trading fees:

- from money market or similar funds. These Funds are exempt from short-term trading fees because they are unlikely to be exposed to the adverse effects of short-term trading. Currently, this group includes the following Funds, however, we may add or remove Funds from this list at any time without notice to you:
 - London Life Pathways Money Market Fund
- from an Underlying Fund by a Fund in a fund of funds program or other similar program;
- for the London Life Constellation Managed Portfolios program;
- for systematic withdrawal plans;
- redemptions of securities received on the reinvestment of income or other distributions;
- redemptions of securities to pay management fees, administration fees, operating expenses, fund costs and/or advisor fees with respect to I series securities;
- redemption of securities to pay H and HW series Quadrus sponsored fee-for-service or wrap program fees; and
- automatic rebalancing of your holdings in the Quadrus Group of Funds Rebalancing Service.

In making these judgments we seek to act in a manner that we believe is consistent with the best interests of Mackenzie Fund investors. The interests of fund investors and the Mackenzie Funds' ability to manage its investments may be adversely affected by inappropriate or excessive short-term trading because, among other things, these types of trading activities can dilute the value of Mackenzie Fund securities, can interfere with the efficient management of a Mackenzie Fund portfolio and can result in increased brokerage and administrative costs. While we will actively take steps to monitor, detect and deter inappropriate and excessive short-term trading, we cannot ensure that such trading activity will be completely eliminated. For example, certain financial institutions may offer alternative investment products to the public that are comprised in whole or in part of securities of Mackenzie Funds. These institutions may open accounts with us on behalf of multiple investors whose identity and trading activity is not normally recorded on our transfer agent system.

We reserve the right to restrict, reject or cancel, without any prior notice, any purchase or switch order, including transactions that we deem to represent inappropriate or excessive short-term trading.

OPTIONAL SERVICES

Dollar Cost Averaging Service

Quadrus' Dollar-Cost Averaging Service ("DCA") is a systematic way for you to invest in a fund or funds over time. On a weekly, bi-weekly or monthly basis over a six (6) or twelve (12) month period ("DCA Period") equal amounts (based on your initial instructions which you may change at a later date) will be switched by redeeming securities of the Money Market Fund (Starting Fund) and purchasing securities of the Target Fund(s).

Systematic switches under the DCA service will take place between securities purchased under the same purchase options. Short-term trading fees do not apply to securities switched through this service.

The DCA service is only available to you if you purchase securities designated by Quadrus from time to time and complete the required DCA set up forms. The DCA service is not available for I Series securities.

The scheduled switches will be completed at the applicable NAV of the securities on the transaction date. Where the selected switch date is not a trading day, the switch will be moved forward to the next trading day.

At the end of the DCA service, any distributions paid and reinvested in units of the Starting Fund (see the "Distribution Policy" section of this simplified prospectus) will automatically be switched by the DCA system into units of the Target Fund according to the Target Fund's code. Each Fund has a numerical code assigned to it ("Fund Code"). These Fund Codes are used to facilitate electronic transaction processing according to industry standards. If you have more than one Target Fund, the switch will be made to the Target Fund with the lowest Fund Code. If you have more than one DCA and the DCA Periods overlap, the reinvested units of the Starting Fund will be switched into units of the Target Fund(s) at the end of the latest DCA Period.

You can terminate the DCA service at any time before a scheduled switch date as long as we receive at least three (3) Business Days' notice, or by switching all of the applicable securities out of the Starting Fund.

Pre-Authorized Contribution Plans

You can make regular purchases of securities of the Funds through a pre-authorized contribution plan ("PAC"). You can invest weekly, bi-weekly, semi-monthly, monthly, bi-monthly, quarterly, semi-annually or annually. Each investment must be at least \$25 per Fund. A PAC may not be established with I Series securities. Ask your Quadrus representative or Quadrus authorized representative for an authorization form to start the plan. There is no administrative charge for this service.

When you enrol in a PAC, Quadrus or your Quadrus authorized dealer will send you a copy of the Funds' current Fund Facts

along with a PAC form agreement (a **“Form”**) as described below. Upon request you will also be provided with a copy of the Funds’ simplified prospectus.

You will not receive the Fund Facts when you make any subsequent purchases under the PAC unless you request this at the time of your initial investment, or subsequently send a request. You can get copies of these documents at www.sedar.com, on the Internet site of Quadrus at www.quadrusgroupoffunds.com, by calling Quadrus toll-free at 1-888-532-3322, from Quadrus, your Quadrus authorized dealer, your Quadrus representative or your Quadrus authorized representative. Your Quadrus authorized dealer, your Quadrus representative or your Quadrus authorized representative will only send you an updated copy of the Fund Facts annually upon renewal and any amendments if you have requested them.

You have a statutory right to withdraw from an initial purchase of the Funds under the PAC plan, but you do not have a statutory right to withdraw from subsequent purchases of the Fund under the PAC. However, you will continue to have all other statutory rights under securities law, including a right of action for damages or rescission in the event any Fund Facts or document incorporated by reference in any renewal simplified prospectus contains any misrepresentation, whether or not you have requested the Fund Facts.

You may change or terminate your PAC at any time before a scheduled investment date as long as we receive at least three (3) Business Days’ notice.

The Canadian Payments Association implemented Rule H1 which is intended to protect consumers from unauthorized debits. On PAC enrolment, investors must be given the form or disclosure that describes the PAC terms and conditions and investors’ rights. By enrolling in a PAC, you are deemed to:

- Waive any pre-notification requirements.
- Authorize Mackenzie Investments to debit your bank account.
- Authorize Quadrus to accept changes from your Quadrus representative or Quadrus authorized representative.
- Agree to release your financial institution of all liability if your request to stop a PAC is not respected, except where the financial institution is grossly negligent.
- Agree that a limited amount of your information will be shared with the financial institution for the purpose of administering your PAC.
- Agree that you are fully liable for any charges incurred if the debits cannot be made due to insufficient funds or any other reason for which you may be held accountable.
- Be aware that you have rights and that you can change your instructions at any time, on ten (10) days

advance notice to Quadrus and that you can find out more by contacting your financial institution or visiting www.cdnpay.ca

London Life Constellation Managed Portfolios Program

The London Life Constellation Managed Portfolios program (the **“Managed Portfolios Program”**) is a portfolio service that we offer. By participating in the Managed Portfolios Program, you are entitled to several benefits including a tailored investment policy statement, ongoing portfolio monitoring, rebalancing to target asset allocation thresholds, and access to online reporting. These services are included in the I Series investment management fee that you pay.

The Managed Portfolio Program is designed for you to have your accounts consolidated in one or more portfolios and invested in funds according to a tailored investment policy statement. The investment policy statement outlines your risk profile, time horizon, investment objective, target asset allocation, and investment strategies to be implemented for each portfolio. The Managed Portfolios Program requires the representative to work with you to collect information and assess investment suitability in order to agree and establish the investment policy statement.

Leveraging multi-asset forecasting and long term capital market return assumptions, the Managed Portfolio Program offers six model portfolios, each with a different optimal target asset allocation that seeks to provide the maximum expected return for the level of risk determined for you and your portfolio needs. The six model portfolios provide exposure to Cash and Cash Equivalents, Investment Grade Bonds, and Equities, with specific exposure to the following asset classes (the **“Asset Classes”**):

- Canadian Money Market
- Canadian Fixed Income
- Global Fixed Income
- Canadian Equity
- U.S. Equity
- International Equity (EAFE)
- Emerging Market Equity
- Global Equity

The model portfolios are monitored and reviewed regularly. We may from time to time, update the model portfolios for each risk level by adjusting the target asset class weightings.

Utilizing the digital tool provided by the Managed Portfolios Program, the Quadrus representative guides you to complete a series of questions to identify your risk attitude and capacity, investment objectives, time horizons, liquidity needs and income requirements in order to select a suitable target asset allocation

and funds for each portfolio and establish an investment policy statement. The representative is responsible for collecting and updating the “Know Your Client” information for you in order to ensure that your investment policy statement remains relevant and suitable for each portfolio. Once you review and agree to the terms of the investment policy statement, and deposits are made to I Series of London Life Pathways Money Market Fund, you authorize the Managed Portfolios Program to rebalance I Series of London Life Pathways Money Market Fund into the funds laid out as per the target asset allocations in the investment policy statement for each portfolio.

On a daily basis, the Managed Portfolios Program will monitor positions for each portfolio (made up of one or more accounts) against its target asset allocation. When the target allocation on any Asset Classes in the portfolio deviate by more than its relative target threshold of 10%, rebalancing will be triggered and executed automatically. The Managed Portfolios Program will reallocate among the various funds and Asset Classes that have deviated by more than its relative target threshold will be rebalanced within its target threshold of 10%. For example, if the target allocation for Canadian Equity is 30%, rebalancing will be triggered when Canadian Equity exceeds 33% or falls below 27% in the portfolio and fund switches will take place to bring Canadian Equity back to within 27% and 33%. By agreeing to the terms in the investment policy statement, you authorize the Managed Portfolios Program to automate rebalancing of their portfolio(s) and distribute funds taking into consideration asset location (i.e., registered or non-registered account) to maximize the benefits of tax-exempt and tax-deferred accounts on a best-effort basis. Fund switches that occur as a result of rebalancing is a disposition for tax purposes. You may realize a taxable capital gain if the fund switches occur in a non-registered account. You will not be informed of fund switches as a result of rebalancing prior to the switches occurring. The Managed Portfolios Program retains the right to modify, alter, or change any aspect of the asset allocation process and auto-rebalancing service at any time.

The outlook for capital markets is essential to the Managed Portfolios Program’s portfolio modelling framework. As a result, a regular review will be conducted to ensure there are no material macro-economic changes that may impact the efficiency of the model portfolios in order to maximize target returns. This may result from time to time, in updates to the asset allocations within the model portfolios for each risk level by adjusting the target asset class weightings. Updates to your existing model portfolio will be done automatically after providing you with 60 days’ notice. We may also, in the future add new model portfolios to the Managed Portfolios Program with different Asset Classes. An update to your investment policy statement will be required when adding new funds to your Model Portfolio. Any changes to the asset allocation within our model portfolios or availability of funds may trigger fund switches in your portfolio. If fund switches occur in non-registered accounts, you may realize a taxable capital gain. By agreeing to the terms

in the investment policy statement, you authorize the Managed Portfolios Program to proceed with any of the above changes.

The minimum initial investment requirement for I Series in the Managed Portfolios Program is \$25,000. Please note that we reserve the right to increase, decrease, waive or remove the minimum initial investment requirement for I Series in the Managed Portfolios Program at any time. If, due to redemptions, you no longer qualify, we may terminate your participation in the Managed Portfolios Program and redeem your securities by providing a notice of at least 30 days prior to the redemption. You may invest the amount necessary to meet the minimum requirements during this time in order to continue in the Managed Portfolios Program.

Your representative can provide you with additional details about the Managed Portfolios Program. The fees payable for this service are listed under “**London Life Constellation Managed Portfolios I Series Fee and Advisor Service Fee**” in the “**Fees and Expenses Payable Directly by You**” table, in the “**Fees and Expenses**” section of this document.

Quadrus Group of Funds Rebalancing Service

Quadrus Group of Funds Rebalancing Service (“**Quadrus Rebalancing Service**”) is an automatic portfolio rebalancing service that allows you to invest in any number of Funds with specific target fund allocations selected by you, creating your own customized portfolio of investments. Mackenzie Investments will then rebalance these holdings from time to time, based on your chosen frequency and rebalancing range to make sure that your portfolio mix is allocated in line with your initial target instructions. Rebalancing is achieved by switching your investments among the Funds selected by you. This may result in a redemption of your securities and cause you to realize a capital gain or loss. Please see the “**Purchases, Switches and Redemptions**” section of this document.

With minor exceptions, all Funds, in all series, other than I series, offered under this simplified prospectus are eligible for this service. Securities held in RESPs are not eligible for this service. You may also hold securities of other Funds within the same account, and keep them separate from the Funds you wish to comprise your rebalancing portfolio.

To participate in this service, you must complete and sign a Quadrus Rebalancing Client Agreement, created specifically for this rebalancing service. By completing this form, you authorize us to monitor your portfolio and to rebalance it at intervals selected by you (together with the help of your Quadrus representative or Quadrus authorized representative), which can be monthly, quarterly, semi-annually, or annually.

In order to facilitate investing in the service, we have created RB series securities of Money Market Fund (offered under a separate simplified prospectus). When you enrol in the service, you have the option of using this series to direct your investment into your selected Funds upon the activation of your portfolio rebalancing service. RB series securities are available for

purchase under all purchase options, to coincide with your preferred purchase option for the Funds that will comprise your portfolio.

Upon activation of your rebalancing service, your RB series securities of Money Market Fund will automatically be switched (at no cost) and allocated amongst the various Funds you have elected to include in your rebalancing services portfolio.

RB series securities are only available for investment to facilitate portfolio construction using Quadrus Group of Funds Rebalancing Service. If you invest in RB series and have not submitted the Quadrus Group of Funds Rebalancing Service Client Agreement specifying your target Fund allocations and rebalancing preferences within 30 days, we will switch your investment to Quadrus series securities of Money Market Fund.

Rebalancing will occur, at the intervals you specify, provided the current fund allocations are outside of a range anywhere between 2% and 10% (you select the rebalancing range, which must be in increments of 0.5%) above or below your stated target allocation at the time you enroll in the service. Your portfolio will be rebalanced to be within the tolerance range you have selected and not to the target allocation.

If you redeem all of your investments in a fund that was part of your target fund allocation without providing Mackenzie Investments with an amended Quadrus Rebalancing Service Client Agreement, then, at the time of your next scheduled rebalancing, we will rebalance the remaining funds in your portfolio and proportionately reallocate your investments amongst the same funds in your current target fund allocation (including the redeemed fund).

You always retain the option of changing your target allocation, rebalancing ranges or rebalancing frequency of your portfolio upon further written instructions through your Quadrus representative or Quadrus authorized representative using an amendment form to the Quadrus Rebalancing Client Agreement. You may also request a manual rebalancing of your portfolio outside of the scheduled automatic rebalancing period at any time. Be advised that in some cases a manual rebalancing may trigger short-term trading fees. Please see the “**Purchases, Switches and Redemptions**” and “**Short-Term Trading**” sections of this document for details of our short-term trading policy.

There are no separate fees for this program. Any applicable mutual fund charges will apply. There is no minimum investment requirement for this service.

All of the terms and conditions of the service are on the Quadrus Rebalancing Service Agreement which is available from your Quadrus representative or Quadrus authorized representative.

Registered Plans

You can open certain registered plans offered by Quadrus. Quadrus offers the following plans (collectively referred to as “**registered plans**”):

- registered retirement savings plans (“**RRSPs**”), including:
 - locked-in retirement accounts (“**LIRAs**”);
 - locked-in retirement savings plans (“**LRSPs**”);
 - restricted locked-in savings plans (“**RLSPs**”);
- registered retirement income funds (“**RRIFs**”), including:
 - life income funds (“**LIFs**”);
 - locked-in retirement income funds (“**LRIFs**”);
 - prescribed retirement income funds, (“**PRIFs**”);
 - restricted life income funds (“**RLIFs**”);
- registered education savings plans (“**RESPs**”); and
- tax-free savings accounts (“**TFSAs**”);

Please see the “**Income Tax Considerations**” section for more information on registered plans.

B2B Trustco is the trustee of these registered tax plans.

You should speak to your Quadrus representative or Quadrus authorized representative about which series can be purchased in the plans that are available.

Systematic Transfer and Exchange Program

Quadrus’ Systematic Transfer and Exchange Program (“**STEP**”), allows you to periodically and systematically move money from one Fund (referred to as the “**Starting Fund**”) to another Fund(s) (referred to as the “**Target Fund(s)**”), within the same account or a different account. You may switch an amount of your choice to another fund on a weekly, bi-weekly, semi-monthly, monthly, bi-monthly, quarterly, semi-annual and annual basis and you may make changes to (i) the Target Fund, (ii) frequency of the switch, and (iii) the amount switched, upon three (3) Business Days’ written notice to Mackenzie Investments. **We will automatically sell securities of the Starting Fund and use the proceeds to buy securities of the Target Fund.** Short-term trading fees do not apply to securities switched through this service, however, you may have to pay a switch fee to Quadrus or your Quadrus authorized dealer. I Series securities are not eligible for this service. If you hold your securities in a non-registered account, you may realize a capital gain or loss. Capital gains are taxable. Where the selected switch date is not a trading day, the switch will be moved forward to the next trading day.

You may change or terminate a STEP at any time before a scheduled investment date as long as we receive at least three (3) Business Days’ notice.

Systematic Withdrawal Plans

You can also set up a systematic withdrawal program (“SWP”) if you have at least \$5,000 in your account. You can choose when to withdraw (weekly, bi-weekly, semi-monthly, monthly, bi-monthly, quarterly, semi-annually or annually) and how much to redeem each time. There is no administrative charge for this program. The program is not available for some types of registered plans. **Please understand that regular withdrawals could eventually eliminate your entire investment if you do not make additional purchases in your account.**

You may change or terminate your SWP at any time before a scheduled withdrawal date as long as we receive at least three (3) Business Days’ notice.

FEES AND EXPENSES

The tables below list the fees and expenses that you may have to pay if you invest in a Fund. You may have to pay some of these fees and expenses directly. Alternatively, a Fund may have to pay some of these fees and expenses directly which will therefore reduce the value of your investment in a Fund. Unless otherwise indicated, the Funds pay management fees, administration fees and fund costs. The management fees and any administration fees are paid to Mackenzie Investments as manager of the Funds. The management fee is paid in exchange for the investment advisory services provided to the Funds, including portfolio analysis and decision-making,

ensuring that all activities of the Funds are in compliance with their investment objectives and strategies, as well as marketing and promotion of the Funds. A portion of the management fee will be paid by Mackenzie Investments to Quadrus, the principal distributor of the Funds. See the “**Dealer Compensation from Management Fees**” section of this document.

Fees and Expenses Payable by the Funds

Management Fees

As shown in the tables below, the annual management fees and administration fees vary by series. You should make a specific request to purchase any applicable lower fee series you are eligible to purchase, or switch your existing securities to any applicable lower fee series you are eligible to purchase, through your Quadrus representative, Quadrus authorized representative, Quadrus dealer or Quadrus authorized dealer. Mackenzie Investments neither monitors account holdings to determine whether you qualify for a lower fee series nor reviews orders received to determine whether those orders should have been placed for a lower fee series, even if you already own securities of one or more of these lower fee series.

The fees for I series securities of the Funds are negotiable by the investor and payable directly to Mackenzie Investments. For further details please see “**Fees and Expenses Payable Directly by You.**” In addition, fund costs will be charged to I series securities.

FEES AND EXPENSES PAYABLE BY THE FUNDS

| FUND | Annual Management Fee Rate by Series (%) | | | |
|--|--|----------|----------|-----------|
| | Quadrus series | H series | L series | HW series |
| FIXED INCOME FUNDS | | | | |
| London Life Pathways Core Plus Bond Fund | 1.35% | 0.85% | 1.15% | 0.65% |
| London Life Pathways Global Core Plus Bond Fund | 1.55% | 1.05% | 1.35% | 0.85% |
| London Life Pathways Global Multi Sector Bond Fund | 1.55% | 1.05% | 1.35% | 0.85% |
| CANADIAN EQUITY FUND | | | | |
| London Life Pathways Canadian Concentrated Equity Fund | 2.00% | 1.00% | 1.80% | 0.80% |
| U.S. EQUITY FUND | | | | |
| London Life Pathways U.S. Concentrated Equity Fund | 2.00% | 1.00% | 1.80% | 0.80% |

FEES AND EXPENSES PAYABLE BY THE FUNDS

| FUND | Annual Management Fee Rate by Series (%) | | | |
|---|--|----------|----------|-----------|
| | Quadrus series | H series | L series | HW series |
| GLOBAL AND REGIONAL EQUITY FUNDS | | | | |
| London Life Pathways International Equity Fund | 2.00% | 1.00% | 1.80% | 0.80% |
| London Life Pathways International Concentrated Equity Fund | 2.15% | 1.15% | 1.95% | 0.95% |
| London Life Pathways Emerging Markets Large Cap Equity Fund | 2.00% | 1.00% | 1.80% | 0.80% |
| London Life Pathways Emerging Markets Equity Fund | 2.15% | 1.15% | 1.95% | 0.95% |

Management Fees are subject to applicable taxes, including G.S.T. / H.S.T.

Management Fee, Administration Fee and Fund Cost Reductions

We may reduce the management fee rate, administration fee rate and/or fund costs that we charge with respect to any particular Fund securities you may hold.

To implement any reduction of fees and/or fund costs, we will reduce the amount charged to the Fund and the Fund will then make a special distribution ("**Fee Distribution**") to you by issuing Fund securities from the series in respect of which we authorized the reduction, equal in value to the amount of the reduction. Instead of receiving a Fee Distribution in the form of Fund securities, you may elect to receive this amount in cash. The Fee Distributions paid by a Fund will be paid first out of the Fund's income and capital gains and then, if necessary, out of capital.

The level of reduction is typically negotiable between you and Mackenzie Investments and usually will be based on the size of your account and the extent of Fund services you require. Reductions will not necessarily be based upon purchases over a specified period of time or on the value of your account at a particular point in time. The tax consequences of a Fee Distribution will generally be borne by the securityholder who receives it.

Management Fee Reductions Applicable to Quadrus and H Series

We will reduce the management fee rate applicable to investments in our Quadrus and H Series if certain conditions are met. To be eligible for this type of management fee rate reduction, you must hold at least \$100,000 (calculated in Canadian dollars) cumulatively in the Quadrus Funds.

If we determine that you are eligible for a management fee rate reduction, we will calculate it according to the procedure described below.

First, we will calculate the value of all of the securities that you hold in the Funds (your "**Eligible Investments**").

We will then calculate what percentage of the value of your Eligible Investments is within each of the following Tiers:

| Tier | Includes this portion of the value of your Eligible Investments: |
|------|--|
| 1 | the first \$100,000 (i.e., value from \$0 - \$100,000) |
| 2 | the remaining value (i.e., value over \$100,000) |

Finally, for each of the eligible series of Quadrus Fund securities you hold (including Quadrus series or H series in the Funds), we will determine the applicable management fee rate reduction. For each Tier in which you have Eligible Investments, we will multiply the percentage of the daily value of your Eligible Investments within that Tier by the daily equivalent of the management fee reduction rate in the table below that is applicable to that Tier for each of the Quadrus Fund securities you hold.

The management fee rate reduction equals the sum of these amounts.

Note that the management fee rate reduction applies only to the Quadrus or H Series of the Funds and will generally be effected on a quarterly basis.

We may increase or decrease the amounts shown in the table below, or otherwise modify or eliminate the application of management fee rate reductions, at our sole discretion.

| Funds | Tier | |
|--|------|-------|
| | 1 | 2 |
| All Funds that offer Q series and H series | nil | 0.20% |

Here is an example. Suppose that you hold the following investments:

- \$100,000 worth of Quadrus series securities of London Life Pathways Core Plus Bond Fund; and
- \$300,000 worth of other Eligible Investments.

In this case,

- the value of your Eligible Investments is \$400,000 (i.e., \$100,000 + \$300,000);
- the value of your Eligible Investments is allocated to the Tiers as follows:

| Tier | Allocation | % of Total |
|------|------------|------------|
| 1 | \$100,000 | 25.00% |

| Tier | Allocation | % of Total |
|-------|------------|------------|
| 2 | \$300,000 | 75.00% |
| Total | \$400,000 | 100% |

For your investment in Quadrus series securities of London Life Pathways Core Plus Bond fund your management fee rate reduction is 0.15%, calculated as follows:

| Tier | % of Total (A) | Management fee rate reduction for London Life Pathways Core Plus Bond Fund applicable to this Tier (B) | (A) × (B) |
|-------|----------------|--|-----------|
| 1 | 25.00% | nil | nil |
| 2 | 75.00% | 0.20% | 0.15% |
| Total | 100.00% | | 0.15% |

FEES AND EXPENSES PAYABLE BY THE FUNDS

Administration Fee

Mackenzie Investments pays all operating expenses, other than “**fund costs**,” for each series, in exchange for a fixed rate annual administration fee (the “**Administration Fee**”). Administration Fees are paid by each series of each Fund, except for I series, for which Administration Fees are charged directly to you. Administration Fees are subject to applicable taxes, such as G.S.T./H.S.T. Mackenzie Investments provides the majority of services required for the Funds to operate, although it retains third parties to provide certain services.

In exchange for the Administration Fee, the expenses borne by Mackenzie Investments include (i) recordkeeping, accounting and fund valuation costs; (ii) custody safekeeping fees; (iii) audit, legal fees and (iv) the costs of preparing and distributing Fund financial reports, simplified prospectuses, and other investor communications we are required to prepare to comply with applicable laws (other than the costs of complying with any new regulatory requirements, as described in Fund Costs, below).

The Administration Fee is charged separately from the management fee for each series of each Fund. It is calculated as a fixed annual percentage of the NAV of each series as indicated below.

As stated above, the Administration Fees for I series are charged directly to you. Please see the “**Fees and Expenses Payable Directly by You**” table in this section for more details. For all other series, Administration Fees are charged at the rates shown in the following table.

| Fund | All Series Offered Under this Simplified Prospectus other than I series (except Quadrus series stated separately for each Fund) |
|---|---|
| FIXED INCOME FUNDS | |
| London Life Pathways Core Plus Bond Fund | 0.15% Q: 0.17% |
| London Life Pathways Global Core Plus Bond Fund | 0.15% Q: 0.20% |
| London Life Pathways Global Multi Sector Bond Fund | 0.15% Q: 0.20% |
| CANADIAN EQUITY FUND | |
| London Life Pathways Canadian Concentrated Equity Fund | 0.15% Q: 0.24% |
| U.S. EQUITY FUND | |
| London Life Pathways U.S. Concentrated Equity Fund | 0.15% Q: 0.28% |
| GLOBAL AND REGIONAL EQUITY FUNDS | |
| London Life Pathways International Equity Fund | 0.15% Q: 0.28% |
| London Life Pathways International Concentrated Equity Fund | 0.15% Q: 0.28% |
| London Life Pathways Emerging Markets Large Cap Equity Fund | 0.15% Q: 0.28% |
| London Life Pathways Emerging Markets Equity Fund | 0.15% Q: 0.28% |

FEES AND EXPENSES PAYABLE BY THE FUNDS (cont'd)

| | |
|---|--|
| <p>Fund Costs</p> | <p>Each series of each Fund pays “fund costs,” which include interest and borrowing costs, brokerage commissions and related transaction fees, taxes (including, but not limited to G.S.T./H.S.T. and income tax), its <i>pro rata</i> share of all fees and expenses of the Mackenzie Funds’ Independent Review Committee, costs of complying with regulatory requirement to produce fund facts, fees paid to external service providers associated with tax reclaims, refunds or the preparation of foreign tax reports on behalf of the Funds, new fees related to external services not commonly charged in the Canadian mutual fund industry and introduced after October 12, 2018, and the costs of complying with any new regulatory requirements, including, without limitation, any new fees introduced after October 12, 2018. Interest and borrowing costs and taxes will be charged to each series directly based on usage. Costs of complying with new regulatory requirements will be assessed based on the extent and nature of these requirements. The remaining fund costs will be allocated to each series of each Fund based on their net assets relative to the net assets of all series of the Funds. We may allocate fund costs among each series of a Fund based on such other method of allocation as we consider fair and reasonable to the Fund.</p> <p>Fund costs are charged separately from the management fee for each series.</p> <p>Each IRC member shall be entitled to an annual retainer of \$40,000 (\$50,000 for the Chair) and a fee of \$1,500 for each meeting attended. In addition, the Chair of an IRC sub-committee shall be entitled to an annual retainer of \$5,000. Members are also entitled to be reimbursed for all reasonable expenses incurred in the performance of their duties, including reasonable travel and accommodation expenses. We also purchase and maintain insurance liability coverage for the benefit of the IRC members. For the year ended March 31, 2018, the total amount expensed in this regard by the Mackenzie Funds was \$272,364. All fees and expenses were allocated among the Mackenzie Funds managed by us in a manner that was fair and reasonable.</p> |
| <p>General Information on Fees / Expenses of All Funds</p> | <p>We may reduce any Administration Fees or other fees and/or expenses for individual investors, as described in the preceding section of this table (see “Management Fees”). There will be no duplication of expenses payable by the Funds as a result of their investments in Underlying Funds. Management expense ratios (“MERs”) are calculated separately for each series of securities of the Funds and include that series’ management fees, Administration Fees and fund costs (except as specified below).</p> <p>Each Fund pays its own brokerage commissions for portfolio transactions and related transaction fees. These expenses are not included in a Fund’s MER, but are, for tax purposes, added to the cost base or subtracted from the sale proceeds of its portfolio investments. These expenses constitute a Fund’s trading expense ratio (“TER”). Both the MER and the TER are disclosed in each Fund’s annual and semi-annual Management Report of Fund Performance.</p> <p>We will give you 60 days’ written notice of any change to the basis of the calculation of the fees or expenses that are charged to a Fund by an arm’s length party that could result in an increase in charges, or the introduction of a fee or expense to be charged to a Fund by an arm’s length party that could result in an increase in charges.</p> |

FEES AND EXPENSES PAYABLE BY THE FUNDS (cont'd)

| <p>Fund of Funds</p> | <p>Where Funds invest in Underlying Funds, the fees and expenses payable in connection with the management of the Underlying Fund are in addition to those payable by the Fund. However, there will be no management fees or administration fees payable by a Fund that to a reasonable person would duplicate a fee payable by an Underlying Fund for the same service. Where Funds invest in ETFs that qualify as IPU's, the fees and expenses payable in connection with the management of ETFs are in addition to those payable by the Fund. Currently, where we are the manager of such ETFs, we will waive these fees for at least one year from the date of this prospectus. This arrangement is subject to change thereafter.</p> <p>Except as described below in respect of ETFs managed by Mackenzie, there will not be sales fees (i.e., brokerage commissions or trading expenses) or redemption fees payable by a Fund with respect to the purchase or redemption by it of securities of an Underlying Fund managed by us or by one of our affiliates. In addition, a Fund will not pay sales fees or redemption fees with respect to the purchase or redemption by it of securities of an Underlying Fund that, to a reasonable person, would duplicate a fee payable by you in the Fund.</p> <p>Where Funds invest in (i) active ETFs managed by Mackenzie, we have obtained exemptive relief to permit the Funds to pay brokerage commissions and trading expenses in connection with investing in these ETFs; and (ii) ETFs managed by Mackenzie that qualify as IPU's, the Funds are permitted to pay brokerage commissions and trading expenses in connection with investing in these ETFs, in accordance with NI 81-102.</p> | | | | | | |
|-------------------------------|--|---------------|-----------------------|----------------|----------|----------|-----------|
| <p>L and HW Series</p> | <p>If an investor holding Retail Series of a Fund becomes eligible to hold the applicable High Net Worth Series (as indicated below), we will automatically switch the Retail Series into the applicable High Net Worth Series</p> <table border="1" data-bbox="462 951 1346 1087"> <thead> <tr> <th>Retail Series</th> <th>High Net Worth Series</th> </tr> </thead> <tbody> <tr> <td>Quadrus series</td> <td>L series</td> </tr> <tr> <td>H series</td> <td>HW series</td> </tr> </tbody> </table> <p>These switches will generally take place in the following circumstances: (1) when you purchase or redeem Fund securities that move you into or out of High Net Worth Series eligibility, as applicable, or (2) when your Total Holdings changes in a way that moves you into or out of High Net Worth Series eligibility, such as because of positive market movement, but you will never move out of High Net Worth Series eligibility because of a decrease in market value. We will switch your securities on or about the third Friday of each month based on the circumstances described above.</p> <p>A switch from Retail Series into the applicable High Net Worth Series depends on your meeting both the minimum initial series investment requirement of \$100,000 and the minimum Total Holdings requirement of \$500,000. See “Minimum Initial Series Investment Requirements, Minimum Total Holdings Requirements and Minimum Subsequent Investment Requirements” in the “Purchases, Switches and Redemptions” section for more information.</p> <p>Unless your total investments with us fall below \$100,000 in the applicable series or \$500,000 in your Total Holdings, we will not switch you out of High Net Worth Series back into Retail Series securities. These minimums are intended to provide you with flexibility in connection with major life events. We reserve the right to switch you out of High Net Worth Series back into Retail Series securities, if, in our view, you or a person with an Eligible Account are misusing this flexibility to fall below the applicable minimum investment.</p> <p>Once you are invested in High Net Worth Series, the calculation of your total investment with us for the purposes of determining whether you remain eligible for those series, as applicable, is made as follows:</p> <ul style="list-style-type: none"> • Only redemptions will decrease the amount of total investments with us for purposes of the calculation. • Market value <i>declines</i> will not result in decreases in the amount of total investments with us for purposes of the calculation | Retail Series | High Net Worth Series | Quadrus series | L series | H series | HW series |
| Retail Series | High Net Worth Series | | | | | | |
| Quadrus series | L series | | | | | | |
| H series | HW series | | | | | | |

FEES AND EXPENSES PAYABLE BY THE FUNDS (cont'd)

We may, in our sole discretion, make changes to this program, including changing or eliminating account minimums for the series investment requirement and the Total Holdings requirement or ceasing to offer High Net Worth Series altogether. Please speak with your Quadrus representative or your Quadrus authorized representative for more details.

FEES AND EXPENSES PAYABLE DIRECTLY BY YOU

| <p>Sales Charge Purchase Option</p> | <p>If you purchase securities under the sales charge purchase option, you will pay a sales charge which you negotiate with your Quadrus representative or Quadrus authorized representative and which is payable to Quadrus or to your Quadrus authorized dealer at the time you purchase your securities. The table below sets out the sales charges applicable to each series, to the extent a series is offered by a Fund:</p> <table border="1" data-bbox="389 682 1339 871"> <thead> <tr> <th data-bbox="389 682 1006 766">Series</th> <th data-bbox="1015 682 1339 766">Maximum Sales Charge (% of purchase amount)</th> </tr> </thead> <tbody> <tr> <td data-bbox="389 766 1006 819">Quadrus series</td> <td data-bbox="1015 766 1339 819">5%</td> </tr> <tr> <td data-bbox="389 819 1006 871">L series</td> <td data-bbox="1015 819 1339 871">2%</td> </tr> </tbody> </table> <p>The Funds will not pay sales charges if they purchase securities of any other Fund.</p> | Series | Maximum Sales Charge (% of purchase amount) | Quadrus series | 5% | L series | 2% |
|---|--|--------|---|----------------|----|----------|----|
| Series | Maximum Sales Charge (% of purchase amount) | | | | | | |
| Quadrus series | 5% | | | | | | |
| L series | 2% | | | | | | |
| <p>H and HW Series Fees</p> | <p>As part of the Quadrus-sponsored fee-for-service or wrap program, you will be required to pay Quadrus or your Quadrus authorized dealer an asset-based fee, which is negotiable with your Quadrus representative or Quadrus authorized representative, in addition to the management fees, administration fees and fund costs payable by the Fund.</p> | | | | | | |
| <p>London Life Constellation Managed Portfolios I Series Fee and Advisor Service Fee</p> | <p>The maximum management and administration fees payable by you directly to us for I series securities shall not exceed 1.60%. These fees are negotiable and will be set out in your I series Account Agreement.</p> <p>A negotiable advisory fee, payable monthly is charged by your dealer for the ongoing service of your accounts. The advisor service fee may not exceed 1.25% annually and will be set out in your I series Account Agreement.</p> <p>We are allowed to redeem securities of the Funds from your account for an amount equal to the fees agreed to in the I series Account Agreement.</p> <p>Please see “London Life Constellation Managed Portfolios Program” in the “Optional Services” section of this simplified prospectus for more details about this service.</p> | | | | | | |
| <p>Switch Fees</p> | <p>If you switch between the Funds then you may pay a switch fee of 0 - 2%. This fee is negotiable with Quadrus or your Quadrus authorized dealer in the circumstances described in the section “Dealer Compensation – Sales Commissions”.</p> | | | | | | |
| <p>Inappropriate Short-Term Trading Fee</p> | <p>A fee of 2% of the amount switched or redeemed will be charged by a Fund for inappropriate short-term trading. Inappropriate short-term trading is defined as a combination of a purchase and redemption, including switches between Funds, within 90 days that we believe is detrimental to Fund investors and that may take advantage of Funds with investments priced in other time zones or illiquid investments that trade infrequently.</p> <p>For further information about our policies on inappropriate short-term trading, please see the “Short-Term Trading” section of this simplified prospectus.</p> | | | | | | |

Fees and Expenses Payable Directly by You (cont'd)

| | |
|---|--|
| Excessive Short-Term Trading Fee | <p>A fee of 1% of the amount switched or redeemed will be charged by a Fund if you invest in a Fund for less than 30 days and your trading is part of a pattern of short-term trading that we believe is detrimental to Fund investors.</p> <p>The short-term trading fees will be paid to the Funds. Under no circumstances will automatic switches out of RB series in Money Market Fund, automatic switches in DCA or STEP, be subject to short-term trading fees.</p> <p>For further information about our policies on excessive short-term trading, please see the “Short-Term Trading” section of this simplified prospectus.</p> |
|---|--|

Impact of Sales Charges

The following table shows the maximum sales charges that you would pay under the different purchase options available to you if you made an investment of \$1,000 in securities of a Fund and if you held that investment for periods of one, three, five or ten years, and then redeemed your entire investment immediately before the end of the period.

| | At time of purchase | 1 year | 3 years | 5 years | 10 years |
|---|---------------------|--------|---------|---------|----------|
| Sales charge purchase option ⁽¹⁾ | Up to \$50 | – | – | – | – |
| No load purchase option ⁽²⁾ | – | – | – | – | – |

(1) Based on a maximum sales charge rate of 5% for Quadrus series (see table of rates under “Sales Charge Purchase Option”) The maximum sales charge to purchase L series securities is 2%.

(2) H and HW series securities are generally available only to investors who are enrolled in a dealer sponsored fee-for-service or wrap program and who are subject to an asset-based fee rather than sales charges.

| Series | Sales Charge Purchase Option | No Load Purchase Option |
|------------------------|------------------------------|---|
| Quadrus series | Maximum of 5% | N/A |
| H series and HW series | N/A | No sales charge, but as part of the Quadrus-sponsored fee-for-service or wrap program, investors will be required to pay Quadrus or your Quadrus authorized dealer an asset-based fee |
| I series | N/A | No sales charge but you will generally be required to pay your Quadrus authorized dealer an advisor service fee in addition to the management fees payable |
| L series | Maximum of 2% | N/A |

DEALER COMPENSATION

Sales Commissions

The table below sets out the sales commissions that are payable to your dealer when you purchase the Fund securities identified below. Sales commissions are based on the purchase amount and are (a) negotiated and paid by you in the case of the sales charge purchase option. Sales commissions are not payable on securities purchased under the no load purchase option.

We do not pay commissions when (i) you switch between the Funds (including other Quadrus Funds offered under separate simplified prospectuses) and your new Fund securities are issued under the same purchase option as your previous Fund securities, or (ii) when you switch from securities bought under the redemption charge purchase option or the low-load purchase option (only available on Quadrus Funds offered under a separate simplified prospectus) to securities to be purchased under the sales charge purchase option and/or the no-load purchase option. In those cases, a switch fee of up to 2% of the amount you switch may be charged, and retained, by Quadrus or a Quadrus-authorized dealer. The Funds will not pay sales commissions if they purchase securities of any other Mackenzie Fund.

The commissions listed above will be paid when you switch from securities bought under the sales charge purchase option to securities to be purchased under either the redemption charge purchase option or the low-load purchase option, including switches within a Fund.

No sales commissions are paid when you receive securities from your reinvested Fund distributions.

Trailing Commissions

We may pay a trailing commission to Quadrus and Quadrus authorized dealers whose clients hold the Funds at the end of each month or quarter as a percentage of the value of securities of the series of the Fund in each account held by the dealer's clients. The table below shows the maximum trailing commission annual rates applicable to the series of securities offered under this simplified prospectus.

Quadrus series and L series trailing commissions are paid out of the management fees collected by us.

No trailing commissions are paid in respect of H series or HW series securities. We may change the terms of the trailing commission program or cancel it at any time. We also may pay B2B Bank Securities Services Inc. up to 0.25% to act as dealer for accounts held by our employees and our subsidiaries and by our Board of Directors.

| Fund | Sales Charge Purchase Option |
|---|------------------------------|
| | Quadrus series and L series |
| FIXED INCOME FUNDS | |
| London Life Pathways Core Plus Bond Fund | 0.50% |
| London Life Pathways Global Core Plus Bond Fund | 0.50% |
| London Life Pathways Global Multi Sector Bond Fund | 0.50% |
| CANADIAN EQUITY FUND | |
| London Life Pathways Canadian Concentrated Equity Fund | 1.00% |
| U.S. EQUITY FUND | |
| London Life Pathways U.S. Concentrated Equity Fund | 1.00% |
| GLOBAL AND REGIONAL EQUITY FUNDS | |
| London Life Pathways International Equity Fund | 1.00% |
| London Life Pathways International Concentrated Equity Fund | 1.00% |
| London Life Pathways Emerging Markets Large Cap Equity Fund | 1.00% |
| London Life Pathways Emerging Markets Equity Fund | 1.00% |

Dealer Compensation from Management Fees

During our financial year ended December 31, 2017, we paid to Quadrus total cash compensation (sales commissions, trailing commissions and other kinds of cash compensation) representing approximately 43.4% of the total management fees which we received from all of our funds in that year.

Other Kinds of Dealer Compensation

We may pay up to 10% of the costs of Quadrus and its affiliates, The Great-West Life Assurance Company and London Life Insurance Company, to hold educational seminars or conferences for Quadrus representatives and Quadrus authorized representatives to teach them about, among other things, new developments in the mutual fund industry, financial

planning or new financial products. Quadrus and its affiliates, The Great-West Life Assurance Company and London Life Insurance Company, make all decisions about where and when the conference is held and who can attend.

We also arrange seminars for Quadrus representatives and Quadrus authorized representatives where Mackenzie informs them about new developments in the Mackenzie Funds, our products and services and mutual fund industry matters. We invite Quadrus and Quadrus authorized dealers to send its representatives to our seminars, but we do not decide who attends. The Quadrus representatives and Quadrus authorized representatives must pay their own travel, accommodation and personal expenses of attending our seminars.

Disclosure of Equity Interests

We are an indirect wholly-owned subsidiary of IGM Financial Inc. (“**IGM**”), a financial services company listed on the TSX. IGM is a majority-owned subsidiary of Power Financial Corporation (“**Power**”). Great-West Lifeco Inc. (“**GWL**”) is also a majority-owned subsidiary of Power.

IGM’s activities are principally carried out through us, Investors Group Inc. and Investment Planning Counsel Inc. (“**IPCI**”). As at September 28, 2018, IGM has an equity interest in IPCI of 100%. Other indirect wholly-owned subsidiaries of IGM, who are therefore affiliated with us and who as dealers may hold, sell and/or recommend securities of the Funds, include (a) Investors Group Securities Inc. and IPC Securities Corporation (each an investment dealer) and (b) Investors Group Financial Services Inc., and IPC Investment Corporation (each a mutual fund dealer). Each of the Investors Group companies is wholly-owned by Investors Group Inc. Each of the IPC companies is wholly-owned by IPCI.

GWL’s activities are principally carried out through its subsidiaries, The Great-West Life Assurance Company, London Life Insurance Company and The Canada Life Assurance Company. Other indirectly-owned subsidiaries of GWL who are therefore affiliated with us and who as dealers may hold, sell and/or recommend securities of the Funds include Quadrus Investment Services Ltd. (a mutual fund dealer). All investment dealers and mutual fund dealers referenced are collectively “**participating dealers**”. From time to time, representatives of any of the participating dealers may own, directly or indirectly, shares of IGM, GWL or Power.

Please refer to the annual information form for additional details on the relevant corporate relationships within the Power Group of Companies.

INCOME TAX CONSIDERATIONS

This is a general summary of certain Canadian federal income tax considerations applicable to you as an investor in the Funds. This summary assumes that you are an individual (other than a trust) resident in Canada and that you hold your securities directly as capital property or within a registered plan. This

summary is not intended to be legal advice or tax advice. We have tried to make this discussion easy to understand. As a result, it may not be technically precise, or cover all the tax consequences that may be relevant to you. Accordingly, you should consult your own tax advisor having regard to your own particular circumstances when you consider purchasing, switching or redeeming securities of a Fund.

This summary is based on the current provisions of the Income Tax Act (Canada) (the “**Tax Act**”), the regulations under the Tax Act, all proposals for specific amendments to the Tax Act or the regulations that have been publicly announced by the Minister of Finance (Canada) before the date hereof, and our understanding of the current published administrative practices and policies of the Canada Revenue Agency. Except for the foregoing, this summary does not take into account or anticipate any change in law, whether by legislative, regulatory, administrative or judicial action. Furthermore, this summary does not take into account provincial, territorial or foreign income tax legislation or considerations.

How the Funds are Taxed

The following paragraphs describe some of the ways in which mutual funds can earn income:

- Mutual funds can earn income in the form of interest, dividends or income from the investments they make, including in other mutual funds, and can be deemed to earn income from investments in certain foreign entities. All income must be computed in Canadian dollars, even if earned in a foreign currency.
- Mutual funds can realize a capital gain by selling an investment for more than its adjusted cost base (“**ACB**”). They can also realize a capital loss by selling an investment for less than its ACB. A mutual fund that invests in foreign-denominated securities must calculate its ACB and proceeds of disposition in Canadian dollars based on the conversion rate on the date the securities were purchased and sold, as applicable. As a result, a mutual fund may realize capital gains and losses due to changes in the value of the foreign currency relative to the Canadian dollar.
- Mutual funds can realize gains and losses from using derivatives or engaging in short selling. Generally, gains and losses from derivatives are added to or subtracted from the mutual fund’s income. However, if derivatives are used by a mutual fund as a hedge to limit its gain or loss on a specific capital asset or group of capital assets, then the gains and losses from these derivatives are generally capital gains or capital losses. Generally, gains and losses from short selling are treated as income.

- Gains and losses from trading in precious metals and bullion will be treated on income account, rather than as capital gains and losses.

In certain circumstances, a Fund may be subject to loss restriction rules that deny or defer the deduction of certain losses. For example, a capital loss realized by a Fund will be suspended if, during the period that begins 30 days before and ends 30 days after the date on which the capital loss was realized, the Fund or an affiliated person (as defined in the Tax Act) acquires property that is, or is identical to, the property on which the loss was realized and owns that property at the end of the period.

A Fund may invest in foreign-domiciled underlying exchange-traded funds that qualify as “exempt foreign trusts” (the “**Underlying ETFs**”) for purposes of the non-resident trust rules in sections 94 and 94.2 of the Tax Act.

If the total fair market value at any time of all fixed interests of a particular class in an Underlying ETF held by a Fund, persons or partnerships not dealing at arm’s length with the Fund, or persons or partnerships that acquired their interests in the Underlying ETF in exchange for consideration given to the Underlying ETF by the Fund, is at least 10% of the total fair market value at the time of all fixed interests of the particular class of the Underlying ETF, the Underlying ETF will be a “foreign affiliate” of the Fund and will be deemed by section 94.2 of the Tax Act to be at the time a “controlled foreign affiliate” (“**CFA**”) of the Fund.

If the Underlying ETF is deemed to be a CFA of a Fund at the end of the particular taxation year of the Underlying ETF and earns income that is characterized as “foreign accrual property income” as defined in the Tax Act (“**FAPI**”) in that taxation year of the Underlying ETF, the Fund’s proportionate share of the FAPI (subject to deduction for grossed up “foreign accrual tax” as discussed below) must be included in computing its income for Canadian federal income tax purposes for the taxation year of that Fund in which that taxation year of the Underlying ETF ends, whether or not the Fund actually receives a distribution of that FAPI. It is expected that the full amount of the income, as determined for Canadian federal income tax purposes, allocated or distributed to an Underlying ETF by the issuers that it holds securities of will be FAPI. FAPI will also include any net realized taxable capital gains, as determined for Canadian federal income tax purposes, of the Underlying ETF from the disposition of those securities.

To the extent an amount of FAPI will be required to be included in computing the income of a Fund for Canadian federal income tax purposes, a grossed-up amount may be deductible in respect of the “foreign accrual tax” as defined in the Tax Act (“**FAT**”), if any, applicable to the FAPI. Any amount of FAPI included in income (net the amount of any FAT deduction) will increase the adjusted cost base to a Fund of its units of the Underlying ETF in respect of which the FAPI was included.

Each Fund computes its income or loss separately. All of a Fund’s deductible expenses, including management fees, will be deducted in calculating the Fund’s income for each taxation year. The Fund will be subject to tax on its net income, including net taxable capital gains, not paid or payable to its investors for the taxation year, after taking into consideration any loss carry-forwards and any capital gains refund. Each Fund intends to pay to investors enough of its income and capital gains for each taxation year so that it will not be liable for ordinary income tax under Part I of the Tax Act.

The losses of a Fund may be restricted when a person or a partnership becomes a “majority-interest beneficiary” of the Fund (generally by holding units representing more than 50% of NAV of the Fund) unless the Fund qualifies as an “investment fund” by satisfying certain investment diversification and other conditions.

Funds that Do Not Qualify as “Mutual Fund Trusts”

If a Fund does not qualify as a “mutual fund trust” for purposes of the Tax Act throughout its taxation year, it is not eligible for the capital gains refund, and it could be subject to alternative minimum tax for the year, as well as other taxes under the Tax Act. In addition, if one or more “financial institutions”, as defined in the Tax Act, owns more than 50% of the fair market value of the units of such a Fund, that Fund will be a “financial institution” for the purposes of the “mark-to-market” tax rules. In this case, most of the Fund’s investments would be considered mark-to-market property, with the result that

- it will be deemed to have disposed of and re-acquired its mark-to-market property at the end of each tax year as well as at such time as it becomes, or ceases to be, a financial institution; and
- the gains and losses from these deemed dispositions will be on income account, not capital account.

The Funds will be established in 2018. Each of the Funds is expected to qualify as a “mutual fund trust” for purposes of the Tax Act by the time it files its first tax return in which it will make an election to be deemed to be a mutual fund trust from the date it was created. The Funds are expected to be mutual fund trusts throughout their 2018 and later taxation years.

How You are Taxed on a Fund Investment

How you are taxed on an investment in the Funds depends on whether you hold the investment inside or outside a registered plan.

If You Own the Funds Outside a Registered Plan

Distributions

You must include in your income for a taxation year the taxable portion of all distributions (including Fee Distributions) paid or payable (collectively, “paid”) to you from a Fund during the year,

computed in Canadian dollars, whether these amounts were paid to you in cash or reinvested in additional securities. The amount of reinvested distributions is added to the ACB of your securities to reduce your capital gain or increase your capital loss when you later redeem. This ensures that you do not pay tax on the amount again at a later date.

Distributions paid by a Fund may consist of capital gains, ordinary taxable dividends, foreign-source income, other income and/or return of capital.

Ordinary taxable dividends are included in your income, subject to the gross-up and dividend tax credit rules. Capital gains distributions will be treated as capital gains realized by you, one-half of which will generally be included in calculating your income as a taxable capital gain. A Fund may make designations in respect of its foreign-source income so that you may be able to claim any foreign tax credits allocated to you by that Fund.

You may receive a return of capital from your Fund. You will not be taxed on a return of capital, but it will reduce the ACB of your securities of that Fund such that, when you redeem your securities, you will realize a greater capital gain (or smaller capital loss) than if you had not received the return of capital. If the ACB of your securities is reduced to less than zero, the ACB of your securities will be deemed to be increased to zero and you will be deemed to realize a capital gain equal to the amount of this increase.

When you buy securities of a Fund late in the year or on or before the record date of a distribution, you will receive the distribution and be subject to tax on the taxable portion of the distribution, if any, even though the Fund may have earned the related income or realized the related gains before you owned the securities.

The higher the portfolio turnover rate of any Fund in a year, the greater the chance that you will receive a capital gains distribution. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

Sales Charges and Fees

A sales charge paid on the purchase of securities is not deductible in computing your income but is added to the ACB of your securities.

The fees that you pay directly for H Series, HW Series or I Series securities ("**Unbundled Fees**") consist of advisory fees that you pay to your dealer and management fees and administration fees that you pay to us. To the extent that such fees are collected by redemption of securities, you will realize capital gains or losses in non-registered accounts. The deductibility of Unbundled Fees, for income tax purposes, will depend on the exact nature of services provided to you and the type of investment held. Fees relating to services provided to registered accounts are not deductible for income tax purposes, regardless of whether such fees were charged to the registered account. **You should consult with your tax advisor regarding the**

deductibility of Unbundled Fees paid in your particular circumstance.

Switches

You will not realize a capital gain or capital loss when you switch the purchase option under which you hold securities of a series of a Fund.

You will not realize a capital gain or capital loss when you switch between series of the same Fund. The cost of the acquired securities will be equal to the ACB of the securities that you switched.

Other switches involve a redemption of the securities being switched and a purchase of the securities acquired on the switch, and thus are taxable, as described below.

Redemptions

You will realize a capital gain (capital loss) if any of your securities in a Fund are redeemed from a non-registered account. Generally, your capital gain (capital loss) will be the amount by which the NAV of the redeemed securities is greater (less) than the ACB of those securities. You may deduct redemption charges and other expenses of redemption when calculating your capital gain (capital loss). Generally, one-half of your capital gain is included in your income for tax purposes as a taxable capital gain and one-half of your capital loss can be deducted against your taxable capital gains, subject to the provisions of the Tax Act.

In certain circumstances, loss restriction rules will limit or eliminate the amount of a capital loss that you may deduct. For example, a capital loss that you realize on a redemption of securities will be deemed to be nil if, during the period that begins 30 days before and ends 30 days after the day of that redemption, you acquired identical securities (including through the reinvestment of distributions or a Fee Distribution paid to you) and you continue to own these identical securities at the end of that period. In this case, the amount of the denied capital loss will be added to the ACB of your securities. This rule will also apply where the identical securities are acquired and held by a person affiliated with you (as defined in the Tax Act).

Calculating Your ACB

Your ACB must be calculated separately for each series of securities that you own in each Fund and must be calculated in Canadian dollars. The total ACB of your securities of a particular series of a Fund is generally equal to

- the total of all amounts you paid to purchase those securities, including any sales charges paid by you at the time of purchase;

plus

- the ACB of any securities of another series of the same Fund that were switched on a tax-deferred basis into securities of the particular series;

plus

- the amount of any reinvested distributions on that series;

less

- the return of capital component of distributions on that series;

less

- the ACB of any securities of the series that were switched on a tax-deferred basis into securities of another series and/or Fund;

less

- the ACB of any of your securities of that series that have been redeemed.

The ACB of a single security is the total ACB divided by the number of securities.

For example, suppose you own 500 securities of a particular series of a Fund with an ACB of \$10 each (a total of \$5,000). Suppose you then purchase another 100 securities of the same series of the Fund for an additional \$1,200, including a sales charge. Your total ACB is \$6,200 for 600 securities so that your new ACB of each security of the series of the Fund is \$6,200 divided by 600 securities or \$10.33 per security.

Alternative Minimum Tax

Amounts included in your income as ordinary taxable dividends or capital gains distributions, as well as any capital gains realized by you on the disposition of securities, may increase your liability for alternative minimum tax.

Tax Statements and Reporting

If applicable, we will send tax statements to you each year identifying the taxable portion of your distributions, the return of capital component of distributions and redemption proceeds paid to you for each year. Tax statements will not be sent to you if you did not receive distributions or redemption proceeds, or if securities are held in your registered plan. You should keep detailed records of your purchase cost, sales charges, distributions, redemption proceeds and redemption charges in order to calculate the ACB of your securities. You may wish to consult a tax advisor to help you with these calculations.

Generally, you will be required to provide your Quadrum representative with information related to your citizenship, tax residence and, if applicable, your foreign tax identification number. If you are identified as a U.S. citizen (including a U.S. citizen living in Canada), U.S. resident, or a foreign tax resident, details of your investment in a Fund will generally be reported to

the Canada Revenue Agency unless securities are held inside a registered plan. The Canada Revenue Agency may provide the information to the relevant foreign tax authorities under exchange of information treaties.

If You Own the Funds Inside a Registered Plan

When securities of a Fund are held in your registered plan, generally, neither you nor your registered plan will be taxed on distributions received from the Fund or capital gains realized on the disposition of the securities of the Fund provided the securities are a qualified investment and are not a prohibited investment for the registered plan. However, a withdrawal from a registered plan may be subject to tax.

The securities of all Funds are expected to be a qualified investment for registered plans at all times.

A security of a Fund may be a prohibited investment for your RRSP, RRIF, RESP, RDSP or TFSA even though it is a qualified investment. If your RRSP, RRIF, RESP, RDSP or TFSA holds a prohibited investment, you become liable to a 50% potentially refundable tax on the value of the prohibited investment and a 100% tax on income and capital gains attributable to, and capital gains realized on, the disposition of the prohibited investment. Under a safe harbour rule for new mutual funds, units of the Funds will not be a prohibited investment for your registered plan at any time during the first 24 months of the Fund's existence provided the Fund is a registered investment or deemed to be a mutual fund trust under the Tax Act during that time and is in substantial compliance with NI 81-102 or follows a reasonable policy of investment diversification.

You should consult with your own tax advisor regarding the special rules that apply to each type of registered plan, including whether or not a particular security of a Fund would be a prohibited investment for your registered plan. It is your responsibility to determine the tax consequences to you and your registered plan or establishing the registered plan and causing it to invest in the Funds. Neither we nor the Funds assume any liability to you as a result of making the Funds and/or series available for investment within registered plans.

WHAT ARE YOUR LEGAL RIGHTS?

Securities legislation in some provinces gives you the right to withdraw from an agreement to buy securities of a mutual fund within two (2) Business Days of receiving the Fund Facts, or to cancel your purchase within forty-eight (48) hours of receiving confirmation of your order.

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy securities of a mutual fund and get your money back, or to make a claim for damages, if (i) the Fund Facts are not sent or delivered to you within the

time required under securities legislation; or (ii) the simplified prospectus, annual information form, Fund Facts or financial statements misrepresent any facts about the mutual fund. These rights must usually be exercised within certain time limits.

For more information, refer to the securities legislation of your province or territory or consult your lawyer.

PART B: SPECIFIC INFORMATION ABOUT EACH OF THE MUTUAL FUNDS DESCRIBED IN THIS DOCUMENT

INTRODUCTION TO PART B

Part B provides specific fund descriptions of each of the Funds in this simplified prospectus. It supplements the general information concerning these Funds that is contained in **Part A**.

This **Introduction to Part B** explains most of the terms and assumptions which appear in this **Part B** and the information common to many of the Funds, so that we do not have to repeat that information for each Fund.

Fund Details

This section of each Fund's **Part B** gives you information such as the Fund's type, its start date or when it was first publicly sold to investors, the nature of the securities offered by the Fund (units or shares), the series offered by the Fund, whether securities are qualified investments under the Tax Act for registered plans, and the name of the Fund's sub-advisor(s) (if no sub-advisor is cited, then we directly provide portfolio management services to the Fund).

What Does the Fund Invest In?

Investment Objectives and Strategies

Each Fund's **Part B** describes the Fund's investment objectives and investment strategies. The investment objectives can only be changed with the consent of the investors in the Fund at a meeting called for that purpose. The investment strategies explain how the Fund intends to achieve its investment objectives. As manager of the Funds, we may change the investment strategies from time to time, but will give you notice, by way of a press release, of our intention to do so if it would be a material change as defined in National Instrument 81-106 – Investment Fund Continuous Disclosure ("**NI 81-106**"). Under NI 81-106, a change in the business, operations or affairs of a Fund is considered to be a "**material change**" if a reasonable investor would consider it important in deciding whether to purchase or continue to hold securities of the Fund.

Use of Derivatives

Most of the Funds may use derivatives for "**hedging**" purposes: to reduce the Fund's exposure to changes in securities prices, interest rates, exchange rates or other risks. Derivatives may also be used for "**non-hedging**" purposes: as substitute investments for stocks or a stock market, to gain exposure to other currencies, to seek to generate additional income, or for any other purpose that is consistent with the Fund's investment objectives.

If a Fund intends to use derivatives as part of its investment strategy, we have indicated in the Fund's description of investment strategies whether derivatives may be used for hedging purposes, non-hedging purposes or both. Please visit the Mackenzie Investments website at www.mackenzieinvestments.com/currency for more information about a Fund's use of currency hedging. For more information on derivatives used by a particular Fund for hedging and non-hedging purposes as at the last day of the applicable financial reporting period, please refer to the Fund's most recent financial statements. Please also refer to the explanation of risks which accompany the use of derivatives, under "**Derivatives Risk**" in the "**What are the General Risks of Investing in a Mutual Fund?**" section of this document.

Securities Lending, Repurchase and Reverse Repurchase Transactions

Most of the Funds may engage in securities lending, repurchase and reverse repurchase transactions. These transactions are described in the "**What are the General Risks of Investing in a Mutual Fund?**" section of this prospectus. Securities lending, repurchase and reverse repurchase transactions earn additional income for mutual funds. That income comes from the fees paid by the transaction counterparty and interest paid on the cash or securities held as collateral.

On any securities lending, repurchase and reverse repurchase transaction, a Fund must, unless it has been granted relief:

- deal only with counterparties who meet generally accepted creditworthiness standards and who are unrelated to the Fund's portfolio manager, manager or trustee as defined in NI 81-102;
- hold collateral equal to a minimum 102% of the market value of the portfolio securities loaned (for securities lending transactions), sold (for repurchase transactions) or purchased (for reverse repurchase transactions);
- adjust the amount of the collateral on each Business Day to ensure the value of the collateral relative to the market value of the portfolio securities loaned, sold or purchased remains at or above the minimum 102% limit; and
- limit the aggregate value of all portfolio securities loaned or sold through securities lending and repurchase transactions to no more than 50% of the total assets of the Fund (without including the collateral for loaned securities and cash for sold securities).

Short Selling

Most of the Funds may engage in a limited amount of short selling in accordance with securities regulations. A short sale is a transaction in which a mutual fund sells, on the open market,

securities that it has borrowed from a lender for this purpose. At a later date, the mutual fund purchases identical securities on the open market and returns them to the lender. In the interim, the mutual fund must pay compensation to the lender for the loan of the securities and provide collateral to the lender for the loan. If a Fund engages in short selling, it must adhere to securities regulations, where such regulations include that:

- the aggregate market value of all securities sold short by the Fund will not exceed 20% of the total net assets of the Fund;
- the aggregate market value of all securities of any particular issuer sold short by the Fund will not exceed 5% of the total net assets of the Fund;
- the Fund will hold cash cover equal to at least 150% of the aggregate market value of all securities sold short;
- the Fund will not deposit collateral with a dealer in Canada unless the dealer is registered in a jurisdiction of Canada and is a member of IIROC; and
- the Fund will not deposit collateral with a dealer outside Canada unless that dealer (a) is a member of a stock exchange that requires the dealer to be subjected to a regulatory audit; and (b) has a net worth in excess of CDN \$50 million.

Exemptions from NI 81-102

The Funds are subject to certain restrictions and practices contained in securities legislation, including NI 81-102, which are designed in part to ensure that the investments of mutual funds are diversified and relatively liquid and to ensure the proper administration of mutual funds. We intend to manage the Funds in accordance with these restrictions and practices or to obtain relief from the securities regulatory authorities before implementing any variations. The following provides a description of the exemptions that certain Funds have received from the provisions of NI 81-102, and/or a description of the general investment activity.

A) ETF Relief

The Funds, except money market funds, have obtained an exemption from the Canadian securities regulatory authorities which allows them to purchase and hold securities of the following types of ETFs (collectively, the “**Underlying ETFs**”):

1. ETFs that seek to provide daily results that replicate the daily performance of a specified widely quoted market index (the ETF’s “**Underlying Index**”) by a multiple of up to 200% (“**Leveraged Bull ETFs**”), inverse multiple of up to 100% (“**Inverse ETFs**”), or an inverse multiple of up to 200% (“**Leveraged Bear ETFs**”);
2. ETFs that seek to replicate the performance of gold or silver, or the value of a specified derivative whose

underlying interest is gold or silver on an unlevered basis (“**Underlying Gold or Silver Interest**”), or by a multiple of up to 200% (collectively, the “**Leveraged Gold/Silver ETFs**”); and

3. ETFs that invest directly, or indirectly through derivatives, in physical commodities, including, but not limited to, agriculture or livestock, energy, precious metals and industrial metals, on an unlevered basis (“**Unlevered Commodity ETFs**”, together with the Leveraged Gold/Silver ETFs, collectively, the “**Commodity ETFs**”).

This relief is subject to the following conditions:

- a Fund’s investment in securities of an Underlying ETF must be in accordance with its fundamental investment objectives;
- the securities of the Underlying ETF must be traded on a stock exchange in Canada or the United States;
- a Fund may not purchase securities of an Underlying ETF if, immediately after the transaction, more than 10% of the net asset value (“**NAV**”) of the Fund, taken at market value at the time of the transaction, would consist of securities of Underlying ETFs;
- a Fund may not purchase securities of Inverse ETFs or securities of Leveraged Bear ETFs or sell any securities short if, immediately after the transaction, the Fund’s aggregate market value exposure represented by all such securities purchased and/or sold short would exceed 20% of the NAV of the Fund, taken at market value at the time of the transaction; and
- immediately after entering into a purchase, derivatives or other transaction to obtain exposure to physical commodities, the Fund’s aggregate market value exposure (whether direct or indirect, including through Commodity ETFs) to all physical commodities (including gold), does not exceed 10% of the NAV of the Fund, taken at market value at the time of the transaction.

B) Underlying Non-Index Participation Unit ETF Investment Relief

The Funds have received exemptive relief from the prohibitions in NI 81-102 described below to invest in securities of exchange-traded funds that are not index participation units managed by us or our affiliates now or in the future (each, an “**Underlying Non-IPU ETF**”):

- subsection 2.1(1) of NI 81-102 to permit a Fund to purchase securities of an Underlying Non-IPU ETF or to enter into a specified derivatives transaction with respect to an Underlying Non-IPU ETF even though more than 10% of the net asset value of a Fund will

be invested, directly or indirectly, in securities of an Underlying Non-IPU ETF;

- subsection 2.2(1)(a) of NI 81-102 to permit a Fund to purchase a security of an Underlying Non-IPU ETF such that, after the purchase, a Fund would hold securities representing more than 10% of the votes attaching to the outstanding voting securities of an Underlying Non-IPU ETF; or the outstanding equity securities of the underlying ETF (the “**Concentration Restriction**”);
- subsection 2.5(2)(a) of NI 81-102 to permit a Fund to purchase and hold a security of an Underlying Non-IPU ETF that is not offered under a simplified prospectus prepared in accordance with National Instrument 81-101 *Mutual Fund Prospectus Disclosure*; and
- subsection 2.5(2)(e) of NI 81-102 to permit a Fund to pay brokerage commissions in relation to its purchase and sale of Underlying Non-IPU ETFs on a recognized exchange in Canada.

This approval contains the following conditions:

- the investment in securities of an Underlying Non-IPU ETF is in accordance with the investment objectives of a Fund;
- a Fund is not permitted to sell securities of an Underlying Non-IPU ETF short;
- the Underlying Non-IPU ETF is not a commodity pool governed by National Instrument 81-104 *Commodity Pools*;
- other than any exemptive relief granted in favour of an Underlying Non-IPU ETF, the Underlying Non-IPU ETF must comply with the requirements of (i) section 2.3 of NI 81-102 regarding the purchase of physical commodities; (ii) sections 2.7 and 2.8 of NI 81-102 regarding the use of specified derivatives; and (iii) subsections 2.6(a) and (b) of NI 81-102 with respect to the use of leverage;
- in connection with the Concentration Restriction, a Fund shall, for each investment in securities of an Underlying Non-IPU ETF, apply, to the extent applicable, subsections 2.1(3), 2.1(4) and 2.1(5) of NI 81-102 as if those provisions applied to a Fund's investments in securities of the Underlying Non-IPU ETF, and, accordingly, limit a Fund's indirect holdings in securities of an issuer held by one or more Underlying Non-IPU ETFs as required by, and in accordance with, subsections 2.1(3), 2.1(4) and 2.1(5) of NI 81-102; and
- the investment by a Fund in securities of an Underlying Non-IPU ETF is made in compliance with

section 2.5 of NI 81-102, with the exception of paragraph 2.5(2)(a) and, in respect only of brokerage fees incurred for the purchase and sale of an Underlying Non-IPU ETF by a Fund, paragraph 2.5(2)(e) of NI 81-102.

C) Foreign Sovereign Debt Investment Relief

1. London Life Pathways Global Core Plus Bond Fund has received regulatory approval to invest up to:
 - (a) 20% of the Fund's NAV, taken at market value at the time of purchase, in evidences of indebtedness that are issued or guaranteed by supranational agencies or governments other than the government of Canada or the government of the United States and are rated “AA” or higher; and
 - (b) 35% of the Fund's NAV, taken at market value at the time of purchase, in evidences of indebtedness that are issued or guaranteed by supranational agencies or governments other than the government of Canada or the government of the United States and are rated “AAA” or higher.

This approval includes the following conditions:

- (a) and (b) above may not be combined for any one issuer;
- the securities that are purchased must be traded on a mature and liquid market;
- the acquisition of the securities purchased must be consistent with the fundamental investment objectives of the Fund; and
- the simplified prospectus of the Fund discloses the additional risks associated with the concentration of the NAV of the Fund in securities as fewer issuers.

D) Precious Metals Relief

The Funds, except for money market funds, may purchase and hold silver, permitted silver certificates and derivatives whose underlying interest is silver (collectively, “**Silver Products**”), provided that:

- a Fund's investment in Silver Products is in accordance with its fundamental investment objectives;
- a Fund may not purchase Silver Products if, immediately after the transaction, the Fund's aggregate market value exposure (whether direct or indirect through Commodity ETFs, as defined in **ETF Relief** above) to all physical commodities (including gold), exceeds 10% of its NAV, taken at market value at the time of the transaction.

E) Cleared Swaps Relief

The Funds have received an exemption from the counterparty credit rating requirement, the counterparty exposure threshold and the custodial requirements set out in NI 81-102, in order to permit the Funds (a) to clear certain swaps, such as interest rate and credit default swaps, entered into with a futures commission merchant that is registered with the U.S. Commodity Futures Trading Commission and/or is a clearing member for purposes of European Market Infrastructure Regulation, and is a member of a clearing corporation (“**Futures Commission Merchant**”), and (b) to deposit cash and other assets directly with the Futures Commission Merchant, and indirectly with a clearing corporation, as margin for such swaps.

In the case of Futures Commission Merchants located in Canada, the Futures Commission Merchant must be a member of a self-regulatory organization that is a member of the Canadian Investor Protection Fund. In the case of Futures Commission Merchants located outside of Canada, the Futures Commission Merchant must (i) have a net worth, determined from its most recent audited financial statements, of more than \$50 million, and (ii) be a member of a clearing corporation subject to a regulatory audit. In all instances, the amount of margin already held by the applicable Futures Commission Merchant must not exceed 10% of the NAV of the Fund at the time of deposit.

F) Cover Relief in Connection with Certain Derivatives

All Funds, except for money market funds, have received exemptive relief to permit each Fund to use, as cover, a right or obligation to sell an equivalent quantity of the underlying interest of the standardized future, forward or swap when (i) it opens or maintains a long position in a debt-like security that has a component that is a long position in a forward contract or in a standardized future or forward contract; or (ii) it enters into or maintains a swap position and during the periods when the Fund is entitled to receive payments under the swap. Please see “**Cover relief in connection with certain derivatives**” in the annual information form for more details.

What are the Risks of Investing in the Fund?

We provide a list of the risks of mutual fund investing in the “**What are the General Risks of Investing in a Mutual Fund?**” section of this document. The risks that apply to each Fund are listed under the sub-heading “**What are the Risks of Investing in the Fund?**” for each Fund described in this Part B. Those risks are based upon the Fund’s expected investments, investment practice, and related to the material risks of investing in that Fund under normal market conditions when considering the Fund’s portfolio as a whole, not each individual investment within the portfolio. You should discuss the risks of investing in the Fund with your Quadrus representative or Quadrus

authorized representative before making an investment in any Fund.

Risk classification methodology

The investment risk level of each Fund is required to be determined in accordance with a standardized risk classification methodology that is based on the historical volatility of the Fund, as measured by the 10-year standard deviation of the returns of the Fund. As the Funds are new, the Manager calculates the investment risk level of each Fund using a reference index that is reasonably expected to approximate the standard deviation of the Fund. Once a Fund has 10 years of performance history, the methodology will calculate the standard deviation of the Fund using the return history of the Fund rather than that of the reference index. In each case, the Funds are assigned an investment risk rating in one of the following categories: low, low to medium, medium, medium to high or high risk.

- **Low** – for Funds with a level of risk that is typically associated with investments in money market funds and/or Canadian fixed-income funds;
- **Low to Medium** – for Funds with a level of risk that is typically associated with investments in balanced funds and global and/or corporate fixed-income funds;
- **Medium** – for Funds with a level of risk that is typically associated with investments in equity portfolios that are diversified among a number of large-capitalization Canadian and/or international equity securities;
- **Medium to High** – for Funds with a level of risk that is typically associated with investments in equity funds that may concentrate their investments in specific regions or specific sectors of the economy; and
- **High** – for Funds with a level of risk that is typically associated with investment in equity portfolios that may concentrate their investments in specific regions or specific sectors of the economy where there is a substantial risk of loss (e.g., emerging markets, precious metals).

The following chart sets out a description of the reference index or Reference Funds’ used for each Fund that has less than 10 years of performance history:

| Mackenzie Fund | Reference Index |
|--|------------------------------------|
| London Life Pathways Money Market Fund | FTSE TMX Canada 91 Day TBill Index |
| London Life Pathways Core Bond Fund | FTSE Canada Universe Bond Index |

| Mackenzie Fund | Reference Index |
|---|---|
| London Life Pathways Core Plus Bond Fund | FTSE TMX Canada Universe Bond Index |
| London Life Pathways Global Core Plus Bond Fund | ICE BofAML Global Broad Market TR 100% CAD HEDGED |
| London Life Pathways Global Multi Sector Bond Fund | Bloomberg Barclays Multiverse TR CAD |
| London Life Pathways Canadian Equity Fund | S&P/TSX Composite Index |
| London Life Pathways Canadian Concentrated Equity Fund | S&P/TSX Composite Index |
| London Life Pathways U.S. Equity Fund | S&P 500 Index |
| London Life Pathways U.S. Concentrated Equity Fund | S&P 500 Index |
| London Life Pathways International Equity Fund | MSCI EAFE Index |
| London Life Pathways International Concentrated Equity Fund | MSCI EAFE Index |
| London Life Pathways Emerging Markets Large Cap Equity Fund | MSCI Emerging Markets Index |
| London Life Pathways Emerging Markets Equity Fund | MSCI Emerging Markets Index |
| London Life Pathways Global Tactical Fund | MSCI World Total Return Index |

Reference Index Definitions

The **Bloomberg Barclays Capital Multiverse Index** is a broad-based measure of the global fixed income market. The index represents the union of the Global Aggregate Index, a broad-based measure of the global investment grade fixed-rate debt markets, and the Global High Yield Index, a broad-based measure of the global high-yield fixed income markets, and captures securities in 22 countries.

The **FTSE TMX Canada 91-Day T-Bill Index** is an index of Government of Canada treasury bills with maturities of less than 91 days.

The **FTSE TMX Canada Universe Bond Index** is a broad measure of Canadian bonds with terms to maturity of more than one year. It includes federal, provincial, municipal and corporate bonds rated “BBB” or higher.

The **ICE BofAML Global Broad Market (Hedged to CAD) Index** tracks the performance of investment grade debt publicly issued in the major domestic and eurobond markets, including

sovereign, quasi-government, corporate, securitized and collateralized securities. Qualifying bonds must be rated “BBB” or higher and have a remaining term to maturity of at least one year. The foreign currency exposure is hedged back to the Canadian dollar.

The **MSCI EAFE (Europe, Australasia, Far East) Index** is a free float adjusted, market capitalization weighted index that is designed to measure the equity market performance of developed markets, excluding the United States and Canada. It consists of 21 developed market country indices. Net total returns are after the deduction of withholding tax from the foreign income and dividends of its constituents.

The **MSCI Emerging Markets Index** is a free float adjusted, market capitalization weighted index that is designed to measure the equity market performance of emerging markets. It consists of 24 emerging market country indices. Net total returns are after the deduction of withholding tax from the foreign income and dividends of its constituents.

The **MSCI World TR Index** is a free float adjusted, market capitalization weighted index that is designed to measure the equity market performance of developed markets. It consists of 23 developed market country indices. Net total returns are after the deduction of withholding tax from the foreign income and dividends of its constituents.

The **S&P 500 Index** is a market capitalization weighted index of 500 widely held securities, designed to measure broad U.S. equity performance.

The **S&P/TSX Composite Index** is a capitalization weighted index that represents some of the largest float adjusted stocks trading on the Toronto Stock Exchange.

There may be times when we believe this methodology produces a result that does not reflect a fund’s risk based on other qualitative factors. As a result, we may place a Fund in a higher risk rating category, but we will never place a Fund in a lower risk rating category.

You should know that other types of risks, both measurable and non-measurable, exist. Also, just as historical performance may not be indicative of future returns, historical volatility may not be indicative of future volatility. The risk rating of each Fund is identified under the sub-heading “**Who Should Invest in this Fund?**” for each Fund described in this Part B and is reviewed annually and anytime that the risk rating is no longer reasonable in the circumstances. A more detailed explanation of the risk classification methodology used to identify the risk ratings of the Funds is available on request, at no cost, by calling toll free at 1-800-387-0614 or by writing to Mackenzie Financial Corporation, 180 Queen Street West, Toronto, Ontario M5V 3K1.

Who Should Invest in this Fund?

This section will help you decide, with your Quadrus representative or Quadrus authorized representative’s help, whether a Fund is right for you. This information is only a guide.

In this section, we state the risk rating of the fund, as based on the categories discussed above, and what type of investor should consider an investment in the Fund. For example, an investor may want to grow their capital over the long term or want to protect their investment or receive regular cash flows. An investor may wish to invest outside of a registered plan or may wish to invest in a specific region or industry.

A Fund may be suitable for you as an individual component within your entire portfolio, even if the Fund's risk rating is higher or lower than your personal risk tolerance level. When you choose investments with your Quadrus representative or Quadrus authorized representative, you should consider your whole portfolio, investment objectives, your investment time horizon, and your personal risk tolerance level.

Distribution Policy

This section explains the frequency, amount and composition of distributions that you may receive from a Fund. It also explains which distributions are reinvested, and which distributions are paid in cash.

Distribution rules applicable to all series

Each December, the Funds will distribute any undistributed net income and any net capital gains for the year to investors who own securities on the distribution record date, but only to the extent required to ensure that the Fund itself will not pay income tax.

The distributions described above will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive

these distributions in cash if your securities are held in a Quadrus-sponsored registered plan (which does not include a TFSA).

You pay no sales charge when Fund securities are purchased by the reinvestment of a distribution.

Fund Expenses Indirectly Borne by Investors

Fund costs, are generally paid out of each Fund's assets, reducing the investment return on your securities. This section contains an example table of the amount of expenses that would be payable by the Fund (for each series of the Fund's securities) on a \$1,000 investment, assuming that the Fund earns a constant 5% per year and the MERs for each series of securities remain the same as for the past year, for the complete 10 years shown in the example. In the event we have waived a portion of our management fees or Administration Fees, or absorbed some of the Fund's fund costs during the past financial year, the MER would have been higher had it not done so and, consequently, that would have increased the Fund expenses indirectly borne by you. The fees and expenses which you pay directly, and which are not included in the Fund's MERs, are described in the "**Fees and Expenses Payable Directly by You**" section of this document.

The example table will help you to compare the cumulative costs of investing in the Fund with the similar costs of investing in other mutual funds. Please remember that it is only an example and that the Fund's actual expenses will vary each year.

There is no table provided of Fund expenses indirectly borne by investors for the Funds because they are new and therefore their expenses are not yet known.

LONDON LIFE PATHWAYS MONEY MARKET FUND

Fund Details

| | |
|----------------------------------|--|
| Type of Fund | Canadian Money Market Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | GLC Asset Management Group Ltd., London, Ontario. The purchase and sale decisions for securities in the Fund's portfolio are made by the Portico Investment Management team within GLC. |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to maximize income while preserving capital and maintaining liquidity by investing primarily in Canadian money market instruments such as treasury bills and short-term government and corporate debt.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund maintains a balance between the need for liquidity and income by managing a schedule of regularly maturing short-term money market investments.

The Fund seeks to maintain a constant NAV per security of \$10.

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may engage in securities lending, repurchase and reverse repurchase transactions. If the Fund employs this strategy, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in fixed income securities, which subjects the Fund to market risk. Fixed income securities are subject to company risk, credit risk, interest rate risk, and prepayment risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Commodity | | | ● |
| Company | ● | | |
| Concentration | | ● | |
| Convertible Securities | | | ● |
| Credit | ● | | |
| Cyber Security | | ● | |
| Derivatives | | | ● |
| Emerging Markets | | | ● |
| ETF | | | ● |
| Foreign Currency | | | ● |
| Foreign Markets | | | ● |
| High Yield Securities | | | ● |
| Illiquidity | | | ● |
| Interest Rate | ● | | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | ● | | |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | | ● |
| Small Company | | | ● |
| Tracking | | | ● |

If a significant number of investors request redemptions at the same time the Fund may be obliged to sell its investments at disadvantageous prices. The security price could then fall below \$10. The Fund reduces this risk by keeping the maturities of most of the Fund's investments to less than 90 days.

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a low-risk money market fund to hold as part of your portfolio
- want a short-term investment.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

The income of the Fund is credited to investors daily and distributed monthly by automatic purchase of additional securities of the Fund, unless you ask us in advance to pay you in cash.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS CORE BOND FUND

Fund Details

| | |
|----------------------------------|--|
| Type of Fund | Canadian Fixed Income Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | GLC Asset Management Group Ltd., London, Ontario. The purchase and sale decisions for securities in the Fund's portfolio are made by the Portico Investment Management team within GLC. |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to provide interest income and the potential for moderate capital appreciation by investing primarily in Canadian government and investment grade corporate bonds.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund's portfolio is structured to reflect the relative attractiveness of various bond maturities and credit sectors, on a risk-adjusted basis while maintaining broad diversification. Holdings will have a credit quality rating of at least "BBB" at the time of purchase, with the overall portfolio having an average credit quality rating of at least "A". Holdings will include maturities across the term spectrum (including short, mid and long term) such that the duration of the Fund will be maintained with a plus or minus 40% band around the duration of the FTSE Canada Universe Bond Index.

The asset allocation guidelines for the Fund are as follows:

- Government of Canada bonds 20% to 100%
- Provincial and municipal government bonds 0% to 50%
- Corporate bonds 0% to 60%
- Short-term securities 0% to 25%

These are guidelines and the actual percentages may vary at the discretion of the sub-advisor and the state of the markets.

Generally, the Fund will not invest more than 10% of its assets in foreign securities.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in fixed income securities, which subjects the Fund to market risk. Fixed income securities are subject to company risk, credit risk, interest rate risk, and prepayment risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | • | |
| Company | • | | |
| Concentration | | • | |
| Convertible Securities | | | • |
| Credit | • | | |
| Cyber Security | | • | |
| Derivatives | | • | |
| Emerging Markets | | | • |
| ETF | | • | |
| Foreign Currency | | • | |
| Foreign Markets | | • | |
| High Yield Securities | | | • |
| Illiquidity | | • | |
| Interest Rate | • | | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | ● | | |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a low-risk Canadian fixed income fund to hold as part of your portfolio
- want a short to medium-term investment
- can handle the volatility of bond markets.

For more information on how a fund’s risk level is determined, please see “Introduction to Part B – Risk classification methodology”.

Distribution Policy

Refer to the “Introduction to Part B – Distribution Policy” section of this prospectus.

In addition, the Fund will make monthly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS CORE PLUS BOND FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Canadian Fixed Income Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to provide a steady flow of income by investing primarily in Canadian government and corporate fixed-income instruments and asset-backed securities with maturities of more than one year.

Preservation of capital is an important factor in the selection of portfolio investments.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund may invest up to 40% of its assets in securities that have a credit rating below "BBB-" as rated by S&P or an equivalent rating from another recognized credit rating organization and intends to maintain an average credit rating of "BBB-" or higher. The Fund may also invest in unrated debt instruments and preferred shares.

Portfolio maturities are adjusted to take advantage of different stages in the economic cycle: longer maturities will be used when interest rates are low or falling and shorter maturities will be used in periods of high or rising rates. The portfolio manager's ability to select appropriate maturities to adjust to interest rate changes, along with other yield enhancement strategies, will have a significant effect on Fund performance.

The investment approach follows a value investment style. For high-quality bonds an analysis of macroeconomic factors such as economic growth, inflation, and monetary and fiscal policy is done in order to position the maturity and credit quality of the portfolio for different stages in the economic cycle. Securities that typically have a lower credit quality, such as high-yield debt securities, are analyzed using a bottom-up approach to assess their valuation. This company-specific analysis focuses on stability of cash flows and recovery value of the debt instruments.

Generally, the Fund will not invest more than 30% of its assets in foreign securities.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in fixed income securities and other debt instruments, which subjects the Fund to market risk. These instruments are subject to company risk, credit risk, interest rate risk, and prepayment risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | | ● | |
| Convertible Securities | | | ● |
| Credit | ● | | |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | ● | |
| ETF | | ● | |
| Foreign Currency | | ● | |
| Foreign Markets | | ● | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| High Yield Securities | ● | | |
| Illiquidity | ● | | |
| Interest Rate | ● | | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | ● | | |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | ● | |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a low-risk Canadian fixed income fund to hold as part of your portfolio
- want a short to medium-term investment
- can handle the volatility of bond markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make monthly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS GLOBAL CORE PLUS BOND FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Fixed Income Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |

What Does the Fund Invest In?

Investment Objectives

The Fund aims to generate income by investing primarily in a diversified portfolio of fixed-income securities issued by companies or governments of any size, anywhere in the world.

The Fund also seeks to achieve long-term capital growth by investing in fixed-income securities and other investments.

The Fund will employ a flexible approach, allocating assets across credit quality, structures, sectors, currencies and countries.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The investment approach follows a value investment style maximizing the relative value for risk around the world. The Fund has the flexibility to invest across all fixed-income credit qualities and can invest in a wide variety of assets from anywhere in the world including government bonds, high yield bonds and loans. The Fund can allocate to assets across structures, sectors, currencies and countries. The Fund may invest up to 100% of its net assets in any one sector.

The Fund may invest up to 25% of its net assets in securities that have a credit rating below "BBB-" as rated by S&P or an equivalent rating from another recognized credit rating organization and may invest in unrated debt instruments. Where securities have a lower credit quality, a bottom-up approach including an analysis of business, cash flows and recovery value will also be used to value the opportunity.

The Fund actively manages its foreign currency exposure but is expected to be predominantly hedged back to the Canadian dollar for the majority of the time.

The Fund has obtained regulatory approval to invest up to 20% of its net assets, taken at market value at the time of purchase, in

government-issued or guaranteed debt securities of any one issuer with a credit rating of "AA" or higher and, similarly, up to 35% of its net assets in government-issued or guaranteed debt securities of any one issuer with a credit rating of "AAA" or higher. These investments may increase the Fund's exposure to concentration risk, credit risk and foreign markets risk as described under "What are the General Risks of Investing in a Mutual Fund?" Please see the "Introduction to Part B – What Does the Fund Invest In?" section of this simplified prospectus for more details regarding this regulatory approval.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in fixed income securities, which subjects the Fund to market risk. Fixed income securities are subject to company risk, credit risk, interest rate risk, and prepayment risk. Since the Fund invests outside of Canada, it is subject to foreign markets risk and to a lesser extent, foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Convertible Securities | | | ● |
| Credit | ● | | |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | ● | |
| ETF | | ● | |
| Foreign Currency | | ● | |
| Foreign Markets | ● | | |
| High Yield Securities | | ● | |
| Illiquidity | ● | | |
| Interest Rate | ● | | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | ● | | |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | ● | |
| Series | | ● | |
| Short Selling | | ● | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---------------|--------------|----------------|-------------------|
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a low-risk global fixed income fund to hold as part of your portfolio
- want a short to medium-term investment
- can handle the volatility of bond markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make monthly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS GLOBAL MULTI SECTOR BOND FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Fixed Income Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Brandywine Global Investment Management LLC Philadelphia, Pennsylvania |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to generate a high level of income over a full market cycle, regardless of market conditions, with a secondary objective of capital preservation by investing mainly in fixed income securities of issuers anywhere in the world.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund's investments may include investment-grade bonds; lower quality fixed-income investments, which may include instruments that have a weighted average credit quality below investment grade (rated below "BBB-" by S&P or an equivalent rating from another recognized credit rating organization) or that are unrated; mortgage and asset-backed securities; preferred shares; common shares; floating-rate debt instruments and other floating securities. Floating-rate debt instruments generally pay interest at rates that are variable or reset periodically at a margin above a generally recognized base lending rate such as the prime rate or LIBOR. The Fund is expected to hold high-yield debt securities but may reduce this exposure if warranted by the market environment. The portfolio manager may vary the weighted average credit quality.

Generally, the Fund will not invest more than 5% of its assets in equity investments, in addition to any preferred shares it may hold.

The investment approach follows a macro, value-driven process to select investments for the Fund, by reviewing the values of the Fund's investments on an ongoing basis, paying particular attention to yield and currency valuation.

The Fund may invest in all types of government and corporate fixed income securities and instruments. It will employ a flexible approach,

investing across various fixed-income credit ratings, duration, structures, sectors, currencies and countries, and may, at any time, invest a significant portion of its net assets in any one area noted above.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in fixed income securities, which subjects the Fund to market risk. Fixed income securities are subject to company risk, credit risk, interest rate risk, and prepayment risk. Since the Fund invests outside of Canada, it is subject to foreign markets risk and to a lesser extent, foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | | ● | |
| Convertible Securities | | | ● |
| Credit | ● | | |
| Cyber Security | | ● | |
| Derivatives | | ● | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Emerging Markets | | | ● |
| ETF | | ● | |
| Foreign Currency | | ● | |
| Foreign Markets | ● | | |
| High Yield Securities | | ● | |
| Illiquidity | | ● | |
| Interest Rate | ● | | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a low to medium-risk global fixed income fund to hold as part of your portfolio
- want a medium-term investment
- can handle the volatility of bond markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make monthly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS CANADIAN EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Canadian Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered I series | Series Start Date October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | GLC Asset Management Group Ltd., London, Ontario. The purchase and sale decisions for equity securities in the Fund's portfolio are made by the GWL Investment Management team within GLC. |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to provide a high level of long-term capital growth by investment primarily in Canadian stocks. The Fund may also invest in foreign stocks and short-term investments.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The focus is on selecting stocks that achieve strong earnings momentum especially driven by revenue growth, show improving relative strength against the market and present an attractive valuation against industry comparables and historic norms. The asset allocation guidelines for the Fund are as follows:

- Canadian stocks 80% to 100%
- Foreign stocks 0% to 10%
- Short-term fixed income securities 0% to 10%

These are guidelines and the actual percentages may vary at the discretion of the sub-advisor and the state of the market.

The investment approach follows a growth style of investing. It looks for companies that it believes are growing at faster than market rates and whose share prices may be expected to follow suit, even though the companies may not be profitable currently.

The Fund will normally hold equity securities of 40 to 75 companies.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in

accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in Canadian equities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments such as fixed-income investments and the Canadian economy is more dependent on a small number of industries than other national or regional economies. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | | ● |
| ETF | | ● | |
| Foreign Currency | | ● | |
| Foreign Markets | | ● | |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium risk Canadian equity fund to hold as part of your portfolio
- want a medium-term investment
- can handle the volatility of stock markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS CANADIAN CONCENTRATED EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Canadian Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Galbier Capital Management Ltd., Toronto, Ontario |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to provide long-term capital appreciation by investment primarily in Canadian equity securities.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund seeks to measure intrinsic value of investable stocks and transact when market prices offer opportunities. The investment process seeks to identify and value future earnings power and balance sheet structure using reasonable expectations about future economic conditions and high discount rates. The Fund holds a concentrated all cap and industry diverse stock selection.

Generally, the Fund will hold equity securities of 20 to 30 companies.

Generally, the Fund will not invest its assets outside of Canada.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described in the "Introduction to Part B – What Does the Fund Invest In?" section of this simplified prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;

- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in Canadian equities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, such as fixed-income investments, and the Canadian economy is more dependent on a small number of industries than other global economies. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | | ● |
| ETF | | ● | |
| Foreign Currency | | | ● |
| Foreign Markets | | | ● |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium-risk, Canadian equity fund to hold as part of your portfolio,
- want a medium- to long-term investment,

- can handle the volatility of stock markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS U.S. EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | U.S. Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | The Putnam Advisory Company, LLC, Boston Massachusetts |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to provide above average total return by investing primarily in equity securities of U.S. corporations

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund focuses on large companies whose stocks are priced below their long-term potential, and where there may be a catalyst for positive change. The strategy combines quantitative tools with rigorous fundamental investment research to find opportunities and manage risk.

While security holdings will predominantly be U.S. corporations, the Fund may invest up to 10% of its assets in non-U.S. equity securities.

The sub-advisor expects that the Fund's sector weightings in any one industry sector will be generally consistent with their weighting in the Russell 1000 Value Index, within 10 percentage points.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and

- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in U.S. equities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, and because this Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | | ● | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | | ● |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---------------|--------------|----------------|-------------------|
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium risk U.S. equity fund to hold as part of your portfolio
- want a medium to long-term investment
- can handle the volatility of stock markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS U.S. CONCENTRATED EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | U.S. Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Aristotle Capital Management, Los Angeles, California |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to maximize long-term capital appreciation by investment primarily in equity securities of U.S. corporations.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The portfolio manager follows a value investing approach using fundamental, bottom-up analysis focusing on high quality businesses currently undervalued by the market. The portfolio manager seeks to identify high quality businesses by focusing on companies with attractive business fundamentals, experienced, motivated company management, pricing power, sustainable competitive advantages, financial strength, and/or high or consistently improving market position, return on investment capital and operating margins.

Generally, the Fund will hold securities of 35-45 companies.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;

- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in U.S. equities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, and because this Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | | ● |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium risk U.S. equity fund to hold as part of your portfolio
- want a medium to long-term investment
- can handle the volatility of stock markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS INTERNATIONAL EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | International Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Setanta Asset Management Limited, Dublin, Ireland |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to achieve strong capital growth with a high degree of reliability over the long term. The Fund invests primarily in equities of companies outside of Canada and the United States.

The Fund may obtain this exposure by investing directly in securities, by investing in securities of other investment funds, or by a combination of these means.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund seeks to achieve its objectives by looking for companies:

- that possess competitive advantages that provide opportunities for long-term growth
- that have strong management that has shown strong entrepreneurial skills
- that are high quality, well managed businesses that are believed to be attractively priced in relation to their intrinsic value

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described

in the "Introduction to Part B – What Does the Fund Invest In?" section of this simplified prospectus, the Fund may

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in global equity securities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, such as fixed-income investments. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | | | ● |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | ● | |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Prepayment | | | ● |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium-risk, international equity fund to hold as part of your portfolio,

- want a medium- to long-term investment,
- can handle the volatility of stock markets.

For more information on how a fund’s risk level is determined, please see “Introduction to Part B – Risk classification methodology”.

Distribution Policy

Refer to the “Introduction to Part B – Distribution Policy” section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS INTERNATIONAL CONCENTRATED EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | International Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Pier 21 Asset Management Inc., Montreal, Quebec Pier 21 hires C WorldWide Asset Management Fondsmæglersekskab A/S, Copenhagen, Denmark to make purchase and sale decisions for the Fund |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to achieve long-term capital appreciation by investing primarily in equity securities of companies in any country outside of Canada and the United States.

The Fund may obtain this exposure by investing directly in securities, by investing in securities of other investment funds, or by a combination of these means.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The portfolio manager looks for stable growth stocks that align to long-term global structure growth trends they have identified. The portfolio manager identifies long term trends through a top-down, thematic analysis and overlay that looks to identify key trends taking place typically in such areas as demographic, global consumer, technology, resource and politics.

The portfolio manager constructs the Fund's portfolio through strategic screening that focuses primarily on large-, and mega-market capitalization companies and that operate in stable, unregulated markets, have pricing power, and are run by management that are shareholder friendly. The portfolio manager will also implement screens on environmental, social and governance (ESG) factors to help determine the potential future financial performance of a company. Fundamental, bottom-up

analysis follows the screens, which looks to identify the company's competitive advantage, how the company aligns to the identified long-term global themes, and are trading at reasonable valuations.

The portfolio manager is not constrained by an index and is not guided by the geographical or sector positioning of a benchmark. The portfolio manager seeks to concentrate the Fund in what the portfolio manager believes to be the most promising companies, and manages risk typically through exposure across different industries and countries.

Generally, the Fund will hold securities of 25-35 companies.

Although its mandate is to invest primarily outside Canada and the United States, the Fund may invest in Canadian or U.S. equities and money market securities with maturities of less than one year, such as treasury bills, commercial paper, bankers' acceptances and certificates of deposit, or fixed-income securities.

While the Fund will primarily hold equity securities of large cap companies in developed countries, the Fund may also invest in small cap companies. The Fund may also invest up to 20% of its assets in companies of any size in emerging markets.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations, and as further described in the "Introduction to Part B– What Does the Fund Invest In?" section of this simplified prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in global equity securities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, such as fixed-income investments. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund:

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |
| Convertible Securities | | | ● |
| Credit | | ● | |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | ● | |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | ● | |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---------------|--------------|----------------|-------------------|
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium-risk, international equity fund to hold as part of your portfolio,
- want a medium- to long-term investment,
- can handle the volatility of stock markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS EMERGING MARKETS LARGE CAP EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Emerging Markets Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Mackenzie Investments Corporation, Boston, Massachusetts |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to achieve long-term capital growth by investing primarily in a portfolio of equity securities of large-capitalization securities companies in emerging markets. Emerging markets include any country that is generally considered to be an emerging or developing country by the World Bank, the International Finance Corporation, the United Nations or its authorities. The Fund will focus its investments in those emerging market countries that the portfolio manager believes have strongly developing economies and in which the markets are becoming more sophisticated.

The Fund may invest in securities directly and/or by investing in mutual fund securities.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The investment approach follows a core investment style, looking for companies that are undervalued, of high quality and have good growth prospects. The portfolio manager uses a quantitative approach to stock selection, portfolio construction and transaction cost measurement. The portfolio manager employs fundamental ideas in a disciplined, risk-aware manner. While the Fund invests mainly in large cap emerging market stocks, the portfolio manager may also from time to time invest in frontier market stocks. Frontier markets are countries with investable stock markets that are less established than those in emerging markets.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in securities of emerging market countries, which subjects the Fund to market risk. Emerging market securities may be traded less frequently and price movements may be more volatile than in developed countries. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | ● | | |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |
| High Yield Securities | | | ● |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Illiquidity | ● | | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium to high-risk emerging markets global equity fund to hold as part of your portfolio

- want a medium to long-term investment
- can handle the volatility of stock markets, including emerging and frontier markets.

For more information on how a fund’s risk level is determined, please see “**Introduction to Part B – Risk classification methodology**”.

Distribution Policy

Refer to the “**Introduction to Part B – Distribution Policy**” section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS EMERGING MARKETS EQUITY FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Emerging Markets Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered | Series Start Date |
| Quadrus series | October 12, 2018 |
| H series | October 12, 2018 |
| L series | October 12, 2018 |
| HW series | October 12, 2018 |
| I series | October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-Advisor | Pier 21 Asset Management Inc., Montreal, Quebec Purchase and sale decisions made by Northcape Capital Pty Ltd., Sydney, Australia |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to achieve long-term capital growth by investing primarily in a portfolio of equity securities of companies in emerging markets. Emerging markets include any country that is generally considered to be an emerging or developing country by the World Bank, the International Finance Corporation, the United Nations or its authorities. The Fund will focus its investments in those emerging market countries that the portfolio manager believes have strongly developing economies and in which the markets are becoming more sophisticated.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The investment approach follows a core investment style, looking for quality companies at a reasonable price. A multi-portfolio manager approach is used with portfolio managers focussing on their best investment ideas. Under this approach the timing of decisions and portfolio weightings is delegated to individual portfolio managers who are responsible for managing a segment of the overall portfolio. The investment process incorporates bottom-up fundamental research and top-down market and sovereign risk analysis. Risk management is a primary component of the investment process.

The portfolio manager will also implement screens on environment, social and governance (ESG) factors in its investment process.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this prospectus, the Fund may:

- use derivatives for hedging and non-hedging purposes;
- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests in securities of emerging market countries, which subjects the Fund to market risk. Emerging market securities may be traded less frequently and price movements may be more volatile than in developed countries. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | ● | | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | ● | | |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| High Yield Securities | | | ● |
| Illiquidity | ● | | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium to high-risk emerging markets equity fund to hold as part of your portfolio
- want a medium to long-term investment
- can handle the volatility of stock markets, including emerging markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

LONDON LIFE PATHWAYS GLOBAL TACTICAL FUND

Fund Details

| | |
|----------------------------------|---|
| Type of Fund | Global Equity Fund |
| Start Date | October 12, 2018 |
| Units Offered I series | Series Start Date October 12, 2018 |
| Registered Plan Qualified | The units are expected to be qualified for registered plans |
| Sub-advisor | Irish Life Investment Managers Limited, Dublin, Ireland |

What Does the Fund Invest In?

Investment Objectives

The Fund seeks to provide long-term capital growth while maintaining a commitment to protection of its capital through strategies that position the Fund defensively during times of market stress.

The Fund invests primarily, either directly or indirectly through other investment funds, in global equity securities.

Any change in the fundamental investment objectives of the Fund must be approved by a majority of the votes cast at a meeting of the Fund's investors called for that purpose.

Investment Strategies

The Fund seeks to identify, and take steps to reduce, equity market exposure where signs of impending severe equity market stress are indicated. The Fund seeks to protect the portfolio from persistent market declines by employing a defensive investment strategy, which aims to move out of equities and into cash during periods of market stress. The Fund uses a number of quantitative factors to assess market conditions, including price momentum, valuation, and macroeconomic factors. In order to maintain longer term returns, the Fund will tactically reinvest in equity securities when the portfolio manager's market indicators identify receding market stress. The Fund has flexibility to invest between 0-100% global equities; and 0-100% cash and cash equivalents.

The Fund may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions; and/or for liquidity purposes.

The Fund may hold a portion of its net assets in securities of other investment funds, including ETFs, which may be managed by us, in accordance with its investment objectives. For more information, see the "Fund of Funds" disclosure under "Fees and Expenses".

In accordance with applicable securities regulations or as permitted by the exemptions from these regulations described in the "Introduction to Part B – What Does the Fund Invest In?" section of this simplified prospectus, the Fund may

- use derivatives for hedging and non-hedging purposes;

- engage in securities lending, repurchase and reverse repurchase transactions;
- engage in short selling (the portfolio manager does not currently engage in short selling, but may do so in the future without further notice to investors); and
- invest in gold and silver, and other instruments (such as derivatives and ETFs) that provide exposure to these metals.

If the Fund employs any of these strategies, it will do so in conjunction with its other investment strategies in a manner considered appropriate to pursuing its investment objectives and enhancing its returns.

What are the Risks of Investing in the Fund?

This Fund invests, directly or indirectly, in global equity securities, which subjects the Fund to market risk. Equity securities are more volatile than other types of investments, such as fixed-income investments. Since the Fund invests outside of Canada, it is subject to foreign markets risk and foreign currency risk. These and other risks are described starting on page 2. The following table shows which risks apply to this Fund.

Risk Checklist

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|------------------------|--------------|----------------|-------------------|
| Commodity | | ● | |
| Company | ● | | |
| Concentration | | ● | |
| Convertible Securities | | | ● |
| Credit | | | ● |
| Cyber Security | | ● | |
| Derivatives | | ● | |
| Emerging Markets | | ● | |
| ETF | | ● | |
| Foreign Currency | ● | | |
| Foreign Markets | ● | | |
| High Yield Securities | | | ● |
| Illiquidity | | ● | |
| Interest Rate | | ● | |
| Large Transaction | | ● | |
| Legislation | | ● | |
| Market | ● | | |
| Portfolio Manager | | ● | |
| Prepayment | | | ● |

| | Primary Risk | Secondary Risk | Low or Not a Risk |
|---|--------------|----------------|-------------------|
| Securities Lending, Repurchase and Reverse Repurchase Transaction | | ● | |
| Senior Loans | | | ● |
| Series | | ● | |
| Short Selling | | ● | |
| Small Company | | ● | |
| Tracking | | | ● |

Who Should Invest in this Fund?

You should consider this Fund if you

- are looking for a medium-risk global equity fund to hold as part of your portfolio,
- want a medium- to long-term investment,

- can handle the volatility of stock markets.

For more information on how a fund's risk level is determined, please see "Introduction to Part B – Risk classification methodology".

Distribution Policy

Refer to the "Introduction to Part B – Distribution Policy" section of this prospectus.

In addition, the Fund will make quarterly distributions of net income. These distributions may be adjusted or discontinued at our discretion. These distributions will be reinvested in additional securities of the series on which they were paid, unless you elect in advance to receive them in cash. You may not elect to receive these distributions in cash if your securities are held in a Quadrus-sponsored registered plan, unless that registered plan is a TFSA, in which case you may elect to have these distributions paid outside of the TFSA.

Fund Expenses Indirectly Borne by Investors

This information is not available because the Fund is new.

Additional information about the funds is available in the annual information form, fund facts, management reports of fund performance and financial statements. These documents are included by reference in this simplified prospectus, which means they legally form part of this document just as if they were printed in it.

You can obtain a copy of these documents, at no cost, by calling Quadrus Investment Services Ltd. toll-free at **1-888-532-3322** or from your Quadrus investment representative or Quadrus authorized representative.

These documents, along with other fund information, are also available on the Quadrus Group of Funds website at **www.quadrusgroupoffunds.com** or the SEDAR (System for Electronic Document Analysis and Retrieval) website at **www.sedar.com**.

MANAGER OF THE FUNDS:

Mackenzie Financial Corporation
180 Queen Street West
Toronto, Ontario M5V 3K1

Quadrus Investment Services Ltd.

255 Dufferin Avenue
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N6A 4K1
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